



Monthly Return for Equity Issuer and Hong Kong Depositary Receipts listed under Chapter 19B of the Exchange Listing Rules on Movements in Securities

For the month ended: 31 May 2024

Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: Xiaomi Corporation (A company controlled through weighted voting rights and incorporated in the Cayman Islands with limited liability)

Date Submitted: 06 June 2024

I. Movements in Authorised / Registered Share Capital

1. Class of shares	WVR ordinary shares	Type of shares	B	Listed on SEHK (Note 1)	Yes	
Stock code	01810	Description				
Multi-counter stock code	81810	RMB	Description			
	Number of authorised/registered shares	Par value		Authorised/registered share capital		
Balance at close of preceding month	200,000,000,000	USD	0.0000025	USD	500,000	
Increase / decrease (-)				USD		
Balance at close of the month	200,000,000,000	USD	0.0000025	USD	500,000	

2. Class of shares	WVR ordinary shares	Type of shares	A	Listed on SEHK (Note 1)	No	
Stock code	01810	Description				
	Number of authorised/registered shares	Par value		Authorised/registered share capital		
Balance at close of preceding month	70,000,000,000	USD	0.0000025	USD	175,000	
Increase / decrease (-)				USD		
Balance at close of the month	70,000,000,000	USD	0.0000025	USD	175,000	

Total authorised/registered share capital at the end of the month: USD 675,000

II. Movements in Issued Shares

1. Class of shares	WVR ordinary shares	Type of shares	B	Listed on SEHK (Note 1)	Yes	
Stock code	01810	Description				
Multi-counter stock code	81810	RMB	Description			
Balance at close of preceding month			20,417,728,317			
Increase / decrease (-)			66,861,867			
Balance at close of the month			20,484,590,184			

2. Class of shares	WVR ordinary shares	Type of shares	A	Listed on SEHK (Note 1)	No	
Stock code	01810	Description				
Balance at close of preceding month			4,537,658,844			
Increase / decrease (-)						
Balance at close of the month			4,537,658,844			

III. Details of Movements in Issued Shares

(A). Share Options (under Share Option Schemes of the Issuer)

1. Class of shares issuable		WVR ordinary shares		Type of shares	B	Shares issuable to be listed on SEHK (Note 1)		Yes	
Stock code of shares issuable (if listed on SEHK) (Note 1)				01810					
Multi-counter stock code		81810	RMB	Description					
Particulars of share option scheme		Number of share options outstanding at close of preceding month	Movement during the month		Number of share options outstanding at close of the month	No. of new shares of issuer issued during the month pursuant thereto (A)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month	The total number of securities which may be issued upon exercise of all share options to be granted under the scheme at close of the month	
1).	Pre-IPO employee stock incentive scheme - options	229,585,394	Exercised	-4,514,000	224,921,394	4,514,000	224,921,394		
			Lapsed	-150,000					
General Meeting approval date (if applicable)		05 May 2011							
2).	Post-IPO share option scheme	120,700,000			120,700,000		120,700,000		
General Meeting approval date (if applicable)		17 June 2018							
3).	2023 Share Scheme - Share option							2,178,543,673	
General Meeting approval date (if applicable)		08 June 2023							

Total A (WVR ordinary shares B): 4,514,000

Total funds raised during the month from exercise of options: USD 1,328,933

(B). Warrants to Issue Shares of the Issuer which are to be Listed Not applicable

(C). Convertibles (i.e. Convertible into Issue Shares of the Issuer which are to be Listed)

1. Class of shares issuable	WVR ordinary shares	Type of shares	B	Shares issuable to be listed on SEHK (Note 1)	Yes	
Stock code of shares issuable (if listed on SEHK) (Note 1)	01810					
Multi-counter stock code	81810	RMB	Description			
Description of the Convertibles	Currency	Amount at close of preceding month	Movement during the month	Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto (C)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1). Zero coupon guaranteed convertible bonds due 2027	USD	855,000,000		855,000,000		180,447,244
Type of convertibles	Bond/Notes					
Stock code of the Convertibles (if listed on SEHK) (Note 1)	40511					
Subscription/Conversion price	HKD 36.74					
General Meeting approval date (if applicable)	23 June 2020					

