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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)

**(1) POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING
HELD ON 13 JULY 2021; AND
(2) SHARE SUBDIVISION**

Reference is made to the circular of Vobile Group Limited (“**Company**”) dated 23 June 2021 (the “**Circular**”) and the notice of the extraordinary general meeting (the “**EGM**”) of the Company dated 23 June 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 13 July 2021, the proposed resolution as set out in the Notice of the EGM (the “**Resolution**”) was duly passed by the Shareholders by way of poll.

The poll results in respect of the Resolution are set out as follows:

Ordinary Resolution		Number of Votes (approximate %)	
		For	Against
1.	To approve the subdivision of the existing issued and unissued shares of US\$0.0001 each in the share capital into four (4) subdivided shares of US\$0.000025 each (each a “Subdivided Share”) so that the authorised share capital of the Company will be US\$800,000 divided into 32,000,000,000 Subdivided Shares of US\$0.000025 each immediately following the share subdivision being effective and such Subdivided Share(s) shall rank pari passu with each other in all respects with the shares in issue prior to the share subdivision, and to authorise any director of the Company to sign and execute such documents and do all such acts, deeds and things incidental to any of the foregoing as he considers necessary, desirable or expedient in connection with the implementation of or giving effect to any of the foregoing and the transactions contemplated thereunder.	170,234,409 (100%)	0 (0%)

As more than 50% of the votes were cast in favour of the Resolution, the Resolution was duly passed as ordinary resolution by the Shareholders by way of poll at the EGM.

As at the date of the EGM, the Company had 490,101,556 Shares in issue, being the total number of Shares entitling the Shareholders to attend and vote for or against the Resolution at the EGM. There were no restrictions on any Shareholder to cast votes on the Resolution at the EGM.

There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the Resolution at the EGM as set out in Rule 13.40 of the Listing Rules and no Shareholder was required to abstain from voting on the Resolution 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 the Resolution 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.

SHARE SUBDIVISION BECOMING EFFECTIVE

The Board is also pleased to announce that all the conditions precedent to the Share Subdivision have been fulfilled and the Share Subdivision will become effective on Thursday, 15 July 2021. Dealings in the Subdivided Shares will commence at 9:00 a.m. on Thursday, 15 July 2021. Please refer to the Circular for further details of the timetable on the trading arrangements and exchange for new share certificates in connection with the Share Subdivision. Shareholders should note that upon the Share Subdivision becoming effective, the color of the share certificates of the Company will be changed from blue to orange.

Adjustments to Share Options and the Convertible Bonds

As at the date of this announcement, there were 45,527,000 outstanding options granted under the Company's share option schemes adopted on 30 December 2016 and 8 December 2017 to subscribe for an aggregate of 45,527,000 Shares. Upon the Share Subdivision becoming effective, pro-rata adjustments will be made to the exercise prices and the number of outstanding share options. The Company's auditor has issued a confirmation letter to the Company with respect to the calculations of the adjustments that have been made to the exercise price of the Share Options and the number of Shares that are subject to the outstanding Share Options as a result of the Share Subdivision.

As at the date of this announcement, there are outstanding Series One Convertible Bonds with a principal amount of HK\$80,000,000 with an initial conversion price of HK\$2.58 per Share which may convert into 31,007,751 new Shares and outstanding Series Two Convertibles Bonds with a principal amount of HK\$20,000,000 with an initial conversion price of HK\$2.80 per Share which may convert into 7,142,857 new Shares issued on 14 July 2020. As a result of the Share Subdivision, the conversion price of Series One Convertible Bonds will be adjusted from HK\$2.58 to HK\$0.645 per Share, which the maximum number of new Shares to be converted from Series One Convertible Bonds will be adjusted from 31,007,751 new Shares to 124,031,004 new Shares and the conversion price of Series Two Convertible Bonds will be adjusted from HK\$2.80 to HK\$0.70 per Share, which the maximum number of new Shares to be converted from Series Two Convertible Bonds will be adjusted from 7,142,857 new Shares to 28,571,428 new Shares.

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

Hong Kong, 14 July 2021

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