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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)

**(1) POLL RESULTS OF THE 2023 ANNUAL GENERAL MEETING HELD  
ON 30 JUNE 2023 AND  
(2) CHANGE OF DIRECTORS AND COMPOSITION OF  
THE BOARD COMMITTEES**

**(1) POLL RESULTS OF THE 2023 ANNUAL GENERAL MEETING HELD ON 30 JUNE 2023**

The board of directors (the “**Board**”) of Vobile Group Limited (the “**Company**”) announces that at the 2023 annual general meeting of the Company held on 30 June 2023 (the “**AGM**”), all proposed resolutions (collectively, the “**Resolutions**”) as set out in the circular (the “**Circular**”) and the notice of the AGM dated 30 May 2023 were duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll.

The poll results in respect of all the Resolutions proposed at the AGM are set out as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and the independent auditor of the Company for the year ended 31 December 2022.	610,714,439 (99.90%)	604,206 (0.10%)
2a.	To re-elect Mr. J David WARGO as a non-executive director.	599,440,599 (97.99%)	12,287,046 (2.01%)
2b.	To re-elect Mr. Alfred Tsai CHU as an Independent non-executive director.	569,742,624 (93.14%)	41,985,021 (6.86%)
3.	To appoint Mr. TANG Yi Hoi Hermes as a non-executive director.	611,366,470 (99.94%)	361,175 (0.06%)
4.	To authorize the board of directors of the Company to fix the directors’ remuneration.	611,367,639 (99.96%)	231,006 (0.04%)

<b>Ordinary Resolutions</b>		<b>Number of Votes (%)</b>	
		<b>For</b>	<b>Against</b>
5.	To re-appoint Ernst & Young as auditors of the Company and to authorize the board of directors of the Company to fix their remuneration.	611,727,639 (100.00%)	6 (0.00%)
6.	To give a general mandate to the directors of the Company to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company as at the date of passing of this resolution.	611,256,639 (99.99%)	80,006 (0.01%)
7.	To give a general mandate to the directors of the Company to issue, allot and deal with unissued shares of the Company not exceeding 20% of the total number of issued shares of the Company as at the date of passing of this resolution.	580,810,839 (94.95%)	30,916,806 (5.05%)
8.	To extend the general mandate granted to the directors of the Company to allot, issue and deal with additional shares of the Company by the aggregate number of the shares repurchased by the Company.	577,284,632 (94.37%)	34,443,013 (5.63%)
<b>SPECIAL RESOLUTION</b>			
9.	To approve the proposed amendments to the existing Memorandum and Articles of Association of the Company and the proposed adoption of the second amended and restated Memorandum and Articles of Association of the Company.	554,898,572 (90.73%)	56,700,073 (9.27%)

As more than 50% of the votes were cast in favor of each of the Resolutions no. 1 to 8, all the Resolutions no. 1 to 8 were duly passed as ordinary resolutions by the Shareholders at the AGM. As more than 75% of the votes were cast in favor of the Resolution no. 9, Resolution no. 9 was duly passed as a special resolution by the Shareholders at the AGM.

As at the date of the AGM, the total number of shares of the Company in issue (the “**Shares**”), being the total number of shares entitling the holders thereof to attend and vote on any of the resolutions proposed at the AGM, was 2,232,803,656 Shares. There were no restrictions on any Shareholders to cast votes on any of the Resolutions proposed at the AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of any of the Resolutions at the AGM as set out in Rule 13.40 of the Listing Rules and no Shareholder was required to abstain from voting on any of the Resolutions at the AGM under 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.

All directors of the Company attended the AGM in person or by electronic means.

The Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.

The executive directors, namely Mr. Yangbin Bernard WANG and Mr. WONG Wai Kwan; the non-executive directors, namely Mr. CHAN Ching Yan Daniel and J David WARGO; and the independent non-executive directors, Mr. Alfred Tsai CHU, Mr. Charles Eric EESLEY and Mr. KWAN Ngai Kit attended the AGM.

## **(2) CHANGE OF DIRECTORS AND COMPOSITION OF THE BOARD COMMITTEES**

The Board is pleased to announce that the appointment of Mr. TANG Yi Hoi Hermes as a non-executive director was approved by the Shareholders at the AGM, the appointment of Mr. TANG Yi Hoi Hermes is subject to the approval from the Civil Service Bureau.

Mr. MATSUZAWA Masaaki has retired as an executive director of the Company at the AGM and did not offer himself for re-election due to change of job assignments. Upon the retirement of Mr. MATSUZAWA Masaaki, Mr. WONG Wai Kwan is re-designated as an executive director. In accordance with Rule 3.21 of the Listing Rules, Mr. WONG Wai Kwan ceased to be a member of the Audit Committee. Mr. MATSUZAWA Masaaki has confirmed that he has no disagreement with the Board and that there are no matters relating to his retirement that need to be brought to the attention of the Shareholders.

Following the retirement of Mr. MATSUZAWA Masaaki, the composition of the Board committees are as follows:

**Board Committees**

**Directors**

Nomination Committee

Mr. Alfred Tsai CHU (*Chairman*)  
Mr. CHAN Ching Yan Daniel  
Mr. Charles Eric EESLEY  
Mr. KWAN Ngai Kit  
Mr. Yangbin Bernard WANG

Remuneration Committee

Mr. Charles Eric EESLEY (*Chairman*)  
Mr. Alfred Tsai CHU  
Mr. KWAN Ngai Kit  
Mr. J David WARGO  
Mr. Yangbin Bernard WANG

Audit Committee

Mr. KWAN Ngai Kit (*Chairman*)  
Mr. Alfred Tsai CHU  
Mr. Charles Eric EESLEY  
Mr. J David WARGO

By order of the Board  
**Vobile Group Limited**  
**Yangbin Bernard WANG**  
*Chairman*

Hong Kong, 30 June 2023

*As at the date of this announcement, the board of directors of the Company comprises Mr. Yangbin Bernard WANG and Mr. WONG Wai Kwan as executive directors; Mr. CHAN Ching Yan Daniel and J David WARGO as non-executive directors; and Mr. Alfred Tsai CHU, Mr. Charles Eric EESLEY and Mr. KWAN Ngai Kit as independent non-executive directors.*