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**WEIMOB INC.**

**微盟集團\***

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 2013)**

## **GRANT OF AWARDS AND ISSUE OF NEW SHARES UNDER THE 2020 RSU SCHEME**

References were made to the announcement and the circular of the Company dated May 25, 2020 and May 28, 2020 respectively in relation to the adoption of the 2020 RSU Scheme, in which a summary of the principal terms of the 2020 RSU Scheme was set out.

The Board is pleased to announce that on April 4, 2023, it approved the Grant of Awards in respect of an aggregate of 21,576,500 underlying Shares to 719 grantees under the 2020 RSU Scheme, which is subject to acceptance by the grantees. All of the 719 grantees are employees of the Company. The Grant of Awards shall be satisfied by (i) the issue and allotment of 14,126,500 new Shares to the Trustee pursuant to the RSU Scheme Annual Mandate and in accordance with the terms of the 2020 RSU Scheme; and (ii) the Returned Shares of 7,450,000 Shares underlying the 2020 RSU Scheme. The new Shares to be issued and allotted by the Company to the Trustee represent approximately 0.508% of the total number of Shares in issue as at the date of this announcement and approximately 0.505% of the total number of Shares in issue as enlarged by the issue and allotment of the new Shares (assuming there is no change in the issued share capital of the Company from the date of this announcement up to the issue and allotment date of the new Shares, other than the issue and allotment of the new Shares).

As at the date of this announcement, to the best knowledge, information and belief of the Directors, no grantees involved in the Grant of Awards fall within any category described in Rule 17.06A(2) of the Listing Rules, namely (a) the director, chief executive or substantial shareholder of the Company, or an associate of any of them; (b) a participant with options and awards granted and to be granted exceeding the 1% individual limit as prescribed under Rule 17.03D of the Listing Rules; or (c) a related entity participant or service provider participant with options and awards granted and to be granted in any 12-month period exceeding 0.1% of the relevant class of shares in issue.

### **DATE OF GRANT**

April 4, 2023

### **CONSIDERATION FOR THE GRANT OF AWARDS**

Awards were granted to the grantees for nil consideration. The grantees do not need to pay any consideration to obtain the Shares upon satisfaction of the vesting conditions.

## **MARKET VALUE**

Based on the closing price of HK\$4.61 per Share as quoted on the Stock Exchange as at the date of grant, the market value of 14,126,500 new Shares underlying the Awards granted is HK\$65,123,165.

## **TRUSTEE**

The Trustee is not a connected person under Rule 14A.12 of the Listing Rules. Pursuant to the 2020 RSU Scheme, neither the grantee nor the Trustee may exercise any of the voting rights in respect of any Shares held by the Trustee for the purpose of the 2020 RSU Scheme. Upon the Shares being vested and transferred to the relevant grantee, each grantee shall be entitled to exercise all voting rights in respect of such Shares.

## **VESTING DATES**

Subject to the terms and conditions of the 2020 RSU Scheme and the fulfilment of relevant conditions to the vesting of the Awards, the RSUs granted typically shall vest in the grantees within four years from the date of the Awards.

## **PERFORMANCE TARGETS**

The number of Awards to be vested at every anniversary year shall be based on the grantees' performance rank in the said anniversary year. The performance rank is linked to the performance of the grantees in the said anniversary year as assessed by the Group.

## **CLAWBACK MECHANISM**

Unless otherwise agreed by the Board, if the grantees' employment or service relationship with the Company is terminated for whatever reason, any Awards not vested shall be forfeited with immediate effect.

## **CONDITIONS PRECEDENT**

The allotment and issue of 14,126,500 new Shares underlying the Awards shall be subject to the Listing Committee of the Stock Exchange having granted the approval for the listing of, and permission to deal in such new Shares.

## **RSU SCHEME ANNUAL MANDATE**

Pursuant to the RSU Scheme Annual Mandate, the Company is authorised to allot and issue up to 50,673,549 new Shares to satisfy the Grant of Awards, representing approximately 2% of the total number of the issued Shares as at the date of the 2021 AGM. As at the date of this announcement, none of the Shares has been allotted and issued by the Company under the RSU Scheme Annual Mandate.

