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)

INTERIM RESULTS ANNOUNCEMENT FOR THE SIX MONTHS ENDED 30 JUNE 2016

The directors of First Mobile Group Holdings Limited (the "Company") announce the unaudited interim results of the Company and its subsidiaries (collectively the "Group") for the six months ended 30 June 2016 (the "Period") together with the unaudited comparative figures:

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the six months ended 30 June 2016

		For the six months ended 30 June	
		2016	2015
	Notes	***HK$'000***	*HK$'000*
		(unaudited)	(unaudited)
Revenue	*4/5*	**–**	–
Cost of sales		**–**	–
Gross loss		**–**	–
Other income		**–**	9,639
Selling and distribution expenses		**–**	–
General and administrative expenses		**(1,990)**	(6,669)
Other operating expenses		**–**	(5)
Provision for financial guarantee liabilities		**(2,635)**	(2,791)
Profit from operations		**(4,625)**	174
Finance costs	*6*	**(76,616)**	(79,405)

* *For identification purposes only*

	Notes	For the six months ended 30 June **2016** *HK$'000* **(unaudited)**	2015 *HK$'000* (unaudited)
Loss before tax	*7*	**(81,241)**	(79,231)
Income tax	*8*	**–**	–
Loss for the period		**(81,241)**	(79,231)
Attributable to:			
Owners of the Company		**(81,241)**	(79,231)
Non-controlling interests		**–**	–
		(81,241)	(79,231)
Loss per share			
Basic and diluted (HK cents per share)	*9*	**(4.17)**	(4.07)
Loss for the period		**(81,241)**	(79,231)
Other comprehensive income after tax:			
Items that may be subsequently reclassified to profit or loss			
Exchange differences on translation of foreign operations		**4,131**	11,700
		4,131	11,700
Total comprehensive loss for the period		**(77,110)**	(67,531)
Attributable to:			
Owners of the Company		**(77,110)**	(67,531)
Non-controlling interests		**–**	–
		(77,110)	(67,531)

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION
As at 30 June 2016

	Notes	**30 June 2016 HK$'000 (unaudited)**	31 December 2015 HK$'000 (audited)
Non-current asset			
Property, plant and equipment		**–**	–
Current assets			
Prepayments, deposits and other receivables		**72**	88
Bank and cash balances		**102**	103
		174	191
Current liabilities			
Trade payables	*12*	**417,617**	417,617
Accruals and other payables		**1,193,306**	1,119,255
Bank borrowings		**410,796**	410,796
Current tax liabilities		**1,320**	1,320
Financial guarantee liabilities	*13*	**168,293**	165,251
Convertible loans	*14*	**33,000**	33,000
		2,224,332	2,147,239
Net current liabilities		**(2,224,158)**	(2,147,048)
NET LIABILITIES		**(2,224,158)**	(2,147,048)
Capital and reserves			
Share capital		**194,600**	194,600
Reserves		**(2,417,226)**	(2,340,116)
Equity attributable to owners of the Company		**(2,222,626)**	(2,145,516)
Non-controlling interests		**(1,532)**	(1,532)
Total Equity		**(2,224,158)**	(2,147,048)

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

For the six months ended 30 June 2016

1. GENERAL INFORMATION

First Mobile Group Holdings Limited (the "Company") is a limited liability company incorporated in the Cayman Islands. The address of its registered office is P.O. Box 10008, Willow House, Cricket Square Grand Cayman KY1-1001, Cayman Islands. The address of its principal place of business is Workshop 6, Level 1, Wah Yiu Industrial Centre, 30–32 Au Pui Wan Street, Fotan, Shatin, New Territories, Hong Kong. The Company's shares are listed on the Main Board of the Stock Exchange of Hong Kong Limited (the "Stock Exchange") and its shares have been suspended from trading since 27 November 2009.

The Company is an investment holding company. The Company and its subsidiaries (collectively referred to as the "Group") are currently inactive.

2. BASIS OF PREPARATION AND ACCOUNTING POLICIES

The Group incurred a loss attributable to owners of the Company of approximately HK$81,241,000 for the six months ended 30 June 2016 (2015: HK$79,231,000) and as at 30 June 2016 the Group had net current liabilities of approximately HK$2,224,000 (31 December 2015: HK$2,147,000) and net liabilities of approximately HK$2,224,000 (31 December 2015: HK$2,147,000) respectively.

