



Monthly Return for Equity Issuer and Hong Kong Depositary Receipts listed under Chapter 19B of the Exchange Listing Rules on Movements in Securities

For the month ended: 31 October 2021

Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: Xiaomi Corporation (A company controlled through weighted voting rights and incorporated in the Cayman Islands with limited liability)

Date Submitted: 04 November 2021

I. Movements in Authorised / Registered Share Capital

1. Type of shares	WVR ordinary shares	Class of shares	Class B	Listed on SEHK (Note 1)	Yes	
Stock code	01810	Description				
	Number of authorised/registered shares	Par value		Authorised/registered share capital		
Balance at close of preceding month	200,000,000,000	USD	0.0000025	USD	500,000	
Increase / decrease (-)				USD		
Balance at close of the month	200,000,000,000	USD	0.0000025	USD	500,000	

2. Type of shares	WVR ordinary shares	Class of shares	Class A	Listed on SEHK (Note 1)	No	
Stock code	01810	Description				
	Number of authorised/registered shares	Par value		Authorised/registered share capital		
Balance at close of preceding month	70,000,000,000	USD	0.0000025	USD	175,000	
Increase / decrease (-)				USD		
Balance at close of the month	70,000,000,000	USD	0.0000025	USD	175,000	

Total authorised/registered share capital at the end of the month: USD 675,000

II. Movements in Issued Shares

1. Type of shares	WVR ordinary shares	Class of shares	Class B	Listed on SEHK (Note 1)	Yes	
Stock code	01810	Description				
Balance at close of preceding month		20,439,761,934				
Increase / decrease (-)		2,433,160				
Balance at close of the month		20,442,195,094				

2. Type of shares	WVR ordinary shares	Class of shares	Class A	Listed on SEHK (Note 1)	No	
Stock code	01810	Description				
Balance at close of preceding month		4,654,463,012				
Increase / decrease (-)						
Balance at close of the month		4,654,463,012				

III. Details of Movements in Issued Shares

(A). Share Options (under Share Option Schemes of the Issuer)

1. Type of shares issuable		WVR ordinary shares		Class of shares		Class B		Shares issuable to be listed on SEHK (Note 1)		Yes		
Stock code of shares issuable (if listed on SEHK) (Note 1)				01810								
Particulars of share option scheme		Number of share options outstanding at close of preceding month		Movement during the month		Number of share options outstanding at close of the month		No. of new shares of issuer issued during the month pursuant thereto (A)		No. of new shares of issuer which may be issued pursuant thereto as at close of the month		The total number of securities which may be issued upon exercise of all share options to be granted under the scheme at close of the month
1).	Pre-IPO employee stock incentive scheme - options	424,649,447		Exercised		421,228,287		2,433,160		421,228,287		0
				Lapsed								
General Meeting approval date (if applicable)		05 May 2011										
2).	Post-IPO share option scheme	121,900,000				121,900,000				121,900,000		1,446,194,311
General Meeting approval date (if applicable)		17 June 2018										

Total A (WVR ordinary shares Class B): 2,433,160

Total funds raised during the month from exercise of options: USD 712,141.3

(B). Warrants to Issue Shares of the Issuer which are to be Listed Not applicable

(C). Convertibles (i.e. Convertible into Issue Shares of the Issuer which are to be Listed)

1. Type of shares issuable	WVR ordinary shares	Class of shares	Class B	Shares issuable to be listed on SEHK (Note 1)	Yes	
Stock code of shares issuable (if listed on SEHK) (Note 1)		01810				
Description of the Convertibles	Currency	Amount at close of preceding month	Movement during the month	Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto (C)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1). Zero coupon guaranteed convertible bonds due 2027	USD	855,000,000		855,000,000		180,447,244
Type of convertibles	Bond/Notes					
Stock code of the Convertibles (if listed on SEHK) (Note 1)	40511					
Subscription/Conversion price	HKD	36.74				
General Meeting approval date (if applicable)	23 June 2020					

Total C (WVR ordinary shares Class B): _____

(D). Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be listed, including Options (other than Share Options Schemes)

1. Type of shares issuable	WVR ordinary shares	Class of shares	Class B	Shares issuable to be listed on SEHK (Note 1)	Yes	
Stock code of shares issuable (if listed on SEHK) (Note 1)		01810				
Description			General Meeting approval date (if applicable)	No. of new shares of issuer issued during the month pursuant thereto (D)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month	
1).	On May 21, 2020, the Company entered into the (i) Zifone Agreement with Zifone and (ii) the Shareholder Vendors Agreement with the Shareholder Vendors, pursuant to which, the Company has conditionally agreed to acquire, and each of Zifone and the Shareholder Vendors has conditionally agreed to sell, the Sale Shares, at a total Consideration of US\$102.84 million, which shall be satisfied (i) as to approximately US\$25.78 million in cash; and (ii) as to approximately US\$77.06 million by the allotment and issue of 54,379,044 Consideration Shares, credited as fully paid, by the Company. Capitalized terms used therein shall have the same meanings as those defined in the announcement dated May 21, 2020 of the Company. For further details, please refer to the said announcement.					17,664,996

