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XIAOMI CORPORATION

小米集团

(A company controlled through weighted voting rights and incorporated in the Cayman Islands with limited liability)

Stock Codes: 1810 (HKD counter) and 81810 (RMB counter)

**PLACING OF EXISTING SHARES AND
TOP-UP SUBSCRIPTION OF NEW SHARES
UNDER GENERAL MANDATE**

Overall Coordinators, Managers and Capital Market Intermediaries

Goldman Sachs (Asia) L.L.C.

**J.P. Morgan Securities
(Asia Pacific) Limited**

**China International
Capital Corporation**

(in alphabetical order)

Hong Kong Securities Limited

The Board is pleased to announce that on March 25, 2025 (before trading hours), the Company, the Seller and the Managers entered into the Placing and Subscription Agreement, pursuant to which (i) the Seller has agreed to sell, and the Managers have severally (not jointly nor jointly and severally) agreed to act as the agents of the Seller to procure, on a best effort basis, places to purchase, the Placing Shares at the Placing Price of HK\$53.25 for each Placing Share, and (ii) the Seller has conditionally agreed to subscribe for, and the Company has conditionally agreed to allot and issue to the Seller, the Subscription Shares at a price which is equivalent to the Placing Price of HK\$53.25 for each Placing Share under the General Mandate (and such number of Subscription Shares shall be the same as the number of Placing Shares actually placed by the Managers pursuant to the Placing and Subscription Agreement).

The Placing Shares represent approximately 3.2% of the existing issued share capital and approximately 1.2% of the voting rights of the Company as at the date of this announcement and approximately 3.1% of the issued share capital and approximately 1.2% of the voting rights of the Company as enlarged by the allotment and issue of the Subscription Shares immediately following the closing of the Subscription (assuming that there is no change in the issued share capital of the Company from the date of this announcement to the completion of the Subscription save for the allotment and issue of the Subscription Shares).

The Placing Shares will be placed by the Managers, on a best effort basis, to not less than six placees who are independent professional, institutional and/or individual investors who and whose ultimate beneficial owners are Independent Third Parties.

Assuming the Placing Shares are placed in full, the Subscription Shares represent approximately 3.2% of the existing issued share capital and approximately 1.2% of the voting rights of the Company as at the date of this announcement and approximately 3.1% of the issued share capital and approximately 1.2% of the voting rights of the Company as enlarged by the allotment and issue of the Subscription Shares immediately following the closing of the Subscription (assuming that there is no change in the issued share capital of the Company from the date of this announcement to the completion of the Subscription save for the allotment and issue of the Subscription Shares).

The Subscription Shares will be allotted and issued under the General Mandate and therefore no Shareholders' approval is required for the allotment and issue of the Subscription Shares. Application will be made by the Company to the Listing Committee for the listing of, and permission to deal in, the Subscription Shares.

Completion of the Placing and the Subscription is subject to the satisfaction or (if applicable) waiver of the conditions precedent set out in the Placing and Subscription Agreement. Please refer to the sections headed "Conditions of the Placing" and "Conditions of the Subscription" in this announcement for further information. In the event that the conditions in respect of the Subscription are not fulfilled within 14 days after the date of the Placing and Subscription Agreement (or such later date as may be agreed among the Company, the Seller and the Managers in writing subject to compliance with the applicable laws, rules and regulations), the obligations and liabilities of the Company and the Seller under the Subscription shall be null and void and neither the Company nor the Seller shall have any claim against the other for costs, damages, compensation or otherwise.

The Placing Price is HK\$53.25 per Placing Share and represents (i) a discount of approximately 6.6% to the closing price of HK\$57.00 per Share as quoted on the Stock Exchange on the Last Trading Date; (ii) a discount of approximately 6.3% to the average closing price of approximately HK\$56.81 per Share as quoted on the Stock Exchange for the last five (5) consecutive Trading Days prior to and including the Last Trading Date; and (iii) a discount of approximately 3.6% to the average closing price of approximately HK\$55.25 per Share as quoted on the Stock Exchange for the last ten (10) consecutive Trading Days prior to and including the Last Trading Date.

