

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

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)

COMPLETION OF SUBSCRIPTIONS OF NEW SHARES UNDER GENERAL MANDATE

Reference is made to the announcement of Coolpad Group Limited (the “**Company**”) dated 27 August 2023 (the “**Announcement**”) in relation to the proposed subscription of new shares of the Company under general mandate. Unless otherwise defined, capitalised terms used herein shall have the same meanings as defined in the Announcement.

COMPLETION OF THE SUBSCRIPTIONS

The Board is pleased to announce that as all the conditions under the Subscription Agreements have been fulfilled, the Completion took place on 10 October 2023. An aggregate of 2,730,000,000 Subscription Shares were allotted and issued by the Company to the Subscribers at the Subscription Price of HK\$0.033 per Subscription Share pursuant to the terms and conditions of the Subscription Agreements. The net proceeds (after deduction of all relevant expenses) from the Subscriptions of approximately HK\$89.0 million will be applied in the manner as disclosed in the Announcement.

EFFECT ON SHAREHOLDING STRUCTURE

The 2,730,000,000 Subscription Shares represent (i) approximately 20% of the issued share capital of the Company immediately before Completion; and (ii) approximately 16.67% of the issued share capital of the Company as enlarged by the Subscriptions. Set out below is the shareholding structure of the Company immediately before and after the Completion:

Shareholders	Immediately before Completion		Immediately after Completion	
	<i>No. of Shares</i>	<i>Approximate per cent. (%)</i>	<i>No. of Shares</i>	<i>Approximate per cent. (%)</i>
Directors (Note 1)				
Mr. Chen Jiajun (Note 2)	3,131,355,500	22.94	3,131,355,500	19.12
Mr. Xu Yibo	4,500,000	0.03	4,500,000	0.03
Substantial Shareholders (Other than Mr. Chen Jiajun)				
Mr. Liu Feng (Note 3)	<u>1,420,260,000</u>	<u>10.40</u>	<u>1,420,260,000</u>	<u>8.67</u>
Sub-total of non-public Shareholders				
	<u>4,556,115,500</u>	<u>33.38</u>	<u>4,556,115,500</u>	<u>27.81</u>
Public Shareholders				
Guarantor A (Note 4)	106,216,000	0.78	561,216,000	3.43
Subscriber B	–	–	818,000,000	4.99
Subscriber C	–	–	297,000,000	1.81
Subscriber D	–	–	160,000,000	0.98
Subscriber E	–	–	606,000,000	3.70
Subscriber F	–	–	303,000,000	1.85
Subscriber G	–	–	91,000,000	0.56
Other public Shareholders	<u>8,988,676,455</u>	<u>65.85</u>	<u>8,988,676,455</u>	<u>54.87</u>
Sub-total of non-public Shareholders				
	<u>9,094,892,455</u>	<u>66.62</u>	<u>11,824,892,455</u>	<u>72.19</u>
Total	<u>13,651,007,955</u>	<u>100.00</u>	<u>16,381,007,955</u>	<u>100.00</u>

Notes:

- As at the date of this announcement, each of Mr. Ma Fei, Mr. Xu Yibo, Mr. Liang Rui, Mr. Ng Wai Hung and Mr. Guo Jinghui, was interested in 13,058,819, 19,588,236, 32,647,060, 3,047,060 and 1,958,824 Shares (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)), respectively, being the underlying Shares of the options granted to the relevant Directors by the Company under the share option scheme adopted by the Company on 23 May 2014. For the purpose of this announcement, the above table does not include any underlying shares to be issued under any share options granted to the Directors.

2. As at the date of this announcement: (a) 2,331,355,500 Shares were directly held by Great Shine Investment Limited, which is 100% directly held by Great Splendid Holdings Limited. Mr. Chen Jiajun is the director of Great Splendid Holdings Limited and holds 100% shares of Great Splendid Holdings Limited; and (b) 800,000,000 Shares were directly held by Elite Mobile Limited, which was ultimately controlled by Mr. Chen Jiajun. Therefore, Mr. Chen Jiajun, executive Director, chief executive officer and chairman of the Company, was indirectly interested in 3,131,355,500 Shares, of which 2,331,355,500 Shares were held through Great Shine Investment Limited and 800,000,000 Shares were held through Elite Mobile Limited.
3. As at the date of this announcement: (a) 920,260,000 Shares were directly held by YH Fund SPC – YH01 SP I, which was ultimately controlled by Mr. Liu Feng; and (b) 500,000,000 Shares were directly held by Mr. Liu Feng.
4. As at the date of this announcement, Subscriber A was interested in 455,000,000 Shares. As at the date of this announcement, Guarantor A, the ultimate beneficial owner of Subscriber A, was interested in 561,216,000 Shares.
5. All percentages stated in the above table are approximations and certain amounts and percentage figures included have been subject to rounding adjustments. Accordingly, figures shown as totals in the above table may not be an arithmetic aggregation of the figures preceding them.

By order of the Board
Coolpad Group Limited
Chen Jiajun
Executive Director
Chief Executive Officer
Chairman

Hong Kong, 10 October 2023

As at the date of this announcement, the Board comprises (i) two executive Directors, namely Mr. Chen Jiajun and Mr. Ma Fei; (ii) three non-executive Directors, namely Mr. Liang Rui, Mr. Ng Wai Hung and Mr. Xu Yibo; and (iii) three independent non-executive Directors, namely Mr. Guo Jinghui, Mr. Chiu Sin Nang Kenny and Mr. Ngai Tsz Hin Michael.