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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)

**POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 25 MAY 2017;  
DECLARATION AND PAYMENT OF DIVIDENDS;  
AND  
RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The Board is pleased to announce that resolution numbers 1 to 12 as set out in the AGM Notice were duly passed as ordinary resolutions by the Shareholders by way of poll at the AGM held on 25 May 2017.

The Board is also pleased to announce that subsequent to the passing of resolution numbers 2 and 3 by the Shareholders at the AGM, the Dividends (to be rounded up to two decimal places, if necessary) are expected to be paid in cash on Friday, 16 June 2017, and the Dividend warrants will be despatched to the Qualifying Shareholders on the same date.

The Board also announces that Mr. CHEN Fung Ming (“**Mr. Chen**”) retired from office as an independent non-executive Director after the conclusion of the AGM. He also ceased to be a member of each of the audit committee, nomination committee and remuneration committee of the Company with effect from 25 May 2017, following his retirement.

Reference is made to the notice of annual general meeting (the “**AGM Notice**”) of FIH Mobile Limited (the “**Company**”) dated 13 April 2017 and the circular of the Company dated 13 April 2017 (the “**Circular**”). Capitalised terms used in this announcement shall have the same meanings as those defined in the Circular unless stated otherwise.

## POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 25 MAY 2017

The board of directors (the “**Board**”) of the Company is pleased to announce that resolution numbers 1 to 12 as set out in the AGM Notice (collectively, the “**Resolutions**”) were duly passed as ordinary resolutions by the Shareholders by way of poll at the annual general meeting of the Company held on 25 May 2017 (the “**AGM**”). Computershare Hong Kong Investor Services Limited, the Company’s branch share registrar in Hong Kong, was appointed as the scrutineer for the vote-taking at the AGM.

The poll results were as follows:

Ordinary Resolutions		Number of Shares voted		Total number of Shares voted
		For (%)	Against (%)	
1.	To receive and consider the audited consolidated financial statements of the Company and its subsidiaries for the year ended 31 December 2016 together with the reports of the Directors and the independent auditors thereon.	6,039,242,135 (99.999884%)	7,002 (0.000116%)	6,039,249,137
2.	To declare and pay a final dividend of US\$0.00526 per Share of the Company for the year ended 31 December 2016.	6,041,087,135 (99.999950%)	3,002 (0.000050%)	6,041,090,137
3.	To declare and pay a special dividend of US\$0.01252 per Share of the Company for the year ended 31 December 2016.	6,041,087,135 (99.999950%)	3,002 (0.000050%)	6,041,090,137
4.	To re-elect Mr. WANG Chien Ho as Director and authorise the Board to fix his remuneration.	6,015,886,535 (99.582797%)	25,203,602 (0.417203%)	6,041,090,137
5.	To re-elect Mr. HUANG Chin Hsien as Director of the Company and authorise the Board to fix his remuneration	6,017,624,135 (99.611560%)	23,466,002 (0.388440%)	6,041,090,137
6.	To re-elect Dr. LUO Zhongsheng as Director and authorise the Board to fix his remuneration.	6,017,624,135 (99.611560%)	23,466,002 (0.388440%)	6,041,090,137

Ordinary Resolutions		Number of Shares voted		Total number of Shares voted
		For (%)	Against (%)	
7.	To re-elect Mr. TAO Yun Chih as Director and authorise the Board to fix his remuneration.	6,026,187,135 (99.784706%)	13,002,002 (0.215294%)	6,039,189,137
8.	To re-appoint Deloitte Touche Tohmatsu as auditors of the Company and authorise the Board to fix their remuneration.	6,040,303,135 (99.986973%)	787,002 (0.013027%)	6,041,090,137
9.	To grant a general mandate to the Directors to buy-back Shares of the Company in accordance with ordinary resolution number (9) as set out in the AGM Notice.	6,037,604,315 (99.973758%)	1,584,822 (0.026242%)	6,039,189,137
10.	To grant a general mandate to the Directors to allot, issue and deal with additional Shares of the Company in accordance with ordinary resolution number (10) as set out in the AGM Notice.	5,712,290,933 (94.557287%)	328,799,204 (5.442713%)	6,041,090,137
11.	To extend the general mandate granted to the Directors to allot, issue and deal with additional Shares of the Company in accordance with ordinary resolution number (11) as set out in the AGM Notice.	5,710,648,972 (94.530107%)	330,441,165 (5.469893%)	6,041,090,137
12.	To grant a general mandate to the Board (or its duly authorised committee, officer(s) or delegate(s)) to allot, issue and deal with additional Shares of the Company under the Share Scheme in accordance with ordinary resolution number (12) as set out in the AGM Notice.	5,708,765,209 (94.498925%)	332,324,928 (5.501075%)	6,041,090,137