The Company intends to use the estimated net proceeds of the Subscription of approximately HK\$42.5 billion (after deducting all applicable costs and expenses, including commission and levies) primarily for (a) the acceleration of its business expansion; (b) investments in research and development to further advance its technological capabilities; and (c) other general corporate purposes.

The completion of the Placing and the Subscription is subject to the satisfaction or (if applicable) waiver of the conditions precedent set out in the Placing and Subscription Agreement. As the completion of the Placing and the Subscription may or may not take place, Shareholders and potential investors are advised to exercise caution when dealing in the securities of the Company.

The Board is pleased to announce that on March 25, 2025 (before trading hours), the Company, the Seller and the Managers entered into the Placing and Subscription Agreement, pursuant to which (i) the Seller has agreed to sell, and the Managers have severally (not jointly nor jointly and severally) agreed to act as the agents of the Seller to procure, on a best effort basis, places to purchase, the Placing Shares at the Placing Price of HK\$53.25 for each Placing Share, and (ii) the Seller has conditionally agreed to subscribe for, and the Company has conditionally agreed to allot and issue to the Seller, the Subscription Shares at a price which is equivalent to the Placing Price of HK\$53.25 for each Placing Share (the “**Subscription Price**”) under the General Mandate (and such number of Subscription Shares shall be the same as the number of Placing Shares actually placed by the Managers pursuant to the Placing and Subscription Agreement).

THE PLACING AND SUBSCRIPTION AGREEMENT

Date:

March 25, 2025

Parties:

- (1) the Company;
- (2) the Seller; and
- (3) the Managers.

PLACING OF EXISTING SHARES

Number of Shares to be placed

800,000,000 existing Shares beneficially owned by the Seller, representing in aggregate approximately 3.2% of the existing issued share capital of the Company as at the date of this announcement and approximately 3.1% of the issued share capital of the Company as enlarged by the allotment and issue of the Subscription Shares immediately following the closing of the Subscription (assuming that there is no change in the issued share capital of the Company from the date of this announcement to the completion of the Subscription save for the allotment and issue of the Subscription Shares).

Placing Price

The Placing Price is HK\$53.25 per Share and represents:

- (i) a discount of approximately 6.6% to the closing price of HK\$57.00 per Share as quoted on the Stock Exchange on the Last Trading Date;
- (ii) a discount of approximately 6.3% to the average closing price of approximately HK\$56.81 per Share as quoted on the Stock Exchange for the last five (5) consecutive Trading Days prior to and including the Last Trading Date; and
- (iii) a discount of approximately 3.6% to the average closing price of approximately HK\$55.25 per Share as quoted on the Stock Exchange for the last ten (10) consecutive Trading Days prior to and including the Last Trading Date.

The Placing Price is exclusive of brokerage, trading fees, stamp duty, transaction fees and levies.

The Placing Price was determined with reference to the prevailing market price of the Shares and was negotiated on an arm's length basis among the Seller, the Company and the Managers. The Directors consider that the Placing Price and the terms and conditions of the Placing and Subscription Agreement are fair and reasonable, and in the interest of the Company and the Shareholders as a whole.

Rights of the Placing Shares

The Placing Shares will be sold free from all pledges, liens, charges and encumbrances, equities, security interests or other claims and together with all rights attaching thereto as at the date of the completion of the Placing, including the rights to all dividends and other distributions declared, made or paid in respect of the Placing Shares for which a record date occurs on or after the date of the Placing and Subscription Agreement.

Independence of the Managers and the Placees

The Placing Shares will be placed by the Managers, on a best effort basis, to not less than six placees who are independent professional, institutional and/or individual investors who and whose ultimate beneficial owners are Independent Third Parties (the "Placees"). It is not expected that any placee will become a Substantial Shareholder of the Company immediately after completion of the Placing.

To the best of the knowledge, information and belief of the Directors, the Managers and the Placees to be procured by the Managers and the ultimate beneficial owners of the Placees are or will be, as the case may be, Independent Third Parties.

