

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*

## **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)**

### **MEMORANDUM OF UNDERSTANDING IN RELATION TO A PROPOSED ACQUISITION**

This announcement is made by Mobile Internet (China) Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) of The Stock Exchange of Hong Kong Limited and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

#### **MEMORANDUM OF UNDERSTANDING**

The Board of Directors (the “**Board**”) of the Company wishes to inform shareholders and potential investors of the Company that on 16 March 2018 (after trading hours), the Company entered into a Memorandum of Understanding (the “**MOU**”) with Sichuan Yi Tong Hai Pu Technology Limited\* (四川易通海普科技有限公司) (the “**Vendor**”) pursuant to which the Company intends to acquire and the Vendor intends to sell a significant portion of the entire issued share capital (the “**Sale Shares**”) of Sichuan Yi Tong Tian Xia Technology Limited\* (四川易通天下科技有限公司) (the “**Target Company**”) which provides statistical service that aggregates medical data from diagnosis, consultation, clinic and remote treatment in the PRC (the “**Proposed Acquisition**”). Save for the clause on confidentiality, the MOU was not legally binding on the parties thereto. The parties will further discuss and agree on the details terms of the Proposed Acquisition in a formal agreement.

To the best of the knowledge, information and belief of the Directors, having made all reasonable enquiries, the Vendor and its ultimate beneficial owner(s) are third parties independent of the Company and its connected persons (as defined in the Listing Rules). None of the Directors or controlling shareholders (as defined in the Listing Rules) of the Company has any interest, directly or indirectly, in the Proposed Acquisition. In the event that the Proposed Acquisition proceeds, the Company will comply with the relevant requirements of the Listing Rules as and when appropriate.

\* *Unofficial transliteration from Chinese name for identification purposes only.*

Pursuant to the MOU, the parties shall negotiate and agree on the terms of the proposed transaction (such as the exact number of the Sale Shares, the consideration, mode of payment, profit guarantee) during a period of 3 months from the date of the MOU (the “**Exclusivity Period**”).

During the Exclusivity Period, the Vendor agrees not to sell the Sale Shares or any portion thereof to any third party, negotiate or engage in discussion in any form regarding the sale of the Sale Shares or any portion thereof or provide any information regarding the Target Company to any third party who may be interested in purchasing the Sale Shares or any portion thereof.

## **INFORMATION ON TARGET COMPANY**

The Target Company is a company established in the PRC with limited liability and is principally engaged in provision of internet health care information services in the PRC. Its service include provision of real-time analysis of medical big data, remote consultation and monitoring, clinical data statistics, comprehensive support for record review, remote real-time ultrasound guidance, App files management and consultation, collaboration support of outpatient and on-site consultation, cases review by screen interoperation and other aspects of internet data services.

## **GENERAL**

The Board wishes to emphasize that the MOU is non-legally binding save for the provisions for confidentiality, exclusivity and jurisdiction and is subject to entering into the formal agreement(s). As such, the Proposed Acquisition may or may not proceed.

**If the Proposed Acquisition materializes, it may constitute a notifiable transaction on the part of the Company pursuant to the Listing Rules. Shareholders and potential investors of the Company are urged to exercise caution when dealing in the shares of the Company. Further announcement in respect of the Proposed Acquisition will be made by the Company as and when appropriate in compliance with the Listing Rules.**

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

Jiangxi Province, the PRC, 16 March 2018

*As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Chen Hong Cai (Chairman), Mr. Sun Shao Hua and Ms. Zheng Li Fang, and three independent non-executive Directors, namely Mr. Liu Da Jin, Mr. Ma Yiu Ho, Peter and Mr. Wu Ping.*