## **NUMBER OF SHARES AVAILABLE FOR FUTURE GRANTS**

Subsequent to the Grant of Awards, the number of Shares available for future grant pursuant to the 2020 RSU Scheme is 819,790 Shares.

## **APPLICATION FOR LISTING**

Application will be made by the Company to the Listing Committee of the Stock Exchange for the granting of the approval for the listing of, and permission to deal in, the aggregate of 14,126,500 new Shares.

The 2020 RSU Scheme does not constitute a share scheme pursuant to the new Chapter 17 (effective on January 1, 2023) of the Listing Rules. The Company will comply with the new Chapter 17 of the Listing Rules in accordance with the transitional arrangements for the existing share schemes.

## **REASONS FOR AND BENEFITS OF THE GRANT OF AWARDS**

The Group principally provides enterprises with commercial and marketing digital tools as well as marketing and operation solutions in China, which include providing enterprises with digital commerce subscription solutions of SaaS tools tailored for various industry verticals, such as retail, catering and hotel and travelling. It also provides the digital commercial merchant solutions represented by value-added business, such as targeted marketing services, full-chain digitalized operations and merchandise distribution, through Tencent and other social media platforms to advertise to selected audiences.

The 2020 RSU Scheme forms part of the incentive schemes of the Group. The Board considers the Grant of Awards to the grantees is (i) to recognize and reward the grantees for their contribution to the Group, (ii) to attract best available personnel, and (iii) to provide additional incentives to the grantees to remain with and further promote the success of the Group's business. Furthermore, there will not be any actual cash outflow by the Group under the Grant of Awards to provide incentives to the grantees.

## **DEFINITIONS**

“2020 RSU Scheme”	the restricted share units scheme adopted by the Board on May 25, 2020 and approved by the Shareholders at the annual general meeting of the Company held on June 29, 2020
“2021 AGM”	the annual general meeting of the Company held on June 29, 2022
“Award”	an award of RSUs granted to a participant pursuant to the 2020 RSU Scheme
“Board”	the board of Directors
“Company”	Weimob Inc., a company incorporated in the Cayman Islands with limited liability, the Shares of which are listed on the Main Board of the Stock Exchange
“connected person(s)”	has the meaning ascribed thereto under the Listing Rules
“Director(s)”	the director(s) of the Company
“Grant of Awards”	the grant of awards to the grantees approved by the Board on April 4, 2023 in respect of an aggregate of 21,576,500 underlying Shares to 719 grantees under the 2020 RSU Scheme

“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	the People’s Republic of China excluding, for the purpose of this announcement, Hong Kong, Macau Special Administrative Region of the People’s Republic of China and Taiwan
“Returned Shares”	unvested Shares issued to the Trustee in relation to the RSUs previously granted to grantees who have subsequently resigned
“RSU(s)”	restricted share unit(s) which may be granted under the 2020 RSU Scheme, as applicable
“RSU Scheme Annual Mandate”	the annual mandate of the 2020 RSU Scheme granted by the Shareholders at the 2021 AGM to the Directors to exercise all the powers of the Company to, among others, allot, issue of new Shares up to a maximum of 50,673,549 Shares and otherwise deal with such Shares upon vesting of the RSUs that may be granted under the 2020 RSU Scheme, which is a specific mandate
“Shareholder(s)”	the holder(s) of the Shares
“Share(s)”	ordinary shares of US\$0.0001 each in the share capital of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Tencent”	Tencent Holdings Limited, a limited liability company organized and existing under the laws of the Cayman Islands and the shares of which are listed on the Main Board of the Stock Exchange (stock code: 700) and/or its subsidiaries
“Trustee”	the trustee for the time being of the 2020 RSU Scheme, being Weimob Teamwork (PTC) Limited
“%”	per cent

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

Shanghai, the PRC  
April 4, 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 purpose only