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Weimob 微盟

WEIMOB INC.

微盟集團*

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 2013)

COMPLETION OF PLACING OF NEW SHARES UNDER THE GENERAL MANDATE

Overall Coordinators and Placing Agents

CREDIT SUISSE 
Credit Suisse (Hong Kong) Limited
(in alphabetical order)

Morgan Stanley
Morgan Stanley Asia Limited
(in alphabetical order)

The Board is pleased to announce that all the Conditions under the Placing Agreement have been satisfied and that the completion of the Placing took place on 13 January 2023. An aggregate of 248,000,000 Placing Shares, representing approximately 8.9% of the issued share capital of the Company as at the date of this announcement as enlarged by the allotment and issuance of the Placing Shares, were successfully placed to not less than six placees at the Placing Price of HK\$6.41 per Placing Share pursuant to the terms of the Placing Agreement.

Reference is made to the announcement of the Company dated 6 January 2023 (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

The Company is pleased to announce that all the Conditions under the Placing Agreement have been satisfied and that the completion of the Placing took place on 13 January 2023.

On 13 January 2023, a total of 248,000,000 Placing Shares, representing approximately 8.9% of the issued share capital of the Company as at the date of this announcement as enlarged by the allotment and issuance of the Placing Shares⁽¹⁾, were successfully placed at the Placing Price of HK\$6.41 per Placing Share to not less than six professional investors who, to the best of the knowledge, information and belief of the Directors, having made all reasonable enquiries, together with their respective ultimate beneficial owners, are Independent Third Parties. None of the places and their ultimate beneficial owners became a substantial shareholder (as defined under the Listing Rules) of the Company as a result of the Placing.

The net proceeds to the Company from the Placing are approximately HK\$1,568.7 million. The Company intends to apply the net proceeds for improving the Group's comprehensive research and development capabilities, upgrading the Group's marketing system, supplementing working capital, and general corporate purposes.

Note:

- (1) The issued share capital of the Company as at the date of this announcement as enlarged by the allotment and issuance of the Placing Shares does not include the Shares which were repurchased in October 2022 and cancelled on 6 January 2023 (the "Repurchased Shares"). For further details, please refer to the Company's announcement dated 29 September 2022.

EFFECT OF THE PLACING ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

The table below sets out the shareholding structure of the Company immediately before and after the completion of the Placing:

Shareholder	Immediately before the completion of the Placing		Immediately after the completion of the Placing	
	<i>Number of Shares</i>	<i>% of issued ordinary share capital of the Company (excluding the Repurchased Shares⁽⁵⁾)</i>	<i>Number of Shares</i>	<i>% of issued ordinary share capital of the Company (excluding the Repurchased Shares⁽⁵⁾)</i>
Shares held by Substantial Shareholders Group⁽¹⁾				
Yomi.sun Holding Limited ⁽²⁾	321,145,000	12.7%	321,145,000	11.6%
Jeff.Fang Holding Limited ⁽³⁾	18,220,000	0.7%	18,220,000	0.7%
Alter.You Holding Limited ⁽⁴⁾	67,015,000	2.6%	67,015,000	2.4%
Sub-total:	406,380,000	16.0%	406,380,000	14.6%
Places ⁽⁶⁾	–	–	248,000,000	8.9%
Other Shareholders	2,126,088,490	84.0%	2,126,088,490	76.5%
Sub-total:	2,126,088,490	84.0%	2,374,088,490	85.4%
Total	2,532,468,490	100.0%	2,780,468,490	100.0%

Notes:

- (1) Mr. Sun Taoyong, Mr. Fang Tongshu and Mr. You Fengchun, are parties acting in concert (having the meaning ascribed thereto in the Hong Kong Code on Takeovers and Mergers) and form the Substantial Shareholders Group. As such, each of Mr. Sun Taoyong, Mr. Fang Tongshu and Mr. You Fengchun is deemed to be interested in the Shares held by other members of the Substantial Shareholders Group.
- (2) Yomi.sun Holding Limited is a company incorporated in the British Virgin Islands, and is wholly-owned by Youmi Investment Limited. Youmi Investment Limited is beneficially owned by the Youmi Trust, which was established by Mr. SUN Taoyong as the settlor, appointor and investment manager. Cantrust (Far East) Limited is the trustee of the Youmi Trust, and Mr. SUN Taoyong and his family members are the beneficiaries of the Youmi Trust. Mr. SUN Taoyong is also a director of the Yomi.sun Holding Limited. As such, each of Mr. SUN Taoyong, Cantrust (Far East) Limited and Youmi Investment Limited is deemed to be interested in the Shares held by Yomi.sun Holding Limited.
- (3) Jeff.Fang Holding Limited is wholly-owned by Mr. Fang Tongshu who is an executive Director.
- (4) Alter.You Holding Limited is wholly-owned by Fount Investment Limited. Fount Investment Limited is beneficially owned by the Fount Trust, which was established by Mr. You Fengchun as the settlor, appointor and investment manager. Infiniti Trust (Asia) Limited is the trustee of the Fount Trust, and Mr. You Fengchun and his family members are the beneficiaries of the Fount Trust. Mr. You Fengchun is also a director of Alter.You Holding Limited. As such, each of Mr. You Fengchun, Infiniti Trust (Asia) Limited and Fount Investment Limited is deemed to be interested in the Shares held by Alter.You Holding Limited. Mr. You Fengchun is an executive Director.
- (5) The Company repurchased a total of 16,860,000 Shares in October 2022. All of such Shares were cancelled on 6 January 2023. For further details, please refer to the Company's announcement dated 29 September 2022.
- (6) By resolutions of the Shareholders passed at the annual general meeting of the Company held on 29 June 2022, the Company granted the general mandate to the Directors to allot and issue up to 253,367,749 Shares, representing 10% of the total number of Shares of the Company in issue as at 29 June 2022. The allotment and issue of the Placing Shares fall within the limit of the general mandate.

By Order of the Board
Weimob Inc.
SUN Taoyong
Chairman of the Board and Chief Executive Officer

Shanghai, the PRC
13 January 2023

As at the date of this announcement, the Board comprises Mr. SUN Taoyong, Mr. FANG Tongshu, Mr. YOU Fengchun and Mr. HUANG Junwei as executive Directors; and Mr. SUN Mingchun, Mr. LI Xufu and Mr. TANG Wei as independent non-executive Directors.

* *For identification purposes only*