Lock up

The Seller has undertaken to the Managers that save for any donation of shares in the Company for any genuine charitable purpose, it shall not, and shall procure that none of its nominees, any person controlled by it, any trust associated with it or any person acting on its or their behalf shall, without the prior written consent of the Managers:

- (i) offer, sell, lend, contract to sell, pledge, grant any option over, make any short sale or otherwise dispose of (or enter into any transaction which is designed to, or might reasonably be expected to, result in the disposition (whether by actual disposition or effective economic disposition due to cash settlement or otherwise) by the Seller or any affiliate of the Seller or any person in privity with the Seller or any affiliate of the Seller), directly or indirectly, any equity securities of the Company or any securities convertible into, or exercisable, or exchangeable for, equity securities of the Company;
- (ii) enter into any swap or similar agreement that transfers, in whole or in part, the economic risk of ownership of such Shares, whether any such transaction described in (i) or (ii) above is to be settled by delivery of Shares or such other securities, in cash or otherwise; or
- (iii) publicly announce an intention to effect any such transaction,

for a period beginning on the date of the Placing and Subscription Agreement and ending on the date which is 90 days after the Placing Closing Date. The above undertaking shall not apply to the sale of the Placing Shares under the Placing and Subscription Agreement.

The Company has undertaken to the Managers that it shall not, and the Seller has undertaken to procure that the Company will not, without the prior written consent of the Managers:

- (i) effect or arrange or procure placement of, allot or issue or offer to allot or issue or grant any option, right or warrant to subscribe for, or enter into any transaction which is designed to, or might reasonably be expected to, result in any of the aforesaid (whether by actual disposition or effective economic disposition due to cash settlement or otherwise), directly or indirectly, any equity securities of the Company or any securities convertible into, or exercisable, or exchangeable for, equity securities of the Company;
- (ii) enter into any swap or similar agreement that transfers, in whole or in part, the economic risk of ownership of such Shares, whether any such transaction described in (i) or (ii) above is to be settled by delivery of Shares or such other securities, in cash or otherwise; or
- (iii) publicly announce an intention to effect any such transaction,

for a period beginning on the date of the Placing and Subscription Agreement and ending on the date which is 90 days after the Placing Closing Date. The above undertaking shall not apply to the issue of the Subscription Shares under the Placing and Subscription Agreement, the issue of Shares as consideration shares for any merger and acquisition transactions (if any), the issue of new Shares pursuant to the exercise of the share options granted under the Pre-IPO ESOP and the 2018 Share Option Scheme or the share options granted or to be granted pursuant to the 2023 Share Scheme, the issue of new Shares pursuant to the 2018 Share Award Scheme and the 2023 Share Scheme or the grant of share options or share awards under the 2023 Share Scheme.

Conditions of the Placing

Completion of the Placing is conditional upon the fulfillment or waiver of, among others, the following conditions:

- (a) before the completion of the Placing, there shall not have occurred:
 - (i) any material adverse change, or any development reasonably likely to involve a material adverse change, in the condition, financial or otherwise, or in the earnings, assets, business, operations or prospects of the Company, or the Company and its subsidiaries taken as a whole; or
 - (ii) any suspension or limitation of trading (a) in any of the Company's securities by the Stock Exchange, or (b) generally on the Stock Exchange, the New York Stock Exchange, the Nasdaq National Market except for a temporary suspension or trading halt of the Shares directed by the Stock Exchange for not more than one Stock Exchange trading day, provided that such temporary suspension or trading halt relates solely to the Placing and/or the Subscription; or
 - (iii) any outbreak or escalation of hostilities, act of terrorism, the declaration by Hong Kong, the Cayman Islands, the PRC, Japan, Singapore, the United States, the United Kingdom or any other member of the European Economic Area ("EEA") of a national emergency or war or other calamity or crisis; or
 - (iv) any material disruption in commercial banking or securities settlement or clearance services in Hong Kong, the Cayman Islands, the PRC, Japan, Singapore, the United States, the United Kingdom or any other member of the EEA and/or a general moratorium on commercial banking activities having been declared by the relevant authorities in Hong Kong, the Cayman Islands, the PRC, Japan, Singapore, the United States, the United Kingdom or any other member of the EEA; or
 - (v) any material adverse change or development involving a prospective material adverse change in or affecting the financial markets in Hong Kong, the Cayman Islands, the PRC, Japan, Singapore, the United States, the United Kingdom or any other member of the EEA or in international financial, political or economic conditions, currency exchange rates, exchange controls or taxation,

