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Vobile Group Limited

阜博集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3738)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON MARCH 18, 2021

Reference is made to the circular of Vobile Group Limited (“**Company**”) dated March 1, 2021 (the “**Circular**”) and the notice of the extraordinary general meeting (the “**EGM**”) of the Company dated March 1, 2021 (the “**Notice of the EGM**”). Unless otherwise specified, capitalized terms used in this announcement but not defined herein shall have the meanings ascribed to them in the Circular.

The Board announces that at the EGM held on March 18, 2021, the proposed resolutions as set out in the notice of the EGM were duly passed by the Independent Shareholders by way of poll.

The poll results in respect of the ordinary resolutions proposed at the EGM are set out as follows:

| Ordinary Resolutions ^(Note 2) | | Number of Votes (approximate %) ^(Note 1) | |
|--|---|--|----------------------|
| | | For | Against |
| 1. | To approve the grant of 28,000,000 share options to Mr. Yangbin Bernard Wang to subscribe for 28,000,000 Shares at an exercise price of HK\$20.00 per Share under the Share Option Scheme and to give authority to the board of directors of the Company to give effect to such grant of the Share Options. | 92,666,582 (97.05%) | 2,819,000 (2.95%) |
| 2. | To approve the refreshment of the general limit in respect of the grant of Options to subscribe for Shares under the Share Option Scheme. | 92,666,582 (97.05%) | 2,819,000 (2.95%) |

Notes:

(1) All percentages are rounded to two decimal places.

(2) The summary herein is for reference only. The full text of the relevant resolutions is set out in the notice of the EGM.

- (3) For the avoidance of doubt, all nine tranches of the 28,000,000 share options in aggregate will become fully vested when the Market Capitalization of the Company on a Determination Date reaches at least US\$10 billion and the Company has achieved at least nine of the Operational Milestones in any combination.

The table below shows the Operational Milestones:

| Operational Milestone comprised of Annual Revenue of the Company on a Determination Date in Excess of | Operational Milestone comprised of Annual Adjusted EBITDA of the Company on a Determination Date in Excess of |
|--|--|
| US\$50 Million | US\$10 Million |
| US\$75 Million | US\$15 Million |
| US\$100 Million | US\$20 Million |
| US\$125 Million | US\$25 Million |
| US\$150 Million | US\$30 Million |
| US\$175 Million | US\$35 Million |
| US\$200 Million | US\$40 Million |
| US\$225 Million | US\$45 Million |
| US\$250 Million | US\$50 Million |

The table below shows the vesting conditions for each Tranche of the Share Options:

| Cumulative Number of Operational Milestones Required to be Achieved | Market Capitalization Milestone Vesting Condition comprised of Market Capitalization of the Company on a Determination Date in Excess of | | Number of vested Share Options in the Tranche |
|--|---|---------------|--|
| | <i>US\$</i> | <i>HK\$</i> | |
| | One | 2 billion | |
| Two | 3 billion | 23.25 billion | 3,111,111 Shares |
| Three | 4 billion | 31.00 billion | 3,111,111 Shares |
| Four | 5 billion | 38.75 billion | 3,111,111 Shares |
| Five | 6 billion | 46.50 billion | 3,111,111 Shares |
| Six | 7 billion | 54.25 billion | 3,111,111 Shares |
| Seven | 8 billion | 62.00 billion | 3,111,111 Shares |
| Eight | 9 billion | 69.75 billion | 3,111,111 Shares |
| Nine | 10 billion | 77.50 billion | 3,111,112 Shares |

As more than 50% of the votes were cast in favor of each of the above ordinary resolutions, such resolutions were duly passed by the Independent Shareholders by way of poll at the EGM.

As at the date of the EGM, the Company had 461,537,556 Shares in issue. In relation to the resolutions proposed at the EGM, the total number of Shares entitling the Shareholders to attend and vote for or against the relevant resolutions at the EGM was 365,826,737 Shares, representing 79.26% of the total number of Shares in issue.

As at the date of the EGM, Mr. Wang, his associates, and all core connected persons of the Company held in aggregate 95,710,819 Shares, representing approximately 20.74% of the total number of Shares in issue. As required under Rule 17.04(1) and the Note to Rule 17.03(4) of the Listing Rules, Mr. Wang, his associates, and all core connected persons of the Company must abstain from voting in favour of the resolution approving the Conditional Grant of Share Options.

Save as disclosed above, there were no Shares entitling the Shareholders to attend and abstain from voting in favour of any of the proposed resolutions at the EGM as set out in Rule 13.40 of the Listing Rules and no Shareholder was required to abstain from voting on any of the resolutions proposed at the EGM under the Listing Rules. There were no Shareholders who have stated their intention in the Circular to vote against or to abstain from voting on any of the proposed resolutions at the EGM.

The Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the EGM.

By Order of the Board
Vobile Group Limited
Yangbin Bernard Wang
Chairman

Hong Kong, March 18, 2021

As at the date of this announcement, the board of directors of the Company comprises Mr. Yangbin Bernard WANG and Mr. Michael Paul WITTE as executive directors; Mr. J David WARGO and Mr. WONG Wai Kwan as non-executive directors; and Mr. CHAN King Man Kevin, Mr. Derek CHANG, Mr. Alfred Tsai CHU and Mr. Charles Eric EESLEY as independent non-executive directors.