The conditions above indicate the existence of a material uncertainty which may cast significant doubt on the Group's ability to continue as a going concern. Therefore, the Group may be unable to realise its assets and discharge its liabilities in the normal course of business. To address the issues above, the Company has been exploring and negotiating with its creditors and potential investor for a proposed restructuring of the Group. The principal components of the Company's proposed restructuring exercise consists of the proposed subscription for new shares by debt restructuring investors, proposed capital reorganisation, proposed creditors schemes and group reorganisation, proposed acquisition and proposed disposal (collectively, the "Proposed Restructuring"). Details of the Proposed Restructuring are further described in the Company's announcements on 16 September 2010, 30 September 2010, 24 December 2010, 14 February 2011, 6 May 2011, 14 July 2011, 14 February 2012 and 21 December 2012.

The proposed creditor schemes to be made between the Company and its creditors were unanimously approved by the creditors attending and voting in person or by proxy at the scheme meeting held on 21 December 2010.

The Company had on 27 January 2011 made an application to the High Court of Hong Kong (the "High Court") for the sanctioning of the proposed scheme of arrangement between the Company and the Creditors under Section 166 of the Companies Ordinance (Chapter 32) of the Law of Hong Kong (the "Hong Kong Scheme"). The Hong Kong Scheme was sanctioned by the High Court on 8 February 2011. The scheme of arrangement proposed to be made between the Company and the Creditors pursuant to section 86 of the Companies Law of the Cayman Islands (the "Cayman Scheme") was sanctioned by the Grand Court on 28 April 2011. The Hong Kong Scheme and the Cayman Scheme (collectively the "Schemes") will become effective and legally binding on the Company and the Creditors upon fulfillment of the specified conditions precedent to the Subscription Agreement.

Dealing in the shares of the Company on the Main Board of the Stock Exchange of Hong Kong Limited (the "Stock Exchange") has been suspended since 27 November 2009. The Stock Exchange issued a letter to the Company on 2 November 2010 informing the Company that it had placed the Company in the first delisting stage under Practice Note 17 (the "PN17") to the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules"). In addition, the Company is required to submit a viable resumption proposal to the Stock Exchange by 1 May 2011, further details of which are contained in the Company's announcement dated 8 November 2010.

In this regard, the Company had on 1 April 2011 submitted a resumption proposal to the Stock Exchange to seek their approval for the resumption of trading in the shares of the Company. On 26 May 2011, the Company was informed by the Stock Exchange that this resumption proposal had not satisfactorily demonstrated sufficiency of operations or assets under Rule 13.24 of the Listing Rules, and that the Company had been placed in the second stage of delisting procedures pursuant to PN17 to the Listing Rules. Further, the Company was requested to submit a viable resumption proposal on or before 10 November 2011 for the Stock Exchange's consideration.

On 8 November 2011, the Company submitted a revised resumption proposal ("Resumption Proposal 2011") to the Stock Exchange to seek approval for the resumption of trading in the Company's shares. On 16 March 2012, the Company provided further information to the Stock Exchange in response to the Stock Exchange's queries and in support of the Resumption Proposal 2011. At the end of the second delisting stage, the Company did not provide a viable resumption proposal to the Stock Exchange to seek their approval for the resumption of trading in the shares of the Company. The Stock Exchange placed the Company in the third delisting stage on 20 June 2012.

The Company had on 4 December 2012 submitted another revised resumption proposal to the Stock Exchange which involved, among other things, the Company's proposed acquisition of the entire equity interest in 重慶涪陵聚龍電力有限公司 Chongqing Fuling Julong Electric Power Co., Ltd ("Julong") (the "Original Proposed Acquisition"). The Original Proposed Acquisition constitutes a very substantial acquisition, a reverse takeover and a connected transaction for the Company under the Listing Rules, and the Stock Exchange will treat the Company proposing the said reverse takeover as if it were a new listing applicant. Further details on, among other things, the Original Proposed Acquisition and proposed submission of a new listing application to the Stock Exchange were set out in the Company's announcements dated 21 December 2012, 18 January 2013, 13 May 2013, 24 June 2013, 19 July 2013 , 23 August 2013, 27 September 2013, 2 December 2013, 9 January 2014 and 26 February 2014.