- that, in the sole judgment of the Managers, would make the placement of the Placing Shares or the enforcement of contracts to subscribe for the Placing Shares impracticable or inadvisable, or would materially prejudice trading of the Placing Shares in the secondary market;
- (b) the representations and warranties made by any of the Company and the Seller pursuant to the Placing and Subscription Agreement being true and accurate and not misleading as of the date of the Placing and Subscription Agreement and the Placing Closing Date;
 - (c) each of the Company and the Seller having complied with all of the agreements and undertakings and satisfied all of the conditions on its part to be complied with or satisfied under the Placing and Subscription Agreement on or before the Placing Closing Date;
 - (d) the Managers having received on the Placing Closing Date the final draft or substantially complete draft of the CSRC Filings and the opinions of the legal adviser of the Company as to the PRC laws in relation to the CSRC Filings;
 - (e) the Managers having received the draft opinions of the legal adviser of the Managers as to the PRC laws in relation to the CSRC Filings;
 - (f) the Managers having received on the Placing Closing Date an opinion of the legal adviser of the Seller as to British Virgin Islands law and of the Company as to Cayman Islands law on certain matters set forth in the Placing and Subscription Agreement; and
 - (g) the Managers having received on the Placing Closing Date an opinion of the legal adviser of the Managers as to U.S. law to the effect that the offer and sale of the Placing Shares by the Managers as set forth in the Placing and Subscription Agreement are not required to be registered under the U.S. Securities Act of 1933.

Completion of the Placing

Subject to the conditions mentioned above, the completion of the Placing shall take place on the Placing Closing Date, being March 27, 2025, or such other time and/or date as the Seller and the Managers agree.

The completion of the Placing is subject to the satisfaction or (if applicable) waiver of the conditions precedent set out in the Placing and Subscription Agreement. As the completion of the Placing may or may not take place, Shareholders and potential investors are advised to exercise caution when dealing in the securities of the Company.

THE SUBSCRIPTION

Subscription Shares

800,000,000 new Shares (which shall be equal to the number of Placing Shares actually placed by the Managers pursuant to the Placing and Subscription Agreement) to be allotted and issued to the Seller, representing in aggregate approximately 3.2% of the existing issued share capital of the Company as at the date of this announcement and approximately 3.1% of the issued share capital as enlarged by the allotment and issue of the Subscription Shares following the completion of the Subscription (assuming that there is no change in the issued share capital of the Company from the date of this announcement to the completion of the Subscription save for the allotment and issue of the Subscription Shares).

Subscription Price

The subscription price per new Share is equivalent to the Placing Price of HK\$53.25 per Share. The aggregate value of the Subscription Shares is HK\$42.6 billion and the aggregate nominal value of the Subscription Shares is U.S.\$2,000.0 (equivalent to approximately HK\$15,545.7).

The Directors consider that the terms of the Subscription are fair and reasonable under the current market conditions and are in the best interests of the Company and the Shareholders as a whole.

Ranking of the Subscription Shares

The Subscription Shares, when fully paid, will rank *pari passu* in all respects with the other Shares in issue or to be allotted and issued by the Company on or prior to the date of completion of the Subscription including the rights to all dividends and other distributions declared, made or paid on or after the date of allotment of the Subscription Shares.

Conditions of the Subscription

The Subscription is conditional upon the fulfilment of, among others, the following conditions:

- (a) the Listing Committee granting listing of and permission to deal in the Subscription Shares (and such listing and permission not subsequently revoked prior to the delivery of definitive share certificate(s) representing the Subscription Shares); and
- (b) completion of the Placing having occurred pursuant to the terms of the Placing and Subscription Agreement.

