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COOLPAD GROUP LIMITED

酷派集團有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 2369)

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE OF COMPOSITION OF AUDIT COMMITTEE, NOMINATION COMMITTEE AND REMUNERATION COMMITTEE

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board announces that with effect from 17 February 2014, Mr. Yang Xianzu resigned as an independent non-executive Director, together as a member of the Nomination Committee, the Audit Committee and the Remuneration Committee.

CHANGE OF COMPOSITION OF AUDIT COMMITTEE, NOMINATION COMMITTEE AND REMUNERATION COMMITTEE

Mr. Chan King Chung, an independent non-executive Director, was appointed as a member of the Nomination Committee with effect from 17 February 2014.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board ("**Board**") of directors (each, a "**Director**") of Coolpad Group Limited ("**Company**") announces that with effect from 17 February 2014, Mr. Yang Xianzu ("**Mr. Yang**") resigned as an independent non-executive Director, together as a member of nomination committee of the Board ("**Nomination Committee**"), a member of the audit committee of the Board ("**Audit Committee**") and a member of the remuneration committee of the Board ("**Remuneration Committee**") as he wishes to have more personal time due to his age.

Mr. Yang has confirmed that he has no disagreement with the Board and there are no matters in relation to his resignation which should be brought to the attention of the shareholders of the Company ("**Shareholders**"). The Board is also not aware of any such matters in relation to the resignation of Mr. Yang that need to be brought to the attention of the Shareholders.

The Board would like to take this opportunity to thank Mr. Yang for his contributions to the Company during his tenure of office.

Following the resignation of Mr. Yang, the Board will be comprised of four executive Directors and three independent non-executive Directors. Accordingly, the Company complies with the requirements of rule 3.10 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Listing Rules**”).

CHANGE OF COMPOSITION OF AUDIT COMMITTEE, NOMINATION COMMITTEE AND REMUNERATION COMMITTEE

Mr. Chan King Chung, an independent non-executive Director, was appointed as a member of the Nomination Committee with effect from 17 February 2014 and therefore the Nomination Committee will be comprised of the chairman of the Board and two independent non-executive Directors.

Following the resignation of Mr. Yang, each of the Audit Committee and the Remuneration Committee will be comprised of three independent non-executive Directors.

Accordingly, the Company complies with the requirements of rules 3.21 and 3.25 of the Listing Rules and paragraph A.5.1 of Appendix 14 to the Listing Rules.

By order of the Board
COOLPAD GROUP LIMITED
GUO DEYING
Chairman

Hong Kong, 17 February 2014

As at the date of this announcement, the executive Directors are Mr. Guo Deying, Mr. Jiang Chao, Mr. Li Bin and Mr. Li Wang and the independent non-executive Directors are Dr. Huang Dazhan, Mr. Xie Weixin and Mr. Chan King Chung.