

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.



*(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 2038)*

GRANT OF SHARES PURSUANT TO SHARE SCHEME

This announcement is made by FIH Mobile Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rules 17.06A, 17.06B and 17.06C of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The Company hereby announces that on 15 May 2025, the Company granted a total of 7,001,902 award shares in the Company (“**Award Shares**”), pursuant to the share scheme adopted by the Company’s shareholders on 19 May 2023 and amended by the board of directors (the “**Board**”) on 7 March 2025 (the “**Share Scheme**”), to the grantees (each a “**Grantee**”, collectively the “**Grantees**”) set out below, each being an executive director of the Company.

In light of the amendments to the Listing Rules which have come into effect on 11 June 2024, the Board had passed a resolution to amend the rules relating to the Share Scheme. The amendments allow the use of the shares in the Company (the “**Shares**” and each a “**Share**”), each with a par value of US\$0.04, repurchased and held by the Company in treasury (as authorised by the laws of the Cayman Islands and the articles of association of the Company) (“**Treasury Shares**”), to satisfy the awards granted under the Share Scheme from time to time. Such amendments to the rules relating to the Share Scheme are not of a material nature and are therefore not subject to shareholders’ approval under Rule 17.03(18) of the Listing Rules.

Details of the grant of the Award Shares are set out below:

Date of grant : 15 May 2025

Number of Award Shares : 7,001,902 Shares in total
granted

Purchase price of the Award : Nil
Shares

Closing market price of the : HK\$0.85 per Share
Shares on the date of grant

Vesting period	:	The vesting period for the Award Shares shall be 12 months from the date of grant. The Award Shares granted shall be vested on 15 May 2026.
Performance target(s)	:	The vesting of the Award Shares is subject to the fulfilment of the performance targets and other requirements specified in the grant letter to be entered into between the Company and the relevant Grantee. The performance targets are related to (i) financial parameters of the Group (such as profits after tax of the Group); and (ii) individual performance indicators relevant to the Grantee's roles and responsibilities. Vesting is subject to continued service of the relevant Grantees.
Clawback mechanism	:	The Award Shares are subject to clawback under any one or more of the special circumstances specified by the Board from time to time as clawback triggering event(s), including but not limited to where there has been a material misstatement or omission in the financial statements of the Company or any of its subsidiaries involving such Grantee, or if such Grantee has engaged in serious negligence, fraud or misconduct.
		In relation to any of such special circumstance(s)/ clawback triggering event(s), the Board may consider the report(s) from the Company's human resources department on the background and details underlying such special circumstance(s)/clawback triggering event(s) and related findings of investigations, and may then determine any clawback action to be taken in respect of any incentive monies made and to be made and/or any Award Shares granted and to be granted to any grantee within a period of three years immediately preceding the date on which the Board determines such action.
Financial assistance	:	Not applicable. For the avoidance of doubt, given that the Award Shares have been granted to the Grantees free of consideration, there are no arrangements for the Group to provide any financial assistance to the Grantees to facilitate the acceptance/purchase of the Award Shares under the Share Scheme.

Details of the Grantees and their respective Award Shares are as follows:

Name of the Grantee	Position(s) held in the Company	Number of Award Shares granted
CHIH Yu Yang	Chairman of the Board and executive director	3,670,931
LIN Chia-Yi (also known as Charles LIN)	Chief Executive Officer and executive director	3,330,971

The grant of the above Award Shares to Mr. CHIH Yu Yang and Mr. LIN Chia-Yi has been approved by the independent non-executive directors of the Company in compliance with Rule 17.04(1) of the Listing Rules and the terms of the Share Scheme. The grant of Award Shares would not result in the Shares issued and to be issued in respect of all awards granted to the relevant Grantee in the 12-month period up to and including the date of the current grant representing in aggregate over 0.1% of the Shares (excluding Treasury Shares). As such, none of the Award Shares granted is required to be approved by the shareholders of the Company pursuant to Rule 17.04(2) of the Listing Rules.

For the avoidance of doubt, as at the date of this announcement, none of the Grantees is a substantial shareholder (as defined in the Listing Rules) of the Company.

REASONS FOR AND BENEFITS OF THE GRANT OF AWARD SHARES

The grant of the Award Shares aims to align the interests of the Grantees with those of the Group through ownership of Shares and incentivize the Grantees to remain with the Group, and to motivate and encourage them to make contributions to the long-term growth and success of the Group.

NUMBER OF SHARES AVAILABLE FOR FUTURE GRANT

The grant of Award Shares will be satisfied by transfer of Treasury Shares. As at the date of this announcement and following the grant of the Award Shares, the number of Shares available for future grant under the scheme mandate limit of the Share Scheme and any other share scheme(s) of the Company is 784,698,098 Shares.

By Order of the Board
CHIH Yu Yang
Chairman of the Board

Hong Kong, 15 May 2025

As at the date of this announcement, the Board comprises three executive directors, namely Mr. CHIH Yu Yang, Mr. LIN Chia-Yi (also known as Charles LIN) and Dr. KUO Wen-Yi; one non-executive director, namely Mr. CHANG Chuan-Wang; and three independent non-executive directors, namely Mr. LAU Siu Ki, Ms. CHEN Shu Chuan (also known as Nadia CHEN) and Mr. CHIU Yen-Tsen (also known as CHIU Yen-Chen, Dennis).