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Mobile Internet (China) Holdings Limited

移動互聯（中國）控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1439)

(1) POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 10 FEBRUARY 2023; (2) REMOVAL OF DIRECTORS; AND (3) APPOINTMENT OF DIRECTORS

Reference is made to the circular (the “**Circular**”) of Mobile Internet (China) Holdings Limited (the “**Company**”) dated 26 January 2023 and the notice of the extraordinary general meeting of the Company dated 26 January 2023 (the “**EGM Notice**”). Unless the context otherwise requires, terms used in this announcement shall have the same meanings as those defined in the Circular.

The poll results of the EGM were as follows:

Ordinary Resolutions		Number of votes cast (%)	
		For	Against
1.	THAT Mr. Wang Yun Fang be and is hereby removed as an executive director of the Company pursuant to Article 83(5) of the Articles with effect upon passing of this resolution.	346,490,060 (62%)	212,510,000 (38%)
2.	THAT Mr. Wu Aiguo be and is hereby removed as an executive director of the Company pursuant to Article 83(5) of the Articles with effect upon passing of this resolution.	346,490,060 (62%)	212,510,000 (38%)

Ordinary Resolutions		Number of votes cast (%)	
		For	Against
3.	THAT Mr. Wang Chen Guang be and is hereby removed as an independent non-executive director of the Company pursuant to Article 83(5) of the Articles with effect upon passing of this resolution.	346,490,060 (62%)	212,510,000 (38%)
4.	THAT Mr. Cho Yu Kwan, Stephen be and is hereby removed as an independent non-executive director of the Company pursuant to Article 83(5) of the Articles with effect upon passing of this resolution.	346,490,060 (62%)	212,510,000 (38%)
5.	THAT each of the directors of the Company appointed to the board of directors of the Company between the date of the requisition notice dated 16 January 2023 for the convening of the EGM and the date of the EGM, other than those persons who are to be appointed directors of the Company at the EGM, be and is hereby removed as a director of the Company with effect upon passing of this resolution.	346,490,060 (62%)	212,510,000 (38%)
6.	THAT Mr. Lau Yiu Ting be and is hereby appointed as an executive director of the Company pursuant to Article 83(6) of the Articles with effect upon passing of this resolution.	346,490,060 (62%)	212,510,000 (38%)
7.	THAT Ms. Fang Wenhui be and is hereby appointed as an independent non-executive director of the Company pursuant to Article 83(6) of the Articles with effect upon passing of this resolution.	346,490,060 (62%)	212,510,000 (38%)
8.	THAT Mr. Chau Wing Nam be and is hereby appointed as an independent non-executive director of the Company pursuant to Article 83(6) of the Articles with effect upon passing of this resolution.	346,490,060 (62%)	212,510,000 (38%)
9.	THAT the board of directors of the Company be and is hereby authorised to fix the remuneration of the directors of the Company.	406,870,060 (73%)	152,130,000 (27%)

Remarks:

- (a) As more than 50% of the votes present at the EGM either in person or by proxy were cast in favour of each of the proposed resolutions 1 to 9, these proposed resolutions were duly passed as ordinary resolutions at the EGM.
- (b) The total number of shares in issue as at the date of the EGM was 1,377,497,662 Shares.
- (c) The total number of Shares entitling the Shareholders to attend and vote for or against the resolutions at the EGM was 1,377,497,662 Shares, representing 100% of the total issued share capital of the Company as at the date of the EGM.
- (d) No Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the above resolutions proposed at the EGM. No Shareholders were required under the Listing Rules to abstain from voting at the EGM. No Shareholders were entitled to attend and abstain from voting in favour of any of the above resolutions at the EGM as set out in Rule 13.40 of the Listing Rules.
- (e) Yongtuo Fuson CPA Limited has acted as the scrutineer at the EGM and compared the poll results summary to poll forms collected and provided by the Company. The work performed by Yongtuo Fuson CPA Limited in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the Hong Kong Institute of Certified Public Accountants nor did it include provision of any assurance or advice on matters of legal interpretation or entitlement to vote.