On 24 April 2014, the Company announced that given the substantial effort already spent in resolving the regulatory issues identified in relation to the Original Proposed Acquisition and the lack of results so far, the Directors consider that it is not in the interests of the Company and its Shareholders as a whole to continue with the Original Proposed Acquisition, for the purpose of seeking a resumption of trading of the shares.

To continue with the resumption proposal, the Company had identified a new target company and on 31 March 2014 entered into an acquisition agreement (the "Acquisition Agreement") with its shareholders (the "Vendors"), pursuant to which the Company will acquire the entire equity interest in the target company, China General (HK) Company Limited ("China General"), from the Vendors (the "Proposed Acquisition"). China General, upon completion of its group reorganisation, will hold interest in certain real estate projects in Yangzhou, Jiangsu Province and Quanzhou, Fujian Province in the People's Republic of China (the "Target Group"). Pursuant to the Acquisition Agreement, the Company will carry out the proposed restructuring which will now comprise the proposed capital reorganisation and creditors schemes, the proposed open offer, the proposed subscription, the proposed acquisition, reverse takeover involving a new listing application, application for a whitewash waiver and the proposed disposal of the three companies together with their subsidiaries within the Group (the "Amended Proposed Restructuring"). Further details on, among other things, the Proposed Acquisition and the Amended Proposed Restructuring were set out in the Company's announcements dated 24 April 2014 and 22 August 2014 and circular dated 29 February 2016.

The Company had on 12 September 2014 announced that the Company received a letter dated 11 September 2014 from the Listing (Review) Committee (the "LRC Letter"), which stated that the Listing (Review) Committee decided to grant a final extension to 31 October 2014 for the Company to submit a new listing application relating to the Target Group (the "Proposal"), and not any other proposal. The LRC Letter also stated that no further extensions of time will be granted to the Company, and the Listing (Review) Committee further decided to cancel the listing of the Shares on the Stock Exchange should the Company fail to do the above by 31 October 2014 or the Proposal fail to proceed for any reasons.

As stated in the Company's announcements dated 31 October 2014, 30 December 2014, 30 April 2015, 30 October 2015 and 31 December 2015 respectively, the Company has made a new listing application relating to the Target Group to the Stock Exchange on 30 October 2014. As stated in the Company's announcement dated 29 February 2016, the Stock Exchange approved in principal the said new listing application on 26 February 2016.

In view of the developments of the restructuring of the Company since the High Court and Grand Court first sanctioned the Schemes in 2011, the Company put forward an amended scheme ("Amended Scheme) in order to align the terms of the Schemes with the Proposed Restructuring as approved by the Listing (Review) Committee, which was unanimously approved by the creditors attending and voting in person or by proxy at the scheme meeting held on 9 August 2016 and sanctioned by the Cayman Court on 18 August 2016. Hearing of the petition to sanction the Amended Scheme by the High Court has been scheduled on 23 September 2016.

The Company considers that the Amended Proposed Restructuring presents a chance for the Company to seek the resumption of trading in its shares. It is envisaged that the financial predicament of the Company will be resolved upon the completion of the Amended Proposed Restructuring and the shareholders of the Company will be afforded an opportunity to participate in a viable and profitable business with sustainable earnings which would provide them with a return on their investment in the future.

The unaudited condensed consolidated interim financial statements (the "Interim Financial Statements") have been prepared on a going concern basis, as the Company has submitted the Revised Resumption Proposal, the successful implementation of which will affect the principal elements of the Amended Proposed Restructuring and allow the trading in the shares of the Company being resumed. The Directors are of the view that the major procedures of the Amended Proposed Restructuring will eventually be agreed upon by the Company's creditors, Jinwu Limited (the "Investor"), the Vendors, the Company's shareholders and any other parties concerned, and will be successfully implemented. The Interim Financial Statements have been prepared in accordance with Hong Kong Accounting Standard 34 ("HKAS 34") "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and the applicable disclosure requirements of Appendix 16 of the Rules Governing the Listing of Securities on the Stock Exchange.

The Interim Financial Statements do not include all the information and disclosures required in the full set of financial statements prepared in accordance with Hong Kong Financial Reporting Standards ("HKFRSs"), and should be read in conjunction with the Group's annual financial statements for the year ended 31 December 2015.