Application will be made by the Company to the Listing Committee for the listing of, and the permission to deal in, the Subscription Shares. None of the conditions for the Subscription can be waived by the parties to the Placing and Subscription Agreement.

In the event that the conditions in respect of the Subscription are not fulfilled within 14 days after the date of the Placing and Subscription Agreement (or such later date as may be agreed among the Company, the Seller and the Managers in writing subject to compliance with the applicable

laws, rules and regulations), the obligations and liabilities of the Company and the Seller under the Subscription shall be null and void and neither the Company nor the Seller shall have any claim against the other for costs, damages, compensation or otherwise.

Closing of the Subscription

Closing of the Subscription will take place on the second business day (each being a day on which trading on the Stock Exchange takes place) following the date upon which the last of the above conditions is fulfilled, provided it shall take place on a date no later than 14 days after the date of the Placing and Subscription Agreement, or such other day as agreed by the Company, the Seller and the Managers in writing and in compliance with the Listing Rules.

The completion of the Subscription is subject to the satisfaction of the conditions precedent set out in the Placing and Subscription Agreement. As the completion of the Subscription may or may not take place, Shareholders and potential investors are advised to exercise caution when dealing in the securities of the Company.

EFFECT ON THE SHAREHOLDING STRUCTURE OF THE COMPANY AS A RESULT OF THE PLACING AND THE SUBSCRIPTION

Shareholder	As at the date of this announcement		Immediately after the completion of the Placing, but before the completion of the Subscription		Immediately after the completion of the Placing and the Subscription	
	Number of Shares	Approximate % of issued Shares	Number of Shares	Approximate % of issued Shares	Number of Shares	Approximate % of issued Shares
Lei Jun ⁽²⁾	6,054,179,638	24.1	5,254,179,638	20.9	6,054,179,638	23.4
Placees	0	0.0	800,000,000	3.2	800,000,000	3.1
Other Shareholders	19,062,033,778	75.9	19,062,033,778	75.9	19,062,033,778	73.6
Total:	<u>25,116,213,416</u>	<u>100.0</u>	<u>25,116,213,416</u>	<u>100.0</u>	<u>25,916,213,416</u>	<u>100.0</u>

Notes:

- (1) The above table assumes (i) no Shares will be allotted and issued pursuant to any Incentive Schemes or otherwise, no Shares will be purchased by the Company, and (ii) no Shares will be purchased by Lei Jun or his associates, in each case between the date of this announcement and the completion of the Subscription, save for the allotment and issue of the Subscription Shares and the Placing Shares being placed in full. Certain figures and percentage figures included in the above table have been subject to rounding adjustments.
- (2) Lei Jun is deemed to be interested in the Shares held by the Seller under the SFO. Taking into account the Class A Shares held by Lei Jun, Lei Jun is capable of exercising voting power through Shares beneficially owned by him as to approximately 64.9% of the voting rights of the Company as at the date of this announcement; as to approximately 63.7% of the voting rights of the Company immediately after the completion of the Placing, but before the completion of the Subscription, as to approximately 64.1% of the voting rights of the Company immediately after the completion of the Placing and the Subscription.
- (3) The aggregate of the percentage figures in the table above may not add up to 100% due to rounding of the percentage figures to one decimal place.

REASONS FOR THE PLACING AND THE SUBSCRIPTION AND USE OF PROCEEDS

The Placing and the Subscription are being undertaken to further enlarge the Shareholders' equity base of the Company, optimize the capital structure of the Company and support a healthy and sustainable development of the Company. The Company intends to use the estimated net proceeds of the Subscription for (a) the acceleration of its business expansion; (b) investments in research and development to further advance its technological capabilities; and (c) other general corporate purposes.

The estimated net proceeds from the Subscription (after deducting all fees, costs and expenses properly incurred by the Seller and the Company (including the Managers' commission, the stamp duty, the Stock Exchange trading fee and the SFC transaction levy) to be borne by the Company, and other expenses incurred by the Company, in connection with the Placing and the Subscription) are expected to be approximately HK\$42.5 billion. The estimated net Subscription Price, after deducting such fees, costs and expenses, is therefore approximately HK\$53.11 per Subscription Share.