The Company's executive Director, Mr. Muk Hung Fei and the Company's independent Director, Mr. So Chi Ming, attended the EGM.

REMOVAL OF DIRECTORS

The Board announces that as each of the resolutions for (i) removal of Mr. Wang Yun Fang as an executive Director; (ii) removal of Mr. Wu Aiguo as an executive Director; (iii) removal of Mr. Wang Chen Guang as an independent non-executive Director; (iv) removal of Mr. Cho Yu Kwan, Stephen as an independent non-executive Director has been duly passed as an ordinary resolution by the Shareholders at the EGM, each of Mr. Wang Yun Fang and Mr. Wu Aiguo has been removed as an executive Director and each of Mr. Wang Chen Guang and Mr. Cho Yu Kwan, Stephen has been removed as an independent non-executive Director, with effect upon passing the relevant resolutions.

APPOINTMENT OF DIRECTORS

The Board further announces that Mr. Lau Yiu Ting has been appointed by the Shareholders as an executive Director and each of Ms. Fang Wenhui and Mr. Chau Wing Nam has been appointed by the Shareholders at the EGM as an independent non-executive Director with effect upon passing of the relevant resolution(s).

The biographical details of Mr. Lau Yiu Ting, Ms. Fang Wenhui and Mr. Chau Wing Nam are as follows:

Mr. Lau Yiu Ting (劉耀庭)

Mr. Lau Yiu Ting (“**Mr. Lau**”), aged 52, has years of experience in operation and financial management. He engaged in trading of securities, futures, commodities and Forex in bank, investment management company and securities company for over ten years. He is currently a director of INAX Technology Limited, an information technology engineering company in Hong Kong, and responsible for overseeing human resources, financial and internal control function.

Mr. Lau didn’t hold any directorships in any public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years.

On 10 February 2023, Mr. Lau entered into an appointment letter with the Company as an executive Director for an initial term of 1 year commencing from 10 February 2023, which may be terminated by either the Company or Mr. Lau by giving a 1-month written notice. According to the Articles, Mr. Lau shall retire from office and be eligible for re-election at the following annual general meeting of the Company. Mr. Lau is entitled to an annual emolument of HK\$10,000, with discretionary bonus and other benefits at the sole and absolute discretion of the Board and its remuneration committee. The remuneration of Mr. Lau was determined having considered the experience, duties and responsibilities of Mr. Lau and the prevailing market rate of companies of comparable size and similar operation.

As at the date of this announcement, Mr. Lau (i) does not have any other major appointments and professional qualifications; (ii) does not hold any other position with the Company or other members of the Group; (iii) does not have any relationship with any Directors, senior management, substantial shareholders or controlling shareholders (as respectively defined in the Listing Rules) of the Company; and (iv) does not have, and is not deemed to have, any interests and short positions in any shares, underlying shares or debentures of the Company and its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong).

Save as disclosed above, there is no information that need to be brought to the attention of the Shareholders in relation to the appointment of Mr. Lau and there is no other information which is discloseable pursuant to any of the requirements set out in Rule 13.51(2)(h) to (v) of the Listing Rules.

Ms. Fang Wenhui (方文慧)

Ms. Fang Wenhui (“**Ms. Fang**”), aged 33, obtained a degree of Bachelor of Business Administration in Applied Economics from Hong Kong Baptist University in 2012 and a degree of Master of Business Administration from City University of Hong Kong in 2013. Ms. Fang has extensive experience in project investment and financing, asset management and company operations, and has held senior management positions in private equity funds and corporate finance in several corporations in the Mainland China and Hong Kong. For the period from 1 February 2018 to 31 October 2020, Ms. Fang worked as an executive director of QH Capital Group Limited. From 19 November 2020 to 11 July 2021, Ms. Fang was a managing director and responsible officer of i-Golden Data Capital Limited. Since 26 August 2021, Ms. Fang has been working as a responsible officer of Space Asset Management Limited, which is licensed for Type 4 (Advising on Securities) and Type 9 (Asset Management) regulated activities.

Ms. Fang didn’t hold any directorships in any public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years.