The preparation of the Interim Financial Statements in conformity with HKAS 34 requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses on a year-to-date basis. Actual results may differ from these estimates.

The accounting policies adopted in the preparation of the Interim Financial Statements are consistent with those followed in the preparation of the Group's annual financial statements for the year ended 31 December 2015.

3. ADOPTION OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS

In the current period, the Group has adopted all the new and revised HKFRSs issued by the HKICPA that are relevant to its operations and mandatorily effective for its accounting periods beginning on or after 1 January 2016. HKFRSs comprise Hong Kong Financial Reporting Standards ("HKFRS"); Hong Kong Accounting Standards; and Interpretations. The adoption of these new and revised HKFRSs has had no material effect on the amounts reported in these condensed consolidated financial statements and/or disclosures set out in the condensed consolidated financial statements.

The Group has not applied the new and revised HKFRSs that have been issued but are not yet effective. The Group has already commenced an assessment of the impact of these new and revised HKFRSs but is not yet in a position to state whether these new and revised HKFRSs would have a material impact on its results of operations and financial position.

4. REVENUE

No transactions were concluded to generate any trading income by the Group during the period.

5. SEGMENT INFORMATION

As the Group's operation in trading and distribution of mobile phones and related accessories had been scaled down to inactive, the Directors considered that there were no reportable segment for the six months ended 30 June 2016 and 2015

6. FINANCE COSTS

	For the six months ended 30 June	
	2016	2015
	HK$'000	*HK$'000*
	(unaudited)	(unaudited)
Interest expenses on:		
bank borrowings	**22,448**	22,247
convertible loans	**1,984**	4,970
trade payables	**52,184**	52,188
	76,616	79,405

7. LOSS BEFORE TAX

The Group's loss before tax for the period is arrived at after charging/(crediting) the amounts as set out below:

	For the six months ended 30 June	
	2016	2015
	HK$'000	*HK$'000*
	(unaudited)	(unaudited)
Staff costs (including Directors' remuneration):		
salaries, bonuses and allowances	**690**	909
retirement benefits scheme contributions	**35**	24
	725	933
Depreciation	**–**	57
Net exchange gains (losses)	**(743)**	9,639

8. INCOME TAX

No provision for profits tax has been made as the Group did not generate any assessable profit for each of the six months ended 30 June 2016 and 2015.

9. LOSS PER SHARE

Basic loss per share

The calculation of basic loss per share is based on the loss for the period attributable to owners of the Company of approximately HK$81,241,000 (2015: HK$79,231,000) and the weighted average number of 1,945,996,565 (2015: 1,945,996,565) ordinary shares in issue during the period.

Diluted loss per share

No adjustment has been made to the basic loss per share in respect of a dilution as the exercise of the Group's outstanding convertible loans would be anti-dilutive for both periods.

10. DIVIDENDS

The Directors do not recommend the payment of an interim dividend for the six months ended 30 June 2016 (2015: None).

11. TRADE AND BILLS PAYABLES

	30 June 2016 *HK$'000* **(unaudited)**	31 December 2015 *HK$'000* (unaudited)
Trade payables	**417,617**	417,617

At the end of the reporting period, the ageing of all trade payables are over 120 days.

12. FINANCIAL GUARANTEE LIABILITIES

Group

The Company has given corporate guarantees to certain banks to secure for the general banking facilities of First Mobile Group Sdn. Bhd. ("FMGSB"), Exquisite Model Sdn. Bhd. ("EM") and Mobile Distribution (M) Sdn. Bhd. ("MDM") totaling approximately HK$178,540,000. In view that FMGSB, EM and MDM are currently in liquidation, and on ground that the potential claims of these corporate guarantees granted by the Company may be exercised by the relevant banks, a further provision for financial guarantee liabilities of approximately HK$2,635,000 have been made against the potential uncovered exposures to be borne by the Company under such guarantees in the consolidated profit or loss of the Group for the six months ended 30 June 2016.

