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**ZACD GROUP LTD.**

**杰地集團有限公司\***

*(a company incorporated in the Republic of Singapore with limited liability)*

**(Stock Code: 8313)**

**POLL RESULTS OF ANNUAL GENERAL MEETING  
HELD ON 24 MAY 2018**

**APPOINTMENT OF EXECUTIVE DIRECTOR**

**AND**

**PAYMENT OF FINAL DIVIDEND FOR THE YEAR ENDED  
31 DECEMBER 2017**

The board of directors (the “**Board**”) of ZACD Group Ltd. (the “**Company**”) is pleased to announce the voting results of the annual general meeting of the Company held on 24 May 2018 (the “**AGM**”).

Reference is made to the circular of the Company (the “**Circular**”) incorporating, amongst others, the notice of the AGM dated 23 April 2018 (the “**Notice**”). Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

**POLL RESULTS OF AGM**

The Board announces that, at the AGM held at InterContinental Singapore Robertson Quay, The Residence, Level 4, 1 Nanson Road, Singapore 238909 on Thursday, 24 May 2018 at 2:00 p.m., poll voting was adopted for all the resolutions (the “**Resolutions**”) as set out in the Notice of AGM.

The Board is pleased to announce that all the Resolutions were duly passed by the shareholders of the Company (the “Shareholders”) by poll voting at the AGM. The poll results for the Resolutions are as follows:

NO.	ORDINARY RESOLUTIONS	Number of Votes (%)		Total Votes
		FOR	AGAINST	
1.	To receive and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and independent auditor of the Company for the financial year ended 31 December 2017.	1,540,015,000 (100%)	0 (0%)	1,540,015,000
2.	To re-elect Mr. Yeo Choon Guan (Yao Junyuan) as an Executive Director of the Company.	1,540,015,000 (100%)	0 (0%)	1,540,015,000
3.	To re-elect Mr. Kong Chi Mo as an Independent Non-executive Director of the Company.	1,540,015,000 (100%)	0 (0%)	1,540,015,000
4.	To re-elect Dato’ Dr. Sim Mong Keang as an Independent Non-executive Director of the Company.	1,540,015,000 (100%)	0 (0%)	1,540,015,000
5.	To re-elect Mr. Cheung Ying Kwan as an Independent Non-executive Director of the Company.	1,540,015,000 (100%)	0 (0%)	1,540,015,000
6.	To appoint Mr. Darren Chew Yong Siang (Zhou Yongxiang) as an Executive Director of the Company.	1,540,015,000 (100%)	0 (0%)	1,540,015,000
7.	To authorise the board of directors of the Company (the “Board”) to fix the remuneration of the Directors of the Company.	1,540,015,000 (100%)	0 (0%)	1,540,015,000
8.	To declare the payment of final dividend for the financial year ended 31 December 2017.	1,540,015,000 (100%)	0 (0%)	1,540,015,000
9.	To re-appoint Ernst & Young LLP as the Independent Auditor of the Company and to authorise the Board to fix their remuneration.	1,540,015,000 (100%)	0 (0%)	1,540,015,000
10.	To grant an unconditional general mandate to the Directors to allot, issue and otherwise to deal with additional shares of the Company not exceeding 20% of the issued share capital of the Company as at the date of passing this resolution.	1,540,015,000 (100%)	0 (0%)	1,540,015,000
11.	To grant an unconditional general mandate to the Directors to repurchase the Company’s own shares not exceeding 10% of the issued share capital of the Company as at the date of passing this resolution.	1,540,015,000 (100%)	0 (0%)	1,540,015,000
12.	To extend the general mandate granted under resolution no. 10 by adding thereto the shares repurchased pursuant to the general mandate granted by resolution no. 11.	1,540,015,000 (100%)	0 (0%)	1,540,015,000

The description of the Resolutions above is by way of summary only. The full text appears in the Notice of AGM.

As more than 50% of the votes were cast in favour of each of the Resolutions, all the Resolutions were duly passed as ordinary resolutions of the Company.

The Chartered Accountants of Singapore, Moore Stephens LLP, was appointed as the scrutineer for the poll voting at the AGM.

*Notes:*

- a) The total number of shares of the Company in issue as at the date of the AGM: 2,000,000,000 ordinary shares in the share capital of the Company. No Shareholder was required to abstain from voting on the Resolutions at the AGM.
- b) The total number of shares of the Company entitling the holders to attend and vote only against the Resolutions at the AGM: nil.
- c) None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the Resolutions at the AGM.
- d) The total number of shares of the Company entitling the holders to attend and to vote for or against the Resolutions at the AGM: 2,000,000,000 ordinary shares.

