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This announcement for which the directors of First Mobile Group Holdings Limited (the “Directors”) collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “GEM Listing Rules”) for the purpose of giving information with regard to First Mobile Group Holdings Limited. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases of assumptions that are fair and reasonable.



FIRST MOBILE GROUP HOLDINGS LIMITED
(第一電訊集團有限公司)*

(Incorporated in the Cayman Islands with limited liability)
(Stock Code : 8110)

CHANGE IN DIRECTORSHIP

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board of directors (the “Board”) of First Mobile Group Holdings Limited (the “Company”) is pleased to announce that Mr. See Tak Wah (“Mr. See”) has been appointed as an independent non-executive Director of the Company and chairman of the audit committee with effect from 1 July 2005.

Mr. See, aged 41, graduated from the Management School of Waikato University of New Zealand with a first class honours in Bachelor of Management Studies and is a member of the Institute of Chartered Accountants of New Zealand and a member of the Hong Kong Institute of Certified Public Accountants.

Mr. See has over 15 years’ experience in financial and general management. He was the regional business controller of Nokia Mobile Phones Asia Pacific, the managing director of Nokia Mobile Phones Hong Kong and held key management positions in the North Asia offices of Philips and Siemens. Mr. See was previously the Chief Operating Officer of the Company and its subsidiaries (collectively the “Group”) from 1 October 2000 to 31 December 2002. He was subsequently retained as a business consultant to the Group for ad hoc projects for the period from January 2003 to June 2003. Mr. See has been independent of the Group since July 2003 and is currently running his own strategic consultancy business.

* *For identification purpose only*

Save as disclosed herein, Mr. See does not hold any position in the Group. He is not connected with any directors, senior management, management shareholders, substantial shareholders or controlling shareholders of the Company.

As at the date of this announcement, he does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

Mr. See has no fixed or proposed length of service with the Company, and he is subject to retirement and re-election at the annual general meeting of the Company in accordance with the articles of association of the Company. Mr. See will be entitled to a director's fee of HK\$200,000 per annum which is determined with reference to prevailing economic and market conditions.

Mr. See is currently an independent non-executive director of Sun East Technology (Holdings) Limited and Buildmore International Limited, both of which are listed on The Stock Exchange of Hong Kong Limited. Mr. See has not held any directorships in other listed public companies in the last three years.

Save as disclosed herein, there are no other matters relating to the appointment of Mr. See that need to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to welcome Mr. See to the Board.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board further announces that Mr. Sze Tsai To Robert ("Mr. Sze") has tendered his resignation as an independent non-executive Director of the Company and as chairman of the audit committee with effect from 1 July 2005 due to personal reasons. Mr. Sze has confirmed that he has no disagreement with the Board and that there are no matters which need to be brought to the attention of the shareholders of the Company.

The Board wishes to express its appreciation to Mr. Sze for his valuable contribution to the Company during his tenure in office.

By order of the Board
Ng Kok Hong
Executive Chairman

Hong Kong, 4 July 2005

As at the date of this announcement, the Board comprises:

Executive Directors:

Ng Kok Hong (Executive Chairman)
Ng Kok Tai (Executive Deputy Chairman)
Ng Kok Yang

Independent Non-executive Directors:

See Tak Wah
Wu Wai Chung Michael
Wong Tin Sang Patrick

This announcement will remain on the GEM website on the "Latest Company Announcements" page for at least 7 days from the date of its posting and on the Company's website at www.firstmobile.com.