

## **Depository's Notice of Shareholders' Meeting of KongZhong Corporation**

<b>ADSs:</b>	American Depositary Shares evidenced by American Depositary Receipts ("ADRs").
<b>ADS CUSIP No.:</b>	50047P104, 50047P997.
<b>ADS Record Date:</b>	October 28, 2016.
<b>Meeting Specifics:</b>	Annual General Meeting of Shareholders to be held on December 15, 2016 at 2:00 p.m. (local time) at the Company's offices on the 35th Floor, Tengda Plaza, No. 168 Xizhimenwai Street, Beijing, China (the "Meeting").
<b>Meeting Agenda:</b>	Please refer to the Company's Notice of Meeting enclosed.
<b>ADS Voting Instructions Deadline:</b>	On or before 10:00 A.M. (New York City time) on December 7, 2016.
<b>Deposited Securities:</b>	Ordinary shares, par value U.S. \$0.0000005 per share, of KongZhong Corporation, a company incorporated and existing under the laws of the Cayman Islands, and its successors (the "Company").
<b>ADS Ratio:</b>	40 Ordinary shares to 1 ADS.
<b>Depository:</b>	Citibank, N.A.
<b>Custodian of Deposited Securities:</b>	Citibank, N.A. - Hong Kong.
<b>Deposit Agreement:</b>	Deposit Agreement, dated as of July 14, 2004, and as amended by Amendment No. 1 to Deposit Agreement, dated as of July 6, 2015, by and among the Company, the Depository and all Holders and Beneficial Owners from time to time of ADRs, evidencing ADSs, issued thereunder.

To be counted, your Voting Instructions need to be received by the Depository prior to 10:00 A.M. (New York City time) on  
**December 7, 2016.**

The Company has announced that the Meeting will be held at the date, time and location identified above. **A copy of the Notice of Meeting from the Company which includes the agenda for such Meeting is enclosed.\*** The Company's Notice of Meeting and related materials are available through the Company's website, at <http://ir.kongzhong.com>.

Holders of ADRs wishing to give voting instructions to the Depositary must sign, complete and return the enclosed Voting Instructions prior to the ADS Voting Instructions Deadline in the enclosed pre-addressed envelope.\*

Upon timely receipt of signed and completed Voting Instructions from a Holder of ADRs, the Depositary shall endeavor, insofar as practicable and permitted under applicable law and the provisions of the Deposited Securities, to vote, or cause the Custodian to vote (by means of the appointment of a proxy or otherwise) the Deposited Securities in respect of which Voting Instructions have been received in accordance with the instructions contained therein.

*Please note that, pursuant to Section 4.10 of the Deposit Agreement, under the Memorandum of Association and Articles of Association of the Company (as in effect on the date hereof), a poll may be demanded by the Chairman or any other member present in person or by proxy holding at least 10% in nominal value of the total issued shares giving the right to attend and vote at a meeting.*

*Please further note that, as set forth in Section 4.10 of the Deposit Agreement, in the event voting takes place by show of hands, the Depositary will instruct the Custodian to vote all Deposited Securities in accordance with the voting instructions received from a majority of holders of ADSs who provided voting instructions. In the event of voting by poll, Deposited Securities for which no timely voting instructions have been received will not be voted (but all Deposited Securities will be represented at the meeting for quorum purposes if any timely voting instructions have been received from Holders).*

*Please also note that, in accordance with and subject to the terms of Section 4.10 of the Deposit Agreement, if the Depositary timely receives voting instructions from a Holder which fail to specify the manner in which the Depositary is to vote the Deposited Securities represented by such Holder's ADSs, the Depositary will deem such Holder (unless otherwise specified in the notice distributed to Holders) to have instructed the Depositary to vote in favor of the items set forth in such voting instructions. The Depositary shall, if so requested in writing by the Company, represent all Deposited Securities for the sole purpose of establishing a quorum at a meeting of shareholders.*

*Voting instructions may be given only in respect of a number of ADSs representing an integral number of Deposited Securities.*

The information contained herein with respect to the Meeting has been provided by the Company. Citibank, N.A. is forwarding this information to you solely as Depositary and in accordance with the terms of the Deposit Agreement and disclaims any responsibility with respect to the accuracy of such information. Citibank, N.A. does not, and should not be deemed to, express any opinion with respect to the proposals to be considered at the Meeting. The rights and obligations of Holders and Beneficial Owners of ADSs, the Company and the Depositary are set forth in their entirety in the Deposit Agreement and summarized in the ADRs. If you wish to receive a copy of the Deposit Agreement, please contact the Depositary at the number set forth below.

*If you have any questions about the way in which Voting Instructions may be delivered to the Depositary, please contact Citibank, N.A. - ADR Shareholder Services at 1-877-CITI-ADR (1-877-248-4237).*

Citibank, N.A., as Depositary

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\* As set forth in Section 4.10 of the Deposit Agreement, Holders of record of ADRs as of the close of business on the ADS Record Date, will be entitled, subject to any applicable law, the provisions of the Deposit Agreement, the Memorandum of Association and Articles of Association of the Company, and the provisions of or governing the Deposited Securities, to instruct the Depositary as to the exercise of the voting rights, if any, pertaining to the Deposited Securities represented by such Holders' ADSs.