13. CONVERTIBLE LOANS

(a) Time Boomer Limited ("Time Boomer"), a party nominated by the Investor to provide HK$13 million out of HK$50 million standby working capital facility pursuant to the terms of the Exclusivity Agreements, entered into the Loan Agreements (the "TB Loan") and Option Agreements (the "TB Option") with Mobile Distribution Limited ("MDL"), a wholly-owned subsidiary of the Company. Pursuant to a supplemental deed with Time Boomer to amend the terms of the TB Option such that Time Boomer shall now be entitled to subscribe for 83,870,968 Adjusted Shares at a total exercise price of HK$13 million, or HK$0.155 per Adjusted Share, upon fulfillment of certain conditions precedent as described in the Announcement.

Interest of 8% per annum will be paid monthly up until the Time Boomer Loan is converted or redeemed.

The interest charged for the six months period is calculated by applying an effective interest rate of 8.3% (2015: 8.3%) per annum to the liability component.

The TB Loan is secured by (i) the FMG Share Charge over a total of 68.5% of the entire issued shares of the Company held by the Major Shareholders; (ii) the Personal Guarantees given by Mr. Ng Kok Hong and Ms. Tan Sook Kiang; (iii) the share charges over the entire issued share capital of MDL; and (iv) the Fixed and Floating Charge over the assets of MDL. The FMG Share Charge, the Personal Guarantees and the Fixed and Floating Charge will continue to be in force and, subject to the terms and conditions as further described in the Company's announcement dated 14 July 2011.

(b) First Apex Investments Limited ("First Apex"), a party nominated by the Investor to provide HK$20 million out of HK$50 million standby working capital facility pursuant to the terms of the Exclusivity Agreements, entered into the Loan Agreements (the "FA Loan") and Option Agreements (the "FA Option") with MDL. Pursuant to a termination deed with First Apex terminating the FA Option and a new option deed with First Apex pursuant to which the Company will now grant to First Apex an option to subscribe for 129,032,258 Adjusted Shares at a total exercise price of HK$20 million or approximately HK$0.155 per Adjusted Share, upon fulfillment of certain conditions precedent as described in the Announcement.

The FA Loan does not bear any interest.

The interest charged for the six months period is calculated by applying an effective interest rate of nil% (2015: nil%) per annum to the liability component.

The FA Loan is secured by (i) the FMG Share Charge over a total of 68.5% of the entire issued shares of the Company held by the Major Shareholders; (ii) the Personal Guarantee given by Mr. Ng Kok Hong; (iii) the share charges over the entire issued share capital of MDL; and (iv) the Fixed and Floating Charge over the assets of MDL. The FMG Share Charge, the Personal Guarantee and the Fixed and Floating Charge will continue to be in force and, subject to the terms and conditions as further described in the Company's announcement dated 14 February 2012. The repayment date of the TB Loan and the FA Loan has extended to 31 Oct 2016.

(c) The liability components of the TB Loan and FA Loan at the end of the reporting period is analysed as follows:

	Convertible Loans — Group		
	Time Boomer	**First Apex**	**Total**
	HK$'000	***HK$'000***	***HK$'000***
Liability components at 1 January 2016	**13,000**	**20,000**	**33,000**
Interest charged	**1,984**	**–**	**1,984**
Interest included in accruals and other payables	**(1,984)**	**–**	**(1,984)**
Liability components at 30 June 2016	**13,000**	**20,000**	**33,000**

14. EVENTS AFTER THE END OF THE REPORTING PERIOD

Subsequent to the end of the reporting period, there are certain updates on the Group's Amended Proposed Restructuring in progress, and further details of which are stated in note 2 to these financial statements.

MANAGEMENT DISCUSSION AND ANALYSIS

Financial Review

For the period under review, the Group recorded no revenue, as the Group's operations have been scaled down and ceased to operate during the period

The Group's other income decreased by approximately HK$9.6 million to nil compared to the corresponding period in 2015.

The Group's general and administrative expenses decreased by approximately HK$4.6 million compared to the corresponding period in 2015 mainly due to the once-off legal and professional fees incurred in 2015 under the current restructuring/new listing application exercise while no such fees is incurred in 2016.

The Group's provision for financial guarantee liabilities decreased by approximately 6% from approximately HK$2.8 million for the first half of financial year 2015 ("FY2015") to HK$2.6 million for the corresponding period in FY2016.

Finance costs decreased by approximately HK$2.8 million compared to the previous corresponding period mainly due to a change on the floating interest rates of its borrowings.

