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ZIONCOM HOLDINGS LIMITED

百家淘客股份有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8287)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (“**EGM**”) of Zioncom Holdings Limited (the “**Company**”) will be held at Portion 2, 12/F., The Centre, 99 Queen’s Road Central, Central, Hong Kong on Thursday, 14 November 2019 at 10:45 a.m. for the purpose of considering and, if thought fit, passing with or without amendments, the following resolutions:

ORDINARY RESOLUTION

1. “**THAT** Mr. Kwong Chun Man be re-elected as an independent non-executive director of the Company and the board (the “**Board**”) of directors (the “**Directors**”) be authorised to fix his remuneration.

SPECIAL RESOLUTION

2. “**THAT** subject to and conditional upon the approval of Registrar of Companies in the Cayman Islands having been obtained (if any), the Chinese name of “百家淘客股份有限公司” be and is hereby adopted and approved as the dual foreign name of the Company (the “**Adoption of Chinese Name**”) and that any Director or the secretary of the Company be and is hereby authorised to do all such acts, deeds and things and execute all such documents, including under seal where appropriate, or make all such arrangements as he shall, in his absolute discretion, deem necessary or expedient to give effect to the Adoption of the Chinese Name and to attend to any registration and/or filing for and on behalf of the Company.”

By order of the Board of
Zioncom Holdings Limited
Kim Byung Kwon
Chairman

Hong Kong, 28 October 2019

* for identification purpose only

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P.O. Box 1350
Clifton House
75 Fort Street
Grand Cayman
KY1-1108 Cayman Islands

*Head office and principal place
of business in Hong Kong*
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Kings Wing Plaza 2
No.1 On Kwan Street Shatin,
New Territories Hong Kong

Notes:

1. A member of the Company entitled to attend and vote at the EGM is entitled to appoint one or more proxies to attend and vote in his/her/its behalf. A proxy need not be a member of the Company but must be present in person at the EGM to represent the member. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed.
2. A form of proxy for use at the EGM is enclosed. Whether or not you intend to attend the EGM in person, you are encouraged to complete and return the enclosed form of proxy in accordance with the instructions printed thereon. Completion and return of a form of proxy will not preclude a member from attending in person and voting at the EGM or any adjournment thereof, should he/she/it so wish, and in such event, the instrument appointing the proxy shall be deemed to be revoked.
3. In order to be valid, the instrument appointing a proxy and (if required by the board of Directors) the power of attorney or other authority (if any) under which it is signed, or a certified copy of such power or authority, shall be delivered to the Company's branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not less than 48 hours before the time appointed for holding the EGM (i.e. before 10:45 a.m. on Tuesday, 12 November 2019) or adjourned meeting (as the case may be).
4. In the case of joint holders of a share, any one of such joint holders may vote, either in person or by proxy, in respect of such share as if he/she/it was solely entitled thereto to, but if more than one of such joint holders are present at the EGM personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such shares shall alone be entitled to vote in respect thereof.
5. If there is a "black" rainstorm warning or a tropical cyclone warning signal number 8 or above in force at or after 7:00 a.m. on date of the EGM, the EGM shall be postponed. The Company will publish an announcement on the websites of the Company at www.zioncom.net and on the "Latest Listed Company Information" page of the GEM website at www.hkgem.com to notify the Shareholders of the date, time and place of the rescheduled meeting.
6. References to time and dates in this notice are to Hong Kong time and dates.
7. In the case of any inconsistency between the Chinese translation and the English text hereof, the English text shall prevail.

As at the date of this announcement, the Board comprises Mr. Kim Byung Kwon, Mr. Kim Jun Yeob, Mr. Koo Ja Chun, Mr. Xiao Jingen and Mr. Zhao Xiuming as executive Directors; and Mr. Ko Ming Tung, Edward, Mr. Kwong Chun Man and Mr. Shin Dongmin as independent non-executive Directors.

This announcement, for which the Directors 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, 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.

This announcement will remain on the GEM website at www.hkgem.com on the “Latest Listed Company Information” page for at least 7 days from the date of its posting and on the website of the Company at www.zioncom.net.