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**Vobile Group Limited**

**阜博集團有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 3738)**

## **VOLUNTARY ANNOUNCEMENT**

### **NON-LEGALLY BINDING MEMORANDUM OF UNDERSTANDING IN RELATION TO POSSIBLE ACQUISITION**

The Board is pleased to announce that on May 4, 2018 (after trading hours), the Company entered into the MOU with an independent third party in relation to the possible acquisition of two companies which are engaged in data analytics technology development and applications in content protection services.

This announcement is made by Vobile Group Limited (the “**Company**” together with its subsidiaries, the “**Group**”) on a voluntary basis.

The board (“**Board**”) of directors (“**Directors**”) is pleased to announce that on May 4, 2018 (after trading hours), the Company entered into a non-legally binding memorandum of understanding (the “**MOU**”) with a third party (“**Potential Vendor**”), who is a third party independent of the Company and its connected persons (“**Independent Third Party**”, as defined under the Rules Governing the Listing of Securities on the Stock Exchange (“**Listing Rules**”)), in relation to the possible acquisition (“**Possible Acquisition**”) of the entire equity interest of two companies (“**Target Companies**”).

Target Companies are established in Australia. The principal activities of the Target Companies are engaged in data analytics technology development and applications in content protection services.

Pursuant to the MOU, the Company (or any of its subsidiary) proposed to acquire and the Potential Vendor proposed to dispose all equity interests in the Target Companies. The consideration and the means and method of payment and satisfaction of the consideration for the Possible Acquisition shall be subject to further negotiations between the parties to the MOU. The MOU was intended to record the preliminary mutual understanding between the parties to the MOU and to serve as a platform for further negotiations. No binding agreement in relation to the Proposed Acquisition has been entered

into by the relevant parties, save for certain provisions such as the provisions on exclusivity, good faith negotiation, confidentiality, counterparts and governing law, the other terms of the MOU are not intended to be legally binding.

## **REASONS FOR AND BENEFITS OF THE POSSIBLE ACQUISITION**

The Company is an investment holding company and the Group is principally engaged in the provision of software as a service. As mentioned in the annual report of the Company for the year ended December 31, 2017, it is the intention of the Group to pursue business expansion via strategic alliances and acquisitions. The Group believes it is important to explore synergistic investment and development opportunities which may help capitalize on any growth opportunities and thereon enhance the shareholders' value.

By acquiring Target Companies, it is expected that the Group can solidify its leading market position in content protection and strengthen its ability to offer comprehensive content protection solutions that cover new threat in content piracy. This Possible Acquisition is expected to increase its shareholders' value and benefit the Company and its shareholders as a whole.

The Directors are also of the view that the terms and conditions of the MOU are on normal commercial terms and are fair and reasonable and that the Possible Acquisition is in the interests of the Company and its shareholders as a whole.

## **GENERAL**

**The Board wishes to emphasize that the Possible Acquisition may or may not proceed and that the Company has not entered into any binding agreement in relation to the Possible Acquisition as at the date of this announcement, and the Possible Acquisition is subject to certain conditions precedent. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company. The Company will make further announcement in respect of the Possible Acquisition as and when appropriate in accordance with the Listing Rules.**

By Order of the Board  
**Vobile Group Limited**  
**Yangbin Bernard Wang**  
*Chairman, Executive Director  
and Chief Executive Officer*

Hong Kong, May 7, 2018

*As at the date of this announcement, the Board comprises Mr. Yangbin Bernard WANG, Mr. Michael Paul WITTE and Mr. Xianming ZHU as executive Directors; Mr. Vernon Edward ALTMAN, Mr. J David WARGO and Mr. WONG Wai Kwan as non-executive Directors; and Mr. CHAN King Man Kevin, Mr. James Alan CHIDDIX and Mr. Charles Eric EESLEY as independent non-executive Directors.*