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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) PROPOSED CHANGE OF COMPANY NAME;**
(2) CHANGE OF PRINCIPAL PLACE OF BUSINESS IN HONG KONG;
AND
(3) CHANGE OF AUDITORS

PROPOSED CHANGE OF COMPANY NAME

The Board proposes to change the English name of the Company from “First Mobile Group Holdings Limited” to “Jiande International Holdings Limited”, and to adopt and register the Chinese name of “建德國際控股有限公司” as the dual foreign name of the Company.

The EGM will be convened and held for the Shareholders to consider and, if thought fit, approve the Change of Company Name. A circular containing, among other matters, details of the Change of Company Name and a notice convening the EGM to approve the Change of Company Name will be despatched to the Shareholders as soon as practicable.

CHANGE OF PRINCIPAL PLACE OF BUSINESS IN HONG KONG

The Board announces that the principal place of business of the Company in Hong Kong will be changed from Workshop 6, Level One, Wah Yiu Industrial Centre, 30–32 Au Pui Wan Street, Fotan, Shatin, New Territories, Hong Kong to Room 1910, Fortress Tower, 250 King’s Road, Hong Kong with effect from 5 December 2016.

CHANGE OF AUDITORS

The Board announces that ZHONGHUI ANDA has resigned as the auditors of the Company with effect from 29 November 2016. The Board has resolved to appoint Deloitte as the new auditors of the Company to fill the casual vacancy following the resignation of ZHONGHUI ANDA and to hold office until the conclusion of the next annual general meeting of the Company.

PROPOSED CHANGE OF COMPANY NAME

The Board proposes to change the English name of the Company from “First Mobile Group Holdings Limited” to “Jiande International Holdings Limited”, and to adopt and register the Chinese name of “建德國際控股有限公司” as the dual foreign name of the Company.

Conditions of the Change of Company Name

The Change of Company Name is subject to the following conditions:

- (i) the passing of the necessary special resolution by the Shareholders at the EGM to approve, among others, the Change of Company Name; and
- (ii) the Registrar of Companies in the Cayman Islands approving the Change of Company Name.

Subject to the satisfaction of the conditions set out above, the Change of Company Name will take effect from the date on which the Registrar of Companies in the Cayman Islands enters the new English name and dual foreign name of the Company on the register of companies in place of the former English name and dual foreign name and issues a certificate of incorporation on change of name. The Company will then carry out all necessary filing procedures with the Companies Registry in Hong Kong.

Effect of the Change of Company Name

The Change of Company Name will not affect any rights of the holders of securities of the Company or the Company’s daily business operation and its financial position.

All existing certificates of securities in issue bearing the present name of the Company shall, upon the Change of Company Name becoming effective, continue to be evidence of title to such securities and the existing share certificates will continue to be valid for trading, settlement, registration and delivery purposes. There will not be any arrangement for exchange of the existing certificates of securities. Once the Change of Company Name becomes effective, the Board intends to change the English and Chinese stock short names of the Company accordingly and new share certificates will be issued only in the new name of the Company.

Reason for the Change of Company Name

The Board considers that the Change of Company Name will better reflect the current status of the Group and its direction of future development. The Board believes that the new English and Chinese names of the Company will provide the Company with a new corporate image which will benefit the Company’s future business development. Therefore, the Board considers that the Change of Company Name is in the best interests of the Company and the Shareholders as a whole.

CHANGE OF PRINCIPAL PLACE OF BUSINESS IN HONG KONG

The Board announces that the principal place of business of the Company in Hong Kong will be changed from Workshop 6, Level One, Wah Yiu Industrial Centre, 30-32 Au Pui Wan Street, Fotan, Shatin, New Territories, Hong Kong to Room 1910, Fortress Tower, 250 King's Road, Hong Kong with effect from 5 December 2016.

CHANGE OF AUDITORS

Since Deloitte are the auditors of China General (HK) Company Limited together with its subsidiaries (the “**Target Group**”) and the Company has no subsidiaries or other investments other than the Target Group after completion of the acquisition of the Target Group, the Board considers that it would be in the interests of the Company and the shareholders of the Company as a whole to appoint Deloitte as the auditors of the Company. Accordingly, ZHONGHUI ANDA has resigned as the auditors of the Company with effect from 29 November 2016.

ZHONGHUI ANDA has confirmed in writing that there are no other circumstances connected with their resignation that should be brought to the attention of the audit committee or shareholders of the Company. The Board confirms that there are no matters or circumstances in respect of the change of the auditors which should be brought to the attention of the shareholders of the Company. The Board believes that the change of auditors will not have any impact on the annual audit of the Company for the financial year ending 31 December 2016.

The Board further announces that with the recommendation from the Company's audit committee, the Board has resolved to appoint Deloitte as the new auditors of the Company to fill the casual vacancy following the resignation of ZHONGHUI ANDA and to hold office until the conclusion of the next annual general meeting of the Company. Pursuant to article 176(a) of the articles of association of the Company, the Board has the power to fill any casual vacancy in the office of auditors. Accordingly, no special general meeting will be held for such purpose.

The Board would like to express its sincere gratitude to ZHONGHUI ANDA for the professional services they provided to the Company in previous years.

GENERAL

The EGM will be convened and held for the Shareholders to consider and, if thought fit, approve the Change of Company Name. In compliance with the Listing Rules, all resolutions will be voted on by way of a poll at the EGM. To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, no Shareholders are required to abstain from voting on the resolutions to be proposed at the EGM.

A circular containing, among other matters, details of the Change of Company Name and a notice convening the EGM to approve the Change of Company Name will be despatched to the Shareholders as soon as practicable.

DEFINITIONS

Unless otherwise specified, the following terms have the following meanings in this announcement:

“Board”	the board of Directors
“Change of Company Name”	the proposed change of the English name of the Company from First Mobile Group Holdings Limited” to “Jiande International Holdings Limited” and the adoption of the Chinese name “建德國際控股有限公司” as the dual foreign name of the Company
“Company”	First Mobile Group Holdings Limited, a company incorporated in the Cayman Islands with limited liability and the issued Shares of which are listed and traded on the main board of the Stock Exchange (Stock Code: 865)
“Deloitte”	Deloitte Touche Tohmatsu, Certified Public Accountants, Hong Kong
“Director(s)”	director(s) of the Company
“EGM”	the extraordinary general meeting of the Company to be convened to approve, among other matters, the Change of Company Name
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollar(s), the lawful currency of Hong Kong
“Hong Kong”	Hong Kong Special Administrative Region of the People’s Republic of China
“Share(s)”	ordinary share(s) of HK\$0.005 each in the share capital of the Company
“Shareholder(s)”	holder(s) of the issued Shares
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“ZHONGHUI ANDA”	ZHONGHUI ANDA CPA Limited, Certified Public Accountants, Hong Kong

By order of the Board
First Mobile Group Holdings Limited
Shie Tak Chung
Chairman

Hong Kong, 1 December 2016

As at the date of this announcement, the executive Directors are Mr. Shie Tak Chung, Mr. Tsoi Kin Sze, Mr. Wu Zhisong and Mr. Lee Lit Mo Johnny and the independent non-executive Directors are Mr. Ma Sai Yam, Mr. Zhang Senquan and Mr. Yang Quan.

** For identification purpose only*