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**coolpad 酷派**

**COOLPAD GROUP LIMITED**

**酷派集團有限公司**

*(incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 2369)**

**RESULTS OF THE RIGHTS ISSUE OF 653,189,580 RIGHTS SHARES  
ON THE BASIS OF THREE (3) RIGHTS SHARES FOR EVERY  
TWENTY (20) SHARES HELD ON THE RECORD DATE AT  
THE SUBSCRIPTION PRICE OF HK\$1.10 PER RIGHTS SHARE**

**Underwriter**

**UOBKayHian**  
**大華繼顯**

**RESULTS OF THE RIGHTS ISSUE**

The Board announces that, as at 4:00 p.m. on Wednesday, 2 March 2016, being the latest time for acceptance of, and payment for, the Rights Shares and the application and payment for excess Rights Shares: (i) 32 valid acceptances in respect of a total of 435,277,176 Rights Shares provisionally allotted under the Rights Issue have been received, representing approximately 66.64% of the total number of 653,189,580 Rights Shares available under the Rights Issue; and (ii) 24 valid applications in respect of a total of 34,376,386 excess Rights Shares have been received, representing approximately 5.26% of the total number of 653,189,580 Rights Shares available under the Rights Issue. In aggregate, 56 valid acceptances and applications in respect of a total of 469,653,562 Rights Shares, representing approximately 71.90% of the total number of 653,189,580 Rights Shares available under the Rights Issue, have been received. Accordingly, the Rights Issue was under-subscribed by 183,536,018 Rights Shares, representing approximately 28.10% of the total number of Rights Shares available under the Rights Issue.

## **UNDERWRITING AGREEMENT**

As all the conditions precedent set out in the Underwriting Agreement have been fulfilled and the Underwriting Agreement was not terminated by the Underwriter prior the Latest Time for Termination, the Underwriting Agreement (and therefore the Rights Issue) became unconditional after 5:00 p.m. on Thursday, 3 March 2016. As a result of the under-subscription of the Rights Shares and pursuant to the terms and conditions of the Underwriting Agreement, the Underwriter has performed its underwriting obligations and has procured subscriber(s) who is/are independent third parties of the Company to subscribe for 183,536,018 untaken Rights Shares.

## **EXCESS RIGHTS SHARES**

Given the under-subscription of the Rights Shares, the Board has resolved to accept all 24 valid applications for a total of 34,376,386 excess Rights Shares and to allot and issue such number of Rights Shares to the relevant applicants in full. Shareholders applying for such excess Rights Shares will be fully allotted with the excess Rights Shares they have applied for. No preference has been given to topping-up odd lots to whole board lots.

## **DESPATCH OF SHARE CERTIFICATES FOR THE RIGHTS ISSUE**

As all the conditions of the Rights Issue set out in the Prospectus have been fulfilled, it is expected that the share certificates for the fully-paid Rights Shares will be despatched to those entitled at their own risks by ordinary post to their registered addresses on Thursday, 10 March 2016.

## **COMMENCEMENT OF DEALINGS IN THE FULLY-PAID RIGHTS SHARES**

Dealings in the fully-paid Rights Shares are expected to commence on the Stock Exchange at 9:00 a.m. on Friday, 11 March 2016.

Reference is made to the prospectus of Coolpad Group Limited (the “**Company**”) dated 17 February 2016 in relation to the Rights Issue (the “**Prospectus**”). Capitalised terms used in this announcement shall have the same meanings as defined in the Prospectus unless otherwise stated.

## **RESULTS OF THE RIGHTS ISSUE**

The Board announces that, as at 4:00 p.m. on Wednesday, 2 March 2016 being the latest time for acceptance of, and payment for, the Rights Shares and the application and payment for excess Rights Shares: (i) 32 valid acceptances in respect of a total of 435,277,176 Rights Shares provisionally allotted under the Rights Issue have been received, representing approximately 66.64% of the total number of 653,189,580 Rights Shares available under the Rights Issue; and (ii) 24 valid applications in respect of a total of 34,376,386 excess Rights Shares have been received, representing approximately 5.26% of the total number of 653,189,580 Rights Shares available under the Rights Issue. In aggregate, 56 valid acceptances and applications in respect of a total of 469,653,562 Rights Shares, representing approximately 71.90% of the total number of 653,189,580 Rights Shares available under the Rights Issue, have been received. Accordingly, the Rights Issue was under-subscribed by 183,536,018 Rights Shares, representing approximately 28.10% of the total number of Rights Shares available under the Rights Issue.

Pursuant to the Irrevocable Undertakings:

- Data Dreamland has: (i) subscribed for, or procured its associates to subscribe for, 132,294,374 Rights Shares; and (ii) not applied, or procured its associates not to apply, by way of excess application, for excess Rights Shares;
- Leview has: (i) subscribed for, or procured its associates to subscribe for, 117,057,000 Rights Shares; and (ii) not applied, or procured its associates not to apply, by way of excess application, for excess Rights Shares;
- Mr. Jiang has: (i) subscribed for, or procured its associates to subscribe for, 3,843,000 Rights Shares; and (ii) not applied, or procured its associates not to apply, by way of excess application, for excess Rights Shares; and
- Mr. Li has: (i) subscribed for, or procured its associates to subscribe for, 2,625,000 Rights Shares; and (ii) not applied, or procured its associates not to apply, by way of excess application, for excess Rights Shares.