The loss attributable to owners of the Company was approximately HK$81.2 million for the first half of FY2016, representing loss per share of HK4.17 cents as compared to a loss of approximately HK$79.2 million for the corresponding period in 2015, representing a loss per share of HK4.07 cents.

Segment Information

The Group has no revenue generated for the first half of FY2016.

Liquidity and Financial Resources

As at 30 June 2016, bank and cash balances of the Group were approximately HK$102,000 (as at 31 December 2016: HK$103,000).

The Group's gearing ratio (measured as total borrowings over total assets) as at 30 June 2015 was 351,775% (as at 31 December 2015: 318,873%).

As at 30 June 2016, certain of the Group's bank borrowings were secured by the corporate guarantees granted by the Company (as at 31 December 2015: secured by the corporate guarantees granted by the Company).

Assets and Liabilities

As at 30 June 2016, the Group had total assets of approximately HK$174,000 (as at 31 December 2015: HK$191,000), total liabilities of approximately HK$2,224 million (as at 31 December 2015: HK$2,147 million). The net liabilities of the Group as at 30 June 2016 were approximately HK$2,224 million (as at 31 December 2015: HK$2,147 million).

Significant Investments and Acquisition

The Group did not have any significant investment nor did it make any material acquisition or disposal of subsidiaries and associates during the first half of FY2016.

Charges on Group Assets

The Group had no other charge as at 30 June 2016 except for the charge by Time Boomer and First Apex. Details are set out in note 14 to the unaudited condensed consolidated interim financial statements.

Reserves

As at 30 June 2016, the Group did not have any reserves available for distribution.

Capital Structure

There was no change in the Company's share capital during the first half of FY2016.

Capital Commitments

The Group and the Company did not have any significant capital commitments as at 30 June 2016.

Contingent Liabilities

The Group did not have any significant contingent liabilities as at 30 June 2016.

Employees

As at 30 June 2016, the Group had 5 (as at 31 December 2015: 6) employees. The total of employee remuneration, including that of the Directors, for the six months ended 30 June 2016 amounted to approximately HK$0.7 million (six months ended 30 June 2015: HK$0.9 million) of which approximately HK$0.3 million represents the Director's remuneration. The Group remunerates its employees based on their performance, experience and the prevailing industry practice.

COMPETING INTEREST

None of the Directors or the management shareholders of the Company had an interest in a business which competes or may compete with the business of the Group.

PURCHASE, SALE OR REDEMPTION OF SHARES

During the Period, there was no purchase, sale or redemption by the Company, or any of its subsidiaries, of the Company's listed shares.

DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted a code of conduct (the "Code of Conduct") governing securities transactions by its Directors modelled on terms no less exacting than the required standard as set out in Appendix 10 of the Rules Governing The Listing of Securities on The Stock Exchange of Hong Kong Limited ("Listing Rules"), as amended from time to time.

Having made specific enquiry, all Directors have confirmed compliance with the Code of Conduct throughout the Period.

Relevant employees who are likely to be in possession of unpublished price-sensitive information of the Group are also subjected to similar compliance.

AUDIT COMMITTEE

The primary duties of the Audit Committee include the review of financial information, overseeing the financial reporting system and internal control procedures as well as maintaining a working relationship with the external auditors.

The unaudited financial results and statements of the Company for the six months ended 30 June 2015 have not been reviewed by external auditors or by the Audit Committee as there were no independent non-executive Directors (the "INED") to constitute the Audit Committee.

CORPORATE GOVERNANCE CODE

The Company has complied with the code provisions as set out in Appendix 14 of the Listing Rules — Corporate Governance Code and Corporate Governance Report (the "CG Code") during the six months ended 30 June 2015 in the CG Code except for those in relation to the vacancy of the (i) independent non-executive directors ("INED"); and (ii) company secretary, following the resignations of all three of the Company's INED and the company secretary on 2 December 2009 and 9 April 2014 respectively. Arrangements will be made to appoint the company secretary and an appropriate number of INEDs to reconstitute the Board of Directors and the Audit, Nomination and Remuneration Committees as soon as practicable to comply with the CG Code.

By order of the Board
First Mobile Group Holdings Limited
Ng Kok Hong
Executive Chairman

Hong Kong, 31 August 2016

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