GENERAL MANDATE FOR THE ALLOTMENT AND ISSUE OF THE SUBSCRIPTION SHARES

By a resolution of the Shareholders passed at the annual general meeting of the Company on June 6, 2024, the Company granted the General Mandate to the Directors to exercise the power of the Company to allot, issue and deal with unissued Shares not exceeding 20% of the total number of issued shares of the Company as at the date of the granting of the mandate, with such additional Shares amounting to not more than 5,004,449,805 Shares.

As at the date of this announcement, no Shares have been allotted and issued under the General Mandate and the Company does not have any treasury Shares or repurchased Shares pending cancellation. The Subscription Shares will be allotted and issued under the General Mandate, and therefore no Shareholders' approval is required for the allotment and issue of the Subscription Shares.

EQUITY FUND RAISING BY THE COMPANY DURING THE PAST 12 MONTHS

The Company had not conducted any fund raising exercise by issuing equity securities during the 12 months immediately before the date of this announcement.

INFORMATION ABOUT THE COMPANY AND THE SELLER

The Company is an exempted company incorporated in the Cayman Islands with limited liability on January 5, 2010. The Company is an investment holding company. The Group is principally engaged in development and sales of smartphones, internet of things and lifestyle products, provision of internet services, smart electric vehicles and other initiatives and investments holding in the PRC and other countries or regions.

The Seller is one of the Controlling Shareholders of the Company and its entire interest is indirectly held by a trust established by Lei Jun for the benefit of himself and his family. The Seller is principally engaged in investment holding.

DEFINITIONS

In this announcement, the following expressions shall have the meanings set out below unless the context requires otherwise:

“Alternative Stock Exchange”	in the case of the Shares, if they are not at that time listed and traded on the Stock Exchange, the principal stock exchange or securities market on which the Shares are then listed or quoted or dealt in
“Board”	the board of Directors
“Class A Shares”	Class A ordinary shares in the share capital of the Company with a par value of U.S.\$0.0000025 each, conferring weighted voting rights in the Company such that a holder of a Class A Share is entitled to ten votes per share on any resolution tabled at the Company’s general meetings, save for resolutions with respect to any Reserved Matters, in which case they shall be entitled to one vote per share
“Class B Shares	Class B ordinary shares in the share capital of the Company with a par value of U.S.\$0.0000025 each, conferring a holder of a Class B Share one vote per share on any resolution tabled at the Company’s general meetings
“Company”	Xiaomi Corporation 小米集团, a company controlled through weighted voting rights and incorporated under the laws of the Cayman Islands with limited liability, the Class B Shares of which are listed on the Main Board of The Stock Exchange of Hong Kong Limited (Stock Codes: 1810 (HKD counter) and 81810 (RMB counter))
“connected person(s)”	has the same meaning as ascribed to it under the Listing Rules

“Controlling Shareholder(s)”	has the meaning ascribed to it under the Listing Rules and unless the context otherwise requires, refers to Lei Jun and the directly and indirectly held companies through which Lei Jun has an interest in the Company, namely, Smart Mobile Holdings Limited and Smart Player Limited
“CSRC Filings”	the filing of materials with the China Securities Regulatory Commission in respect of the Placing and the Subscription
“Directors”	the directors of the Company
“General Mandate”	the general mandate granted to the Directors by a resolution of Shareholders passed at the annual general meeting of the Company on June 6, 2024 to allot, issue and deal with unissued Shares not exceeding 20% of the total number of shares of the Company in issue as at the date of the granting of the mandate
“Group”	the Company, its subsidiaries and its consolidated affiliated entities
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Independent Third Party(ies)”	an individual(s) or a company(ies) who or which, as far as the Directors are aware after having made all reasonable enquiries, is/are not a connected person(s) of the Company within the meaning of the Listing Rules
“Incentive Schemes”	the Pre-IPO ESOP, the 2018 Share Option Scheme, the 2018 Share Award Scheme and the 2023 Share Scheme
“Last Trading Date”	March 24, 2025, being the last trading day prior to the signing of the Placing and Subscription Agreement, which took place before trading hours
“Listing Committee”	the listing committee of the Stock Exchange for considering applications for listing and the granting of listing
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange, as amended and supplemented from time to time
“Managers”	Goldman Sachs (Asia) L.L.C., J.P. Morgan Securities (Asia Pacific) Limited (in alphabetical order) and China International Capital Corporation Hong Kong Securities Limited
“Lei Jun”	Mr. Lei Jun (雷軍), the founder of the Group, chairman of the Board, an executive Director and the chief executive officer of the Company. He is also our Controlling Shareholder

