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FIH Mobile Limited

富智康集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2038)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting of the shareholders of FIH Mobile Limited (the “**Company**”) will be held at Kowloon Room I, Mezzanine Level, Kowloon Shangri-La Hotel, 64 Mody Road, Tsimshatsui East, Hong Kong on Thursday, 25 May 2017 at 11:00 a.m., or immediately after the conclusion of the 2017 annual general meeting of the Company to be held at the same venue and on the same day, for the purpose of considering and, if thought fit, passing (with or without modifications) the following ordinary resolution:

ORDINARY RESOLUTION

“**THAT**

- (a) the transactions contemplated under the framework product sales agreement entered into among the Company, 鴻海精密工業股份有限公司 (Hon Hai Precision Industry Co. Ltd. for identification purposes only) (“**Hon Hai**”) and Innolux Corporation (an associate of Hon Hai formerly known as Innolux Display Corporation and then Chimei Innolux Corporation) on 18 January 2005 (as amended by the respective supplemental agreements dated 28 February 2006, 24 October 2007, 19 November 2010, 17 October 2013 and 11 August 2016) (the “**Product Sales Transaction**”) for a term up to 31 December 2019 and the Company’s entering into and implementation thereof from time to time thereunder and the latest terms governing the same be and are hereby approved in all respects;
- (b) the proposed annual caps as set out in the circular of the Company dated 8 May 2017 in respect of the Product Sales Transaction for the three years ending 31 December 2019 be and is hereby approved in all respects; and
- (c) any one director of the Company, or any two directors of the Company if affixation of the Company’s common seal is necessary, be and is/are hereby authorised for and on behalf of the Company to execute and deliver (and affix the Company’s common seal to, if necessary) all such documents, instruments or agreements and to do all such other acts or things which he/they may in his/their absolute discretion consider necessary or desirable in connection with or incidental to any of the matters contemplated under the Product Sales Transaction for a term up to 31 December 2019 and/or the said annual caps.”

By Order of the Board
CHIH Yu Yang
Acting Chairman

Hong Kong, 8 May 2017

Registered Office:
P.O. Box 31119
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Hibiscus Way
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Grand Cayman
KY1-1205 Cayman Islands

Head Office:
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Langfang Economic and
Technological Development Zone
Hebei Province
People's Republic of China

*Principal Place of Business
in Hong Kong:*
8th Floor, Peninsula Tower
538 Castle Peak Road
Cheung Sha Wan
Kowloon
Hong Kong

Notes:

- (a) As set out in the notice of annual general meeting of the Company dated 13 April 2017, the register of members of the Company will be closed from Friday, 19 May 2017 to Thursday, 25 May 2017, both dates inclusive, during which period no transfer of shares of the Company (“**Shares**”) will be registered. In order to be entitled to attend and vote at the extraordinary general meeting, all transfers of Shares accompanied by the relevant share certificates and properly completed and signed transfer forms must be lodged with the branch share registrar of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited, at Rooms 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong for registration no later than 4:30 p.m. on Thursday, 18 May 2017.
- (b) Any member entitled to attend and vote at the meeting convened by the above notice is entitled to appoint one or more proxies to attend and vote in his stead. A proxy need not be a member of the Company. If more than one proxy is appointed, the appointment shall specify the number of Shares in respect of which each such proxy is appointed.
- (c) Form of proxy together with the power of attorney or other authority, if any, under which it is signed, or a notorially certified copy of such power or authority, must be lodged with the branch share registrar of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong, not less than 48 hours before the time appointed for holding of the extraordinary general meeting or any adjourned meeting.
- (d) In accordance with Chapter 14A of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), Hon Hai, the ultimate controlling shareholder of the Company, and its associates (as defined in the Listing Rules) are required to abstain from voting on the above ordinary resolution.
- (e) The ordinary resolution set out above will be determined by way of poll.

As at the date of this notice, the board of directors of the Company comprises four executive directors, namely Mr. CHIH Yu Yang, Mr. WANG Chien Ho, Mr. HUANG Chin Hsien and Dr. LUO Zhongsheng; and four independent non-executive directors, namely Mr. LAU Siu Ki, Mr. CHEN Fung Ming, Mr. TAO Yun Chih and Dr. Daniel Joseph MEHAN.