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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)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 23 FEBRUARY 2016

The Board is pleased to announce that the resolution proposed at the EGM held on 23 February 2016 was duly passed.

Reference is made to the circular dated 31 January 2016 (the “**Circular**”) issued by Coolpad Group Limited (the “**Company**”) and the notice of the extraordinary general meeting (the “**EGM**”) dated 31 January 2016 (the “**Notice**”). Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

The EGM was held at Meeting Room of Exhibition Hall in Building 5, Coolpad Information Park, Shenzhen, People’s Republic of China on Tuesday, 23 February 2016 at 11:00 a.m.. The Board is pleased to announce that the resolution as set out in the Notice was duly passed at the EGM. The poll results are as follows:

ORDINARY RESOLUTION		Number of Votes (%)	
		FOR	AGAINST
1.	To consider and approve: “THAT (a) the share adjustment framework agreement (“ Share Adjustment Framework Agreement ”) dated 18 September 2015 entered into among the Company, Coolpad E-Commerce Inc. and Tech Time Development Limited be and is hereby approved, confirmed and ratified and the transactions contemplated thereunder be and are hereby approved; and	1,867,479,085 (100.0%)	0 (0.0%)

ORDINARY RESOLUTION		Number of Votes (%)	
		FOR	AGAINST
(b)	any one of the directors (“ Directors ”) of the Company be and is authorised to do all such acts and things, to sign and execute such documents or agreements or deeds on behalf of the Company and to do such other things and to take all such actions as he/she considers necessary, appropriate, desirable and expedient for the purposes of giving effect to or in connection with the Share Adjustment Framework Agreement and all transactions contemplated thereunder, and to agree to such variation, amendments or waiver or matters relating thereto of a non-material nature (including any variation, amendments or waiver of such documents or any terms thereof, which are not fundamentally different from those as provided in the Share Adjustment Framework Agreement) as are, in the opinion of such Director, in the interests of the Company and its shareholders as a whole.”		

As more than 50% of the votes were cast in favour of the above-stated resolution, the resolution was duly passed by the Shareholders as an ordinary resolution of the Company.

As at the date of the EGM, the number of total issued Shares was 4,354,597,200, and the total number of Shares entitling the Shareholders to attend and vote for or against the resolution proposed at the EGM was 4,354,597,200 Shares. No Shareholder was required to abstain or is restrained from voting on the resolution proposed at the EGM. There was no Share entitling a Shareholder to attend and abstain from voting in favour of the resolution at the EGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. No party had stated its intention in the Circular to vote against the resolution proposed at the EGM or to abstain from voting.

The above-stated resolution at the EGM was put to the vote by way of poll. Computershare Hong Kong Investor Services Limited, the branch share registrar of the Company in Hong Kong, was appointed as the scrutineer for the vote-taking of the poll at the EGM.

By Order of the Board
COOLPAD GROUP LIMITED
GUO DEYING
Chairman

Hong Kong, 23 February 2016

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