Total C (WVR ordinary shares B): _____

(D). Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be listed, including Options (other than Share Options Schemes)

1. Class of shares issuable	WVR ordinary shares	Type of shares	B	Shares issuable to be listed on SEHK (Note 1)	Yes	
Stock code of shares issuable (if listed on SEHK) (Note 1)	01810					
Multi-counter stock code	81810	RMB	Description			
Description			General Meeting approval date (if applicable)	No. of new shares of issuer issued during the month pursuant thereto (D)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month	
1).	On May 21, 2020, the Company entered into the (i) Zifone Agreement with Zifone and (ii) the Shareholder Vendors Agreement with the Shareholder Vendors, pursuant to which, the Company has conditionally agreed to acquire, and each of Zifone and the Shareholder Vendors has conditionally agreed to sell, the Sale Shares, at a total Consideration of US\$102.84 million, which shall be satisfied (i) as to approximately US\$25.78 million in cash; and (ii) as to approximately US\$77.06 million by the allotment and issue of 54,379,044 Consideration Shares, credited as					5,304,615

<p>fully paid, by the Company. Capitalized terms used therein shall have the same meanings as those defined in the announcement dated May 21, 2020 of the Company. For further details, please refer to the said announcement.</p> <p>On June 16, 2020, the Company issued 27,293,842 Consideration Shares. On June 2, 2021, the Company issued 9,420,206 Consideration Shares. On June 2, 2022, the Company issued 5,888,332 Consideration Shares. On December 23, 2022, the Company issued 1,167,434 Consideration Shares. On June 2, 2023, the Company issued 5,304,615 Consideration Shares.</p>			
<p>2). On August 25, 2021, the Company entered into the Ordinary Share Purchase Agreement with the relevant Parties, pursuant to which, the Company conditionally agreed to acquire, and each of the Ordinary Shareholder Vendors has conditionally agreed to sell, 125,494,231 ordinary shares, representing 71.16% of the entire issued share capital of the Target Company after Closing. The Target Company also undertakes to cancel all options granted but unexercised under the ESOP before Closing. The total Consideration under the Ordinary Share Purchase Agreement is approximately US\$62.47 million, which shall be satisfied (i) as to approximately US\$9.50 million in cash; and (ii) as to approximately US\$52.97 million by the allotment and issue of Consideration Shares, credited as fully paid, by the Company in four equal tranches of where the number of shares in each tranche is determined by reference to the average closing price of the Shares as quoted on the Stock Exchange for the last ten consecutive trading days prior to the fifth day before their Delivery. While there is no cap on the maximum number of Consideration Shares to be issued, using the issue price of HK\$25.25 per Share (being the closing price per Share as quoted on the Stock Exchange for the trading day immediately prior to the date of the relevant announcement) for reference, the total number of Consideration Shares to be issued would be 16,343,252 Shares.</p> <p>Capitalized terms used therein shall have the same meanings as those defined in the announcement dated August 25, 2021 of the Company. For further details, please refer to the said announcement.</p> <p>On September 28, 2022, the Company issued 8,975,132 Consideration Shares, representing the first of the four tranches of Consideration Shares to be issued, for which listing approval is in the process of being obtained.</p> <p>On October 10, 2022, the Company cancelled 8,975,132 Consideration Shares, issued on September 28, 2022.</p> <p>On November 21, 2022, the Company issued 8,975,132 Consideration Shares, representing the first of the four tranches of Consideration Shares to be issued.</p> <p>On November 13, 2023, the Company issued 8,812,078 Consideration Shares, representing the second of the four tranches of Consideration Shares to be issued.</p>			

