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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)**

## **COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE**

We refer to the announcement of the Company dated 21 May 2021 (the “**Announcement**”) in relation to, among other things, the Placing. Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

### **COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE**

The Company is pleased to announcement that all conditions under the Placing Agreement have been fulfilled and Closing took place on 28 May 2021.

A total of 21,500,000 Placing Shares have been allotted and issued to no less than six Placees at the Subscription Price of HK\$30.30 per Placing Share. The Placing Shares represent approximately 4.45% of the issued share capital of the Company as enlarged by the Placing. To the best of the knowledge, information and belief of the Directors having made all reasonable enquiries, each of the Placees and their respective ultimate beneficial owners is independent of the Company and its connected persons, and none of the Placees and their respective ultimate beneficial owners has become a substantial shareholder of the Company as a result of the Placing.

The net proceeds to the Company from the Placing are approximately HK\$631,950,000. The Company intends to use the net proceeds for investment in technology, global expansion of the Group's customers and general corporate purposes.

## EFFECT ON SHAREHOLDING STRUCTURE

Set out below is the shareholding structure of the Company (i) immediately before the Closing and (ii) immediately after the Closing on the Closing Date.

	Immediately before the Closing		Immediately after the Closing	
	No. of Shares	Approximate % of issued share capital	No. of Shares	Approximate % of issued share capital
<b>Directors</b>				
Mr. Wang <sup>(1)</sup>	67,640,480	14.66%	67,640,480	14.00%
Mr. Wargo	22,270,339	4.83%	22,270,339	4.61%
Mr. Witte <sup>(2)</sup>	1,200,000	0.26%	1,200,000	0.25%
Mr. Wong	600,000	0.13%	600,000	0.12%
<b>Public Shareholders</b>				
Antfin (Hong Kong) Holding Limited <sup>(3)</sup>	28,901,734	6.26%	28,901,734	5.98%
Poly Platinum Enterprise Limited <sup>(4)</sup>	3,428,000	0.74%	3,428,000	0.71%
Placee(s)	—	—	21,500,000	4.45%
Other public Shareholders	<u>337,497,003</u>	<u>73.12%</u>	<u>337,497,003</u>	<u>69.88%</u>
<b>Total issued shares</b>	<u><u>461,537,556</u></u>	<u><u>100%</u></u>	<u><u>483,037,556</u></u>	<u><u>100%</u></u>

(1) Mr. Wang is a settlor, a trustee and a beneficiary of the JYW Trust. Mr. Wang and the JYW Trust are the settlors and Mr. Wang is the trustee and beneficiary of the YBW Trust. Mr. Wang is interested in (a) 43,450,000 Shares beneficially owned by him, comprised of 7,450,000 Shares beneficially owned by him as at the date of this announcement, 8,000,000 Shares beneficially owned by him upon the exercise in full of 8,000,000 Share Options granted to him under the Pre-IPO Share Option Scheme, and 28,000,000 Shares beneficially owned by him upon the exercise in full of the 28,000,000 Share Options granted to him under the Share Option Scheme, (b) 52,190,480 Shares held by him in his capacity as trustee and beneficiary of the JYW Trust, and (c) 8,000,000 Shares in his capacity as trustee and beneficiary of the YBW Trust.

(2) Mr. Witte is interested in 1,200,000 Shares beneficially owned by him and 400,000 Shares which may be issued pursuant to the exercise of Share Options granted under the Pre-IPO Share Option Scheme.

- (3) The 28,901,734 Shares are held by Antfin (Hong Kong) Holding Limited. Antfin (Hong Kong) Holding Limited is wholly-owned by Hangzhou Yunqiang Enterprise Management Consulting Co., Ltd., which is in turn wholly-owned by Ant Group Co., Ltd. Ant Group Co., Ltd. is owned as to approximately 20.66% by Hangzhou Junao Equity Investment Partnership (Limited Partnership) and approximately 29.86% by Hangzhou Junhan Equity Investment Partnership (Limited Partnership), which are both wholly-owned by Hangzhou Yunbo Investment Consultancy Co., Ltd, which is in turn owned as to 34% by Mr. Ma Yun. Pursuant to the concert party agreement executed by Mr. Ma Yun, Mr. Eric Xiandong Jing, Mr. Simon Xiaoming Hu and Ms. Fang Jiang, each of them is a party acting in concert (having the meaning ascribed to it under the Takeovers Code). As such, each of Mr. Eric Xiandong Jing, Mr. Simon Xiaoming Hu and Ms. Fang Jiang is deemed to be interested in 28,901,734 shares held by Mr. Ma Yun under the SFO.
- (4) Poly Platinum Enterprise Limited is interested in 41,578,608 Shares, comprised of 3,428,000 Shares beneficially owned by Poly Platinum Enterprise Limited and 38,150,608 Shares assuming the conversion of the convertible bonds held by Poly Platinum Enterprise Limited. Poly Platinum Enterprise Limited is wholly owned by Greater Bay Area Homeland Development Fund LP, which is managed by Greater Bay Area Development Fund Management Limited. Greater Bay Area Homeland Development Fund (GP) Limited is the general partner of Greater Bay Area Homeland Development Fund LP. Greater Bay Area Homeland Development Fund (GP) Limited is in turn wholly owned by Greater Bay Area Homeland Investments Limited as at December 31, 2020. Under the SFO, Greater Bay Area Homeland Development Fund (GP) Limited and Greater Bay Area Homeland Investments Limited are deemed to be interested in the Shares held by Poly Platinum Enterprise Limited.

By order of the Board  
**Vobile Group Limited**  
**Yangbin Bernard WANG**  
*Chairman*

Hong Kong, 28 May 2021

*As at the date of this announcement, the Board 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.*