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Mobile Internet (China) Holdings Limited

移動互聯(中國)控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1439)

SUPPLEMENTAL ANNOUNCEMENT POLL RESULTS OF THE ANNUAL GENERAL MEETING

Reference is made to the announcement (the “**Announcement**”) of Mobile Internet (China) Holdings Limited (the “**Company**”) dated 30 June 2021 in relation to: (1) poll results of the annual general meeting held on 30 June 2021; and (2) appointment of new directors. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

As disclosed in the Announcement, the resolution numbered 2(ii) regarding the authorization to the Board to fix the Directors’ remuneration was not passed at the AGM.

Remuneration of Mr. Fang Zhi Xiang, Mr. Wu Yu Kun and other Directors

The Company has received legal advice that pursuant to Article 93 of the Company’s Articles of Association, the remuneration of the Board as a whole may from time to time be determined by the Shareholders of the Company. Following such determination, the Board is entitled to decide how the overall pool of remuneration available to the Board should be divided amongst them. Such allocation of the remuneration pool by the Board does not require further approval by the Shareholders.

The Company has received legal advice that notwithstanding the Shareholders resolutions authorizing the Board to fix the Directors’ remuneration not having been passed at the AGM and the Company’s annual general meeting held on 28 August 2020 (the “**2020 AGM**”), the pool of remuneration available to Directors as had last been approved at the Company’s annual general meeting held on 31 May 2019 (the “**2019 AGM**”) still stands until it is revoked and/or superseded by a new resolution to that effect. For the avoidance of doubt, voting down resolution numbered 2(ii) at the AGM does not result in revocation of the pool of remuneration previously approved at the 2019 AGM. To the extent the Board does not attempt to enlarge the pool of remuneration previously approved at the 2019 AGM and that still stands, the Board may decide how to allocate the aggregate remuneration last approved to individual Directors.

Mr. Fang Zhi Xiang (“**Mr. Fang**”) and Mr. Wu Yu Kun (“**Mr. Wu**”), each an independent non-executive director (“**INED**”) of the Company and had been re-elected at the AGM, were first appointed as the INEDs on 30 April 2021, each of them is entitled to a fixed director’s fee of RMB60,000 per annum under the appointment letters.

The aggregate remuneration of the Board last approved on the authority of the resolutions passed at the 2019 AGM was HK\$8,750,000. The Board has decided to allocate this sum amongst the Directors as follows:

Director	Annual remuneration (HK\$)		
	As at 2019	As at 2020	As at
	AGM dated	AGM dated	As at
	31/05/2019	28/08/2020	30/04/2021
Chen Hong Cai	2,400,000	2,400,000	2,400,000
Sun Shao Hua	3,600,000	3,600,000	3,600,000
Zheng Li Fang	2,400,000	2,400,000	(Resigned)
Liu Da Jin	100,000	100,000	(Resigned)
Ma Yiu Ho, Peter	150,000	150,000	(Retired)
Wu Ping	100,000	100,000	100,000
Fang Zhi Xiang	—	—	71,988
Wu Yu Kun	—	—	71,988
Aggregate remuneration of the Board	8,750,000	8,750,000	6,243,976

For the above reasons, the Company has complied with the Article of Association and the shareholders’ resolutions passed on 28 August 2020 and 30 June 2021, specifically, in relation to the resolution regarding authorization to the Board to fix the Directors’ remuneration including that of Mr. Fang and Mr. Wu.

Remuneration of Mr. Wang Yun Fang and Mr. Wang Chen Guang

Mr. Wang Yun Fang and Mr. Wang Chen Guang have agreed with the Company not to receive any remuneration for acting as the Company’s executive director and INED respectively.

By order of the Board
Mobile Internet (China) Holdings Limited
Chen Hong Cai
Chairman

Hong Kong, 12 August 2021

As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Chen Hong Cai (Chairman), Mr. Sun Shao Hua and Mr. Wang Yun Fang, and four independent non-executive Directors, namely Mr. Wu Ping, Mr. Fang Zhi Xiang, Mr. Wu Yu Kun and Mr. Wang Chen Guang.