## **APPOINTMENT OF EXECUTIVE DIRECTOR**

The Board announces that Mr. Darren Chew Yong Siang (Zhou Yongxiang) (“**Mr. Chew**”) has been appointed as an executive Director with effect from 24 May 2018 following the approval of his appointment by the Shareholders at the AGM.

Biographical details of Mr. Chew are as follows:

Mr. Chew, aged 36, has over fourteen (14) years of management experience and eight (8) years of real estate industry experience covering a broad spectrum across sales & marketing, project development and investment.

Mr. Chew started his real estate career in 2010 with SLP International Property Consultants Pte. Ltd. (“**SLPI**”), specializing in industrial sales and marketing. He was subsequently made Key Executive Officer (“**KEO**”) of SLP Scotia Pte. Ltd. (previously called SLP Realty Pte. Ltd.) in 2016, and subsequently appointed as Managing Director (“**MD**”) of SLPI in 2018. As both MD and KEO, Mr. Chew is primarily responsible for charting the strategic business direction and managing the core operations of the SLP group of companies.

Mr. Chew concurrently joined ZACD Investments Pte. Ltd. as a director since 2016, representing the company in development projects and investment activities. Prior to his real estate career, Mr. Chew was awarded a Singapore Armed Forces (SAF) Scholarship by the Ministry of Defence, and served nine (9) years in various management roles as a Naval Officer.

Mr. Chew obtained his Bachelor's Degree of Science in Real Estate (Honours) from the National University of Singapore in 2006. Mr. Chew is an alumni member of Dunman High School and Victoria Junior College. Presently, he is undertaking his Masters of Business Administration from INSEAD in 2018.

Mr. Chew will enter into a service agreement for a term of three (3) years with the Company with effect from 24 May 2018, subject to retirement by rotation and re-election at the AGM of the Company in accordance with the Constitution. His remuneration will be determined by the Board and recommended by the Remuneration Committee with reference to the terms of the Company's emolument policy.

As at the date of this announcement, save as disclosed above, Mr. Chew did not hold any directorship in any other listed companies during the past three years, and he does not have any relationship with any Directors, substantial or controlling shareholders (as defined under the GEM Listing Rules) of the Company. He does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong).

Save as disclosed above, there is nothing in respect of the appointment of Mr. Chew that needs to be brought to the attention of the Shareholders nor is there anything that needs to be disclosed pursuant to Rule 17.50(2)(h) to (v) of the GEM Listing Rules.

The Board wishes to take this opportunity to welcome Mr. Chew to the Board.

## **PAYMENT OF FINAL DIVIDEND FOR THE YEAR ENDED 31 DECEMBER 2017**

The proposed final dividend of 0.2 Singapore cents per Shares in respect of the financial year ended 31 December 2017 has been approved by the Shareholders at the AGM. The register of members will be closed from 1 June 2018 to 5 June 2018 (both dates inclusive), during which period no share transfers will be registered. All transfers accompanied by the relevant share certificates must be lodged with the Company's Hong Kong branch share registrar and transfer office, Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong not later than 4:30 p.m. on 31 May 2018. The dividend is expected to be paid on or about 15 June 2018 to those Shareholders whose names appear on the register of members of the Company on 31 May 2018.

The final dividend payable to Shareholders shall be converted to and paid in HK\$ based on the exchange rate of S\$ against HK\$ on 24 May 2018, being S\$1.00 to HK\$5.855. Based on the above exchange rate, the amount of final dividend payable shall be 1.17 HK cents per Share.

By Order of the Board  
**ZACD Group Ltd.**  
**Sim Kain Kain**  
*Chairman and Executive Director*

Hong Kong, 24 May 2018

*As at the date of this announcement, the board of directors of the Company comprises four (4) executive directors, namely, Mr. Yeo Choon Guan (Yao Junyuan), Ms. Sim Kain Kain, Mr. Siew Chen Yei and Mr. Darren Chew Yong Siang (Zhou Yongxiang); and three (3) independent non-executive directors, namely, Mr. Kong Chi Mo, Dato' Dr. Sim Mong Keang and Mr. Cheung Ying Kwan.*

*This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The directors of the Company, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

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*The original announcement is prepared in the English. This announcement is translated into Chinese. In the event of any inconsistency between the Chinese and English version, the latter shall prevail.*

*\* for identification purposes only*