“Placing”	the placement of 800,000,000 Placing Shares to independent investors at the Placing Price
“Placing and Subscription Agreement”	the placing and subscription agreement entered into between the Company, the Seller and the Managers dated March 25, 2025 in respect of the Placing and the Subscription
“Placing Closing Date”	the second business day (each being a day on which trading on the Stock Exchange takes place) after the date of the Placing and Subscription Agreement or at such other time and/or date as the Seller and the Managers agree
“Placing Price”	HK\$53.25
“Placing Shares”	the Class B Shares to be sold pursuant to the Placing and Subscription Agreement
“PRC”	The People’s Republic of China, excluding Hong Kong, Macau and Taiwan for the purpose of this announcement
“Pre-IPO ESOP”	the pre-IPO employee stock incentive scheme adopted by the Company on May 5, 2011 (and superseded on August 24, 2012)
“Reserved Matters”	those matters resolutions with respect to which each Share is entitled to one vote at general meetings of the Company pursuant to its articles of association, being (i) any amendment to its constitutional documents, including the variation of the rights attached to any class of shares, (ii) the appointment, election or removal of any independent non-executive Director, (iii) the appointment or removal of the Company’s auditors, and (iv) the voluntary liquidation or winding-up of the Company
“Seller”	Smart Mobile Holdings Limited, a company registered in British Virgin Islands with limited liability on November 8, 2010, being one of the Controlling Shareholders of the Company
“SFC”	the Securities and Futures Commission of Hong Kong
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
“Shareholders”	the shareholders of the Company
“Shares”	the Class A Shares and/or Class B Shares in the share capital of the Company, as the context so requires
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

“Subscription”	the subscription of the Subscription Shares by the Seller pursuant to the Placing and Subscription Agreement
“Subscription Shares”	an aggregate of 800,000,000 new Class B Shares to be allotted and issued by the Company and subscribed by the Seller under the Placing and Subscription Agreement
“Substantial Shareholder(s)”	has the meaning ascribed to it under the Listing Rules
“Trading Day”	a day when the Stock Exchange or, as the case may be, an Alternative Stock Exchange is open for dealing business, provided that if no closing price is reported for one or more consecutive dealing days such day or days will be disregarded in any relevant calculation and shall be deemed not to have been dealing days when ascertaining any period of dealing days
“U.S.” or “United States”	the United States of America, its territories and possessions and all areas subject to its jurisdiction
“U.S.\$”	U.S. dollar(s), the lawful currency of the United States
“2018 Share Award Scheme”	the share award scheme adopted by the Company on June 17, 2018
“2018 Share Option Scheme”	the post-IPO share option scheme adopted by the Company on June 17, 2018
“2023 Share Scheme”	the share scheme adopted by the Company on June 8, 2023

By order of the Board
Xiaomi Corporation
Lei Jun
Chairman

Hong Kong, March 25, 2025

For the purposes of this announcement, the exchange rate of HK\$1.00 = U.S.\$0.12865 has been used for currency translation, where applicable. Such an exchange rate is for illustrative purposes and does not constitute representations that any amount in HK\$ or U.S.\$ has been, could have been or may be converted at such a rate.

As at the date of this announcement, the Board comprises Mr. Lei Jun as Chairman and Executive Director, Mr. Lin Bin as Vice-Chairman and Executive Director, Mr. Liu De as Executive Director, Mr. Liu Qin as Non-executive Director, and Dr. Chen Dongsheng, Mr. Wong Shun Tak and Ms. Cai Jinqing as Independent Non-executive Directors.