	On June 16, 2020, the Company issued 27,293,842 Consideration Shares. On June 2, 2021, the Company issued 9,420,206 Consideration Shares.			
2).	On August 25, 2021, the Company entered into the Ordinary Share Purchase Agreement with the relevant Parties, pursuant to which, the Company conditionally agreed to acquire, and each of the Ordinary Shareholder Vendors has conditionally agreed to sell, 125,494,231 ordinary shares, representing 71.16% of the entire issued share capital of the Target Company after Closing. The Target Company also undertakes to cancel all options granted but unexercised under the ESOP before Closing. The total Consideration under the Ordinary Share Purchase Agreement is approximately US\$62.47 million, which shall be satisfied (i) as to approximately US\$9.50 million in cash; and (ii) as to approximately US\$52.97 million by the allotment and issue of 16,343,252 Consideration Shares, credited as fully paid, by the Company. Capitalized terms used therein shall have dated August 25, 2021 of the Company. For further details, please refer to the said announcement.			16,343,252

Total D (WVR ordinary shares Class B): _____

(E). Other Movements in Issued Share

1. Type of shares issuable (Note 5 and 6)	WVR ordinary shares	Class of shares	Class B	Shares issuable to be listed on SEHK (Note 1, 5 and 6)	Yes	
Stock code of shares issuable (if listed on SEHK) (Note 1, 5 and 6)		01810				
Type of Issue	At price (if applicable)		Issue and allotment date (Note 5 and 6)	General Meeting approval date (if applicable)	No. of new shares of issuer issued during the month pursuant thereto (E)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
	Currency	Amount				
1). Share award scheme						289,541,136
2). Repurchase of shares				10 June 2021		-115,364,800

Total E (WVR ordinary shares Class B): _____

Total increase / decrease (-) in WVR ordinary shares Class B during the month (i.e. Total of A to E)	2,433,160
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IV. Information about Hong Kong Depositary Receipt (HDR) Not applicable

V. Confirmations

We hereby confirm to the best knowledge, information and belief that, in relation to each of the securities issued by the issuer during the month as set out in Part III and IV which has not been previously disclosed in a return published under Main Board Rule 13.25A / GEM Rule 17.27A, it has been duly authorised by the board of directors of the listed issuer and, insofar as applicable:

(Note 2)

- (i) all money due to the listed issuer in respect of the issue of securities has been received by it;
- (ii) all pre-conditions for listing imposed by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited under "Qualifications of listing" have been fulfilled;
- (iii) all (if any) conditions contained in the formal letter granting listing of and permission to deal in the securities have been fulfilled;
- (iv) all the securities of each class are in all respects identical (Note 3);
- (v) all documents required by the Companies (Winding Up and Miscellaneous Provisions) Ordinance to be filed with the Registrar of Companies have been duly filed and that compliance has been made with other legal requirements;
- (vi) all the definitive documents of title have been delivered/are ready to be delivered/are being prepared and will be delivered in accordance with the terms of issue;
- (vii) completion has taken place of the purchase by the issuer of all property shown in the listing document to have been purchased or agreed to be purchased by it and the purchase consideration for all such property has been duly satisfied; and
- (viii) the trust deed/deed poll relating to the debenture, loan stock, notes or bonds has been completed and executed, and particulars thereof, if so required by law, have been filed with the Registrar of Companies.

Submitted by: Alain Lam

Title: Chief Financial Officer

(Director, Secretary or other Duly Authorised Officer)

Notes

1. SEHK refers to Stock Exchange of Hong Kong.
2. Items (i) to (viii) are suggested forms of confirmation which may be amended to meet individual cases. Where the issuer has already made the relevant confirmations in a return published under Main Board Rule 13.25A / GEM Rule 17.27A in relation to the securities issued, no further confirmation is required to be made in this return.

3. "Identical" means in this context:
 - . the securities are of the same nominal value with the same amount called up or paid up;
 - . they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and
 - . they carry the same rights as to unrestricted transfer, attendance and voting at meetings and rank pari passu in all other respects.
4. If there is insufficient space, please submit additional document.
5. In the context of repurchase of shares:
 - . "shares issuable to be listed on SEHK" should be construed as "shares repurchased listed on SEHK"; and
 - . "stock code of shares issuable (if listed on SEHK)" should be construed as "stock code of shares repurchased (if listed on SEHK)"; and
 - . "type of shares issuable" should be construed as "type of shares repurchased"; and
 - . "issue and allotment date" should be construed as "cancellation date"
6. In the context of redemption of shares:
 - . "shares issuable to be listed on SEHK" should be construed as "shares redeemed listed on SEHK"; and
 - . "stock code of shares issuable (if listed on SEHK)" should be construed as "stock code of shares redeemed (if listed on SEHK)"; and
 - . "type of shares issuable" should be construed as "type of shares redeemed"; and
 - . "issue and allotment date" should be construed as "redemption date"