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**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: 865)**

**NOTICE OF ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the annual general meeting (the “AGM”) of First Mobile Group Holdings Limited (the “Company”) will be held at President Room, Level 2, Royal Park Hotel, 8 Pak Hok Ting Street, Shatin, New Territories, Hong Kong on Friday, 24 May 2013 at 4:00 p.m. for the following purposes:

1. To consider and adopt the audited financial statements and the reports of the directors and auditors for the year ended 31 December 2012;
2. To re-elect the retiring director and to authorise the board of directors to fix the directors’ fees; and
3. To re-appoint the auditors and to authorise the board of directors to fix their remuneration.

By order of the Board  
**Choy Man Sau**  
*Company Secretary*

Hong Kong, 22 April 2013

\* *For identification purpose only*

*Head Office and Principal Place of Business:*

Workshop 6, Level 1

Wah Yiu Industrial Centre

30-32 Au Pui Wan Street

Fotan, Shatin, New Territories, Hong Kong

*Notes:*

1. Every shareholder of the Company entitled to attend and vote at the AGM is entitled to appoint one or more proxies to attend and, on a poll, vote in his stead. A proxy need not be a shareholder of the Company.
2. To be valid, a form of proxy and the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of that power or authority, must be deposited at the Company's branch share registrar in Hong Kong, Tricor Abacus Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the AGM.
3. Completion and delivery of the form of proxy will not preclude a shareholder from attending and voting at the AGM if the shareholder so desires.

*As at the date of this announcement, the board of directors of the Company consists of three executive directors, namely Mr. Ng Kok Hong, Mr. Ng Kok Tai and Mr. Ng Kok Yang.*