*Note: The full text of resolution numbers 9 to 12 is set out in the AGM Notice.*

As more than 50% of the votes were cast in favour of each of the Resolutions at the AGM, the Resolutions were duly passed as ordinary resolutions.

As at the date of the AGM, the total number of Shares in issue was 7,985,254,691. Any Shareholder who was one of the management members, employees and third party service providers of the Group (other than the Directors or any directors of the Company's subsidiaries who would not be entitled under the Share Scheme to receive grants of Shares through the Subscription), together with their respective associates (as the term is defined under the Listing Rules), were required to abstain from voting on resolution number 12 at the AGM. Having made such enquiry as is reasonable in the circumstances, the Company is given to understand that the total number of Shares held by such Shareholders as at the date of the AGM was 166,678,067. As at the date of the AGM, the total number of Shares entitling the holders to attend and vote on resolution numbers 1 to 11 at the AGM was 7,985,254,691, and the total number of Shares entitling the holders to attend and vote on resolution number 12 at the AGM was 7,818,576,624.

There were no Shares which entitled the Shareholders to attend and vote only against any of the Resolutions at the AGM. There was no Shareholder who was entitled to attend but was required to abstain from voting in favour of any of the Resolutions as set out in Rule 13.40 of the Listing Rules. No persons were indicated in the Circular that they intended to vote against, or to abstain from voting on, any of the Resolutions at the AGM.

## **DECLARATION AND PAYMENT OF DIVIDENDS**

The Board is also pleased to announce that subsequent to the passing of resolution numbers 2 and 3 by the Shareholders at the AGM, the Dividends (to be rounded up to two decimal places, if necessary) are expected to be paid in cash on Friday, 16 June 2017, and the Dividend warrants will be despatched to the Qualifying Shareholders on the same date.

The Dividends will be payable in United States dollars (US\$) save that those Shareholders with a registered address in Hong Kong will receive an equivalent amount in Hong Kong dollars (HK\$) (to be rounded up to two decimal places, if necessary) which will be calculated at the US\$:HK\$ exchange rate of 1:7.788 as quoted to the Company by The Hongkong and Shanghai Banking Corporation Limited at its middle rate of exchange prevailing on the date of the AGM. In relation to the Dividends payable to such Shareholders in Hong Kong dollars, it follows that the Final Dividend of US\$0.00526 per Share will be converted into HK\$0.04096 per Share (to be rounded up to two decimal places, if necessary) and the Special Dividend of US\$0.01252 per Share will be converted into HK\$0.09751 per Share (to be rounded up to two decimal places, if necessary).

The register of members of the Company will be closed from Thursday, 1 June 2017 to Monday, 5 June 2017, both dates inclusive, during which period no transfer of Shares will be registered. In order to become a Qualifying Shareholder, 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 Wednesday, 31 May 2017.

#### **RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

As set out in the Circular, in accordance with article 112 of the articles of association of the Company, Mr. CHEN Fung Ming retired from office by rotation at the AGM and did not offer himself for re-election due to his other business commitments and he retired as an independent non-executive Director after the conclusion of the AGM. He also ceased to be a member of each of the audit committee, nomination committee and remuneration committee of the Company with effect from 25 May 2017, following his retirement.

Mr. Chen has confirmed that he has no disagreement with the Board and there is no other matter relating to his retirement that needs to be brought to the attention of the Shareholders.

The Board would like to express its sincere gratitude and appreciation to Mr. Chen for his valuable contributions to the Company during his tenure of office.

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

Hong Kong, 25 May 2017

*As at the date of this announcement, the Board 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 three independent non-executive directors, namely Mr. LAU Siu Ki, Dr. Daniel Joseph MEHAN and Mr. TAO Yun Chih.*