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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)

**(1) UPDATED STATUS OF THE CAPITAL REORGANISATION
AND
(2) REVISED TIMETABLE FOR PROPOSED RESTRUCTURING**

Reference is made to the circular of First Mobile Group Holdings Limited (“**Company**”) dated 29 February 2016 (“**Circular**”) and the announcement of the Company dated 7 June 2016, 1 August 2016, 10 August 2016, 16 August 2016 and 19 August 2016 in relation to, among others, the Proposed Restructuring. Capitalised terms used herein shall have the same meanings as those defined in the Circular unless the context requires otherwise.

REVISED TIMETABLE

As stated in the announcement of the Company dated 19 August 2016, the Open Offer prospectus (“**Prospectus**”) was expected to be despatched on 5 September 2016. As additional time is required for finalising the contents of the Prospectus, and the Company proposed to add further information in relation to the details of the placing agreement in the Prospectus, it is expected that the Prospectus will be despatched on 20 September 2016.

* *For identification purposes only*

The revised timetable of, among others, the Proposed Restructuring set out below is for indicative purposes only and has been prepared based on the assumption that all the conditions of the Open Offer will be fulfilled. The revised timetable is subject to change, and any changes will be announced in a separate announcement by the Company as and when appropriate.

Event	Expected date/time
Prospectus Posting Date	Tuesday, 20 September 2016
Latest time for acceptance and payment of the Offer Shares.....	4:00 p.m. on Tuesday, 4 October 2016
Latest time for termination of the Underwriting Agreement	4:00 p.m. on Wednesday, 5 October 2016
Announcement of results of the Open Offer.....	Tuesday, 11 October 2016
Completion of the Subscription, the Acquisition, the Open Offer and the Disposals and despatch of certificates for the Subscription Shares, the Consideration Shares and the Offer Shares	Wednesday, 12 October 2016
If the Open Offer is terminated, refund cheque to be despatched	Wednesday, 12 October 2016
Announcement of completion of the Subscription, the Acquisition, the Open Offer and the Disposal.....	Wednesday, 12 October 2016
Resumption and dealing in the New Shares commence	9:00 a.m. on Friday, 14 October 2016
Odd lot matching arrangement (<i>note 2</i>)	Friday, 14 October 2016 to Friday, 4 November 2016
Last day for free exchange of share certificates for the New Shares	Tuesday, 8 November 2016

Notes:

- (1) All reference to times and dates in this announcement are references to Hong Kong times and dates.
- (2) Upon Resumption, in order to facilitate the trading of odd lots of the New Shares arising from the Capital Reorganisation, the Subscription, the Acquisition and the Open Offer, the Company will appoint an agent to arrange for matching services regarding the sale and purchase of odd lots of the New Shares, on a best effort basis, to those Shareholders who wish to top-up to a full board lot or sell their shareholdings of odd lots of the New Shares. Holders of the New Shares in odd lots should note that the matching of sale and purchase of odd lots of the New Shares is on best effort basis and successful matching of sale and

purchase of odd lots of the New Shares is not guaranteed. Shareholders are recommended to consult their professional advisers if they are in doubt about the above facility. Further announcement in respect of the details of the agent and the matching services will be made by the Company in due course.

FREE EXCHANGE OF SHARE CERTIFICATES

Shareholders and potential investors should refer to the timetable as set out in this announcement for the dates and times relating to the trading arrangement and arrangement of free exchange of share certificates in connection with the Proposed Restructuring.

The Shareholders may submit certificates in grey colour for the existing Shares to the Company's branch share registrar and transfer office in Hong Kong, Tricor Abacus Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, during normal business hours from Tuesday, 23 August 2016 to Tuesday, 8 November 2016 (both dates inclusive) to exchange for the new certificates in pink colour of the New Shares at the expenses of the Company. Thereafter, certificates for the existing Shares will be accepted for exchange only on payment of a fee of HK\$2.50 (or such higher amount as may from time to time be allowed by the Stock Exchange) for each share certificate of the existing Shares submitted for cancellation or each new share certificate issued for the New Shares, whichever number of certificates cancelled or issued is higher. The existing certificates will continue to be good evidence of legal title after the Capital Reorganisation has become effective and may be exchanged for certificates of the New Shares at any time in accordance with the foregoing.

Trading in the shares of the Company has been suspended since 9:30 a.m. on 27 November 2009 and will remain suspended until further notice.

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

Hong Kong, 5 September 2016

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.