## **UNDERWRITING AGREEMENT**

As all the conditions precedent set out in the Underwriting Agreement have been fulfilled and the Underwriting Agreement was not terminated by the Underwriter prior the Latest Time for Termination, the Underwriting Agreement (and therefore the Rights Issue) became unconditional after 5:00 p.m. on Thursday, 3 March 2016. As a result of the under-subscription of the Rights Shares and pursuant to the terms and conditions of the Underwriting Agreement, the Underwriter has performed its underwriting obligations and has procured subscriber(s) who is/are independent third parties of the Company to subscribe for 183,536,018 untaken Rights Shares.

## **EXCESS RIGHTS SHARES**

Given the under-subscription of the Rights Shares, the Board has resolved to accept all 24 valid applications for a total of 34,376,386 excess Rights Shares and to allot and issue such number of Rights Shares to the relevant applicants in full. Shareholders applying for such excess Rights Shares will be fully allotted with the excess Rights Shares they have applied for. No preference has been given to topping-up odd lots to whole board lots. Therefore, no refund cheques for wholly and partially unsuccessful applications for excess Rights Shares will be posted.

## **CHANGES IN SHAREHOLDING STRUCTURE**

Based on the information available to the Company as at the date of this announcement, the shareholding structures of the Company immediately before and after completion of the Rights Issue are as follows:

	Immediately before completion of the Rights Issue		Immediately after completion of the Rights Issue	
	No. of Shares	Approximate % of the total issued Shares	No. of Shares	Approximate % of the total issued Shares
Data Dreamland (Note 1)	881,962,496	20.25	1,014,256,870	20.25
Mr. Jia Yueting (Note 2)	780,380,000	17.92	897,437,000	17.92
Mr. Jiang (Note 3)	25,620,000	0.59	29,463,000	0.59
Mr. Li	17,500,000	0.40	20,125,000	0.40
Mr. Chan King Chung	384,000	0.01	441,600	0.01
Mr. Huang Dazhan	288,000	0.01	288,000	0.01
Mr. Xie Weixin	384,000	0.01	384,000	0.01
Mr. Li Wang (Note 4)	10,040,000	0.23	10,040,000	0.20
Other public Shareholders	2,638,038,704	60.58	2,851,815,292	56.95
Subscriber(s) procured by the Underwriter/ sub-underwriter	—	—	183,536,018	3.67
<b>Total</b>	<b>4,354,597,200</b>	<b>100.00</b>	<b>5,007,786,780</b>	<b>100.00</b>

\* Certain percentage figures included in the above table has been subject to rounding adjustments. Accordingly, figures shown as totals may not be an arithmetic aggregation of the figures preceding them.

Note:

1. The entire issued share capital of Data Dreamland is held by *Barrie Bay*. *Barrie Bay* is acting as the trustee of the *Barrie Bay Trust*. The *Barrie Bay Trust* is a unit trust held by *HSBC Trustee*, which is acting as the trustee of the *Barrie Bay Trust*. The *Barrie Bay Trust* is a discretionary trust set up by Mr. Guo Deying and Ms. Yang Xiao and the discretionary objects of which include the children of Mr. Guo Deying and Ms. Yang Xiao.
2. 897,437,000 Shares are held by *Leview*, the entire share capital of which is held by *Leview Mobile Ltd.*, the entire share capital of which is held by *Le Ltd.*, the entire share capital of which is held by *Lele Holding Ltd.*, the entire share capital of which is held by Mr. Jia Yueting.
3. Mr. Jiang directly owns 28,980,000 Shares. Mr. Jiang is also deemed to be interested in the 483,000 shares held by *Wintech Consultants Limited* as he was one of the discretionary objects under the *China Wireless Employee Benefit Trust*, a discretionary trust established for the benefit of the employees of the Group and the *China Wireless Share Award Plan*.
4. Mr. Li Wang resigned as an executive Director with effect from 18 January 2016.

## **DESPATCH OF SHARE CERTIFICATES FOR THE RIGHTS ISSUE**

As all the conditions of the Rights Issue set out in the Prospectus have been fulfilled, it is expected that the share certificates for the fully-paid Rights Shares will be despatched to those entitled at their own risks by ordinary post to their registered addresses on Thursday, 10 March 2016.

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Dealings in the fully-paid Rights Shares are expected to commence on the Stock Exchange at 9:00 a.m. on Friday, 11 March 2016.

By the Order of the Board  
**Coolpad Group Limited**  
**GUO DEYING**  
*Chairman*

Hong Kong, 9 March 2016

*As at the date of this announcement, 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.*