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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 2022 ANNUAL GENERAL MEETING HELD ON 30 JUNE 2022 AND (2) CHANGE OF DIRECTORS AND COMPOSITION OF THE BOARD COMMITTEES

(1) POLL RESULTS OF THE 2022 ANNUAL GENERAL MEETING HELD ON 30 JUNE 2022

The board of directors (the “**Board**”) of Vobile Group Limited (the “**Company**”) announces that at the 2022 annual general meeting of the Company held on 30 June 2022 (the “**AGM**”), all proposed resolutions (collectively, the “**Resolutions**”) as set out in the circular (the “**Circular**”) and the notice of the AGM dated 30 May 2022 were duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll.

The poll results in respect of all the Resolutions proposed at the AGM are set out as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and the independent auditor of the Company for the year ended 31 December 2021.	896,769,709 (99.91%)	844,000 (0.09%)
2a.	To re-elect Mr. WONG Wai Kwan as a non-executive director.	890,305,292 (95.11%)	45,760,417 (4.89%)
2b.	To re-elect Mr. Charles Eric EESLEY as an Independent non-executive director.	863,935,437 (96.25%)	33,678,272 (3.75%)
3.	To appoint Mr. Chan Ching Yan Daniel as a non-executive director.	897,094,170 (99.94%)	519,539 (0.06%)
4.	To authorize the board of directors of the Company to fix the directors’ remuneration.	897,613,709 (100%)	0 (0%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
5.	To re-appoint Ernst & Young as auditors of the Company and to authorize the board of directors of the Company to fix their remuneration.	896,947,888 (99.93%)	665,821 (0.07%)
6.	To give a general mandate to the directors of the Company to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company as at the date of passing of this resolution.	897,557,709 (99.99%)	56,000 (0.01%)
7.	To give a general mandate to the directors of the Company to issue, allot and deal with unissued shares of the Company not exceeding 20% of the total number of issued shares of the Company as at the date of passing of this resolution.	840,328,102 (93.62%)	57,285,607 (6.38%)
8.	To extend the general mandate granted to the directors of the Company to issue, allot and deal with additional shares in the capital of the Company by the aggregate number of the shares repurchased by the Company.	854,253,384 (95.17%)	43,360,325 (4.83%)

As more than 50% of the votes were cast in favor of each of the above Resolutions, all the Resolutions were duly passed as ordinary resolutions by the Shareholders at the AGM.

As at the date of the AGM, the total number of shares of the Company in issue (the “**Shares**”), being the total number of shares entitling the holders thereof to attend and vote on any of the resolutions proposed at the AGM, was 2,117,596,656 Shares. There were no restrictions on any Shareholders to cast votes on any of the Resolutions proposed at the AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of any of the Resolutions at the AGM 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 at the AGM under the Listing Rules. No persons were indicated in the Circular that they intended to vote against, or to abstain from voting on, any of the Resolutions at the AGM.

All directors of the Company attended the AGM in person or by electronic means.

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

(2) CHANGE OF DIRECTORS AND COMPOSITION OF THE BOARD COMMITTEES

The Board is pleased to announce that Mr. CHAN Ching Yan Daniel has been appointed as a non-executive director and a member of the Nomination Committee of the Company with effect from the conclusion of the AGM held on 30 June 2022. The biographical details of Mr. CHAN Ching

Yan Daniel are set out in the Circular, and remain accurate as at the date of this announcement. Mr. CHAN Ching Yan Daniel has entered into a service contract with the Company for a term of three years commencing from the conclusion of the AGM.

The remuneration of Mr. CHAN Ching Yan Daniel will be determined with reference to the prevailing market conditions, director's duties and responsibilities and performance and results of the Group. Save as disclosed in this announcement, Mr. CHAN Ching Yan Daniel does not hold any other position with the Company or other members of the Company's group. There are no other matters that need to be brought to the attention of the Shareholders in relation to the appointments of Mr. CHAN Ching Yan Daniel.

Mr. CHAN King Man Kevin has retired as an independent non-executive director of the Company at the AGM and not to offer himself for re-election due to his job obligations and personal commitments. Upon his retirement, Mr. CHAN King Man Kevin ceased to be the chairman of the Nomination Committee and a member of the Remuneration Committee of the Company. Mr. CHAN King Man Kevin has confirmed that he has no disagreement with the Board and that there are no matters relating to his retirement that need to be brought to the attention of the Shareholders.

Following the retirement of Mr. CHAN King Man Kevin and appointment of Mr. CHAN Ching Yan Daniel, the composition of the Board committees are as follows:

Board Committees	Directors
Nomination Committee	Mr. Alfred Tsai CHU (<i>Chairman</i>) Mr. CHAN Ching Yan Daniel Mr. Charles Eric EESLEY Mr. KWAN Ngai Kit Mr. Yangbin Bernard WANG
Remuneration Committee	Mr. Charles Eric EESLEY (<i>Chairman</i>) Mr. Alfred Tsai CHU Mr. J David WARGO Mr. KWAN Ngai Kit Mr. Yangbin Bernard WANG
Audit Committee	Mr. KWAN Ngai Kit (<i>Chairman</i>) Mr. Alfred Tsai CHU Mr. Charles Eric EESLEY Mr. J David WARGO Mr. WONG Wai Kwan

The Board would like to express its warm welcome to Mr. CHAN Ching Yan Daniel for joining the Board.

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

Hong Kong, 30 June 2022

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. CHAN Ching Yan Daniel, J David WARGO and Mr. WONG Wai Kwan as non-executive directors; and Mr. Alfred Tsai CHU, Mr. Charles Eric EESLEY and Mr. KWAN Ngai Kit as independent non-executive directors.