On 10 February 2023, Ms. Fang entered into an appointment letter with the Company as an independent non-executive Director for an initial term of 1 year commencing from 10 February 2023, which may be terminated by either the Company or Ms. Fang by giving a 1-month written notice. According to the Articles, Ms. Fang shall retire from office and be eligible for re-election at the following annual general meeting of the Company. Ms. Fang is entitled to an annual emolument of HK\$5,000, which was determined having considered the experience, duties and responsibilities of Ms. Fang and the prevailing market rate of companies of comparable size and similar operation.

Ms. Fang confirmed that she has met the independence criteria set out in Rule 3.13 of the Listing Rules.

As at the date of this announcement, Ms. Fang (i) does not have any other major appointments and professional qualifications; (ii) does not hold any other position with the Company or other members of the Group; (iii) does not have any relationship with any Directors, senior management, substantial shareholders or controlling shareholders (as respectively defined in the Listing Rules) of the Company; and (iv) does not have, and is not deemed to have, any interests and short positions in any shares, underlying shares or debentures of the Company and its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong).

Save as disclosed above, there is no information that need to be brought to the attention of the Shareholders in relation to the appointment of Ms. Fang and there is no other information which is discloseable pursuant to any of the requirements set out in Rule 13.51(2)(h) to (v) of the Listing Rules.

Mr. Chau Wing Nam (周穎楠)

Mr. Chau Wing Nam (“**Mr. Chau**”), aged 35, obtained a degree of Bachelor of Accounting & Accounting Technologies from Curtin University of Technology in 2012. He has been a member of Hong Kong Institute of Certified Public Accountants since May 2017. He has over ten years of experience in auditing, accounting and corporate management and is currently responsible for corporate finance, mergers and acquisitions matters, investors relations, corporate governance as well as compliance affairs. From 10 July 2017 to 9 March 2018, Mr. Chau worked as an assistant manager of Changjiang Securities Holdings (HK) Limited and was responsible for handling IPO projects and financial advisory on mergers and acquisitions, takeovers and other capital raising activities. From 12 March 2018 to 4 November 2020, he worked in Kingsway Capital Limited with the last position as the assistant manager in corporate finance.

Mr. Chau has been an independent non-executive director of K Group Holdings Limited (stock code: 8475), a company listed on the Stock Exchange, since 6 June 2022. Mr. Chau didn’t hold any other directorships in any public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years.

On 10 February 2023, Mr. Chau entered into an appointment letter with the Company as an independent non-executive Director for an initial term of 1 year commencing from 10 February 2023, which may be terminated by either the Company or Mr. Chau by giving a 1-month written notice. According to the Articles, Mr. Chau shall retire from office and be eligible for re-election at the following annual general meeting of the Company. Mr. Chau is entitled to an annual emolument of HK\$5,000, which was determined having considered the experience, duties and responsibilities of Mr. Chau and the prevailing market rate of companies of comparable size and similar operation.

Mr. Chau confirmed that he has met the independence criteria set out in Rule 3.13 of the Listing Rules.

As at the date of this announcement, Mr. Chau (i) does not have any other major appointments and professional qualifications; (ii) does not hold any other position with the Company or other members of the Group; (iii) does not have any relationship with any Directors, senior management, substantial shareholders or controlling shareholders (as respectively defined in the Listing Rules) of the Company; and (iv) does not have, and is not deemed to have, any interests and short positions in any shares, underlying shares or debentures of the Company and its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong).

Save as disclosed above, there is no information that need to be brought to the attention of the Shareholders in relation to the appointment of Mr. Chau and there is no other information which is discloseable pursuant to any of the requirements set out in Rule 13.51(2)(h) to (v) of the Listing Rules.

By Order of the Board
Mobile Internet (China) Holdings Limited
Muk Hung Fei
Chairman

Hong Kong, 10 February 2023

As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Muk Hung Fei (Chairman), Mr. Chen Hong Cai and Mr. Lau Yiu Ting, and three independent non-executive Directors, namely Mr. So Chi Ming, Ms. Fang Wenhui and Mr. Chau Wing Nam.