Total D (WVR ordinary shares B): _____

(E). Other Movements in Issued Share

1. Class of shares issuable (Note 5 and 6)	WVR ordinary shares	Type of shares	B	Shares issuable to be listed on SEHK (Note 1, 5 and 6)	Yes	
Stock code of shares issuable (if listed on SEHK) (Note 1, 5 and 6)	01810					
Multi-counter stock code	81810	RMB	Description			
Type of Issue	At price (if applicable)		Issue and allotment date (Note 5 and 6)	General Meeting approval date (if applicable)	No. of new shares of issuer issued during the month pursuant thereto (E)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
	Currency	Amount				
1). Share award scheme					36,902,679	467,904,951
2). Repurchase of shares				08 June 2023		-30,634,400
3). Other (Please specify)				08 June 2023	25,445,188	322,590,510
2023 Share Scheme						

Total E (WVR ordinary shares B): _____ 62,347,867

Total increase / decrease (-) in WVR ordinary shares B during the month (i.e. Total of A to E) _____ 66,861,867

IV. Information about Hong Kong Depositary Receipt (HDR) Not applicable

V. Confirmations

We hereby confirm to the best knowledge, information and belief that, in relation to each of the securities issued by the issuer during the month as set out in Part III and IV which has not been previously disclosed in a return published under Main Board Rule 13.25A / GEM Rule 17.27A, it has been duly authorised by the board of directors of the listed issuer and, insofar as applicable:

(Note 2)

- (i) all money due to the listed issuer in respect of the issue of securities has been received by it;
- (ii) all pre-conditions for listing imposed by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited under "Qualifications of listing" have been fulfilled;
- (iii) all (if any) conditions contained in the formal letter granting listing of and permission to deal in the securities have been fulfilled;
- (iv) all the securities of each class are in all respects identical (Note 3);
- (v) all documents required by the Companies (Winding Up and Miscellaneous Provisions) Ordinance to be filed with the Registrar of Companies have been duly filed and that compliance has been made with other legal requirements;
- (vi) all the definitive documents of title have been delivered/are ready to be delivered/are being prepared and will be delivered in accordance with the terms of issue;
- (vii) completion has taken place of the purchase by the issuer of all property shown in the listing document to have been purchased or agreed to be purchased by it and the purchase consideration for all such property has been duly satisfied; and
- (viii) the trust deed/deed poll relating to the debenture, loan stock, notes or bonds has been completed and executed, and particulars thereof, if so required by law, have been filed with the Registrar of Companies.

Submitted by: Alain Lam

Title: Chief Financial Officer

(Director, Secretary or other Duly Authorised Officer)

Notes

1. SEHK refers to Stock Exchange of Hong Kong.
2. Items (i) to (viii) are suggested forms of confirmation which may be amended to meet individual cases. Where the issuer has already made the relevant confirmations in a return published under Main Board Rule 13.25A / GEM Rule 17.27A in relation to the securities issued, no further confirmation is required to be made in this return.

3. "Identical" means in this context:
 - . the securities are of the same nominal value with the same amount called up or paid up;
 - . they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and
 - . they carry the same rights as to unrestricted transfer, attendance and voting at meetings and rank pari passu in all other respects.
4. If there is insufficient space, please submit additional document.
5. In the context of repurchase of shares:
 - . "shares issuable to be listed on SEHK" should be construed as "shares repurchased listed on SEHK"; and
 - . "stock code of shares issuable (if listed on SEHK)" should be construed as "stock code of shares repurchased (if listed on SEHK)"; and
 - . "class of shares issuable" should be construed as "class of shares repurchased"; and
 - . "issue and allotment date" should be construed as "cancellation date"
6. In the context of redemption of shares:
 - . "shares issuable to be listed on SEHK" should be construed as "shares redeemed listed on SEHK"; and
 - . "stock code of shares issuable (if listed on SEHK)" should be construed as "stock code of shares redeemed (if listed on SEHK)"; and
 - . "class of shares issuable" should be construed as "class of shares redeemed"; and
 - . "issue and allotment date" should be construed as "redemption date"