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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)

**ANNOUNCEMENT PURSUANT TO
RULES 13.51B(2) AND 13.51(2)(H) OF THE LISTING RULES**

This announcement is made by Coolpad Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rules 13.51B(2) and 13.51(2)(h) of The Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

Reference is made to the regulatory announcement dated 9 May 2023 published by the Stock Exchange (the “**Regulatory Announcement**”) in relation to, among others, the public censure of Mr. Chiu Sin Nang Kenny (“**Mr. Chiu**”), an independent non-executive director of the Company. Mr. Chiu was a former independent non-executive director, a member of the audit committee, the chairman of the remuneration committee and a member of the nomination committee of the board of directors of Keyne Ltd (formerly known as Nine Express Limited) (stock code: 9) (“**Keyne**”) during the period from 23 June 2015 to 1 July 2022. Mr. Chiu was publicly censured by the Listing Committee of the Stock Exchange (the “**Listing Committee**”) for breaching Rule 3.08 of the Listing Rules and his declaration and undertaking given to the Stock Exchange in the form set out in Appendix 5B to the Listing Rules during his tenure of directorship in Keyne (the “**Disciplinary Action**”). Keyne is listed on the Stock Exchange and further information on the background of the public censure, as well as the breach of the Listing Rules by Mr. Chiu in relation to Keyne’s entering into of certain pledge agreements (the “**Pledge Agreements**”) and facility agreements (the “**Facility Agreements**”) with its connected persons, is set out in the Regulatory Announcement. Mr. Chiu has been directed by the Listing Committee to attend 26 hours of training on regulatory and legal topics including Listing Rules compliance.

The board (the “**Board**”) of directors (the “**Directors**”) of the Company (other than Mr. Chiu) has reviewed the Regulatory Announcement (and the statement of disciplinary action referred therein) and the implications of the Disciplinary Action. The Board (other than Mr. Chiu) considers that Mr. Chiu remains suitable to act as an independent non-executive Director for the following reasons:

1. No findings and conclusions set out in the Regulatory Announcement stated that Mr. Chiu is unsuitable to act as a director of Hong Kong listed companies;
2. The incidents detailed in the Regulatory Announcement do not involve any dishonesty, fraud or integrity issues on the part of Mr. Chiu;
3. The Board will take certain measures, including the engagement of legal advisers in Hong Kong to render professional advice on directors’ duties and strengthen internal control policies on the approval process of transactions;
4. As an independent non-executive Director, Mr. Chiu was not involved in the business operations of Keyne and did not take part in the Pledge Agreements and/or the Facility Agreements, which led to the breach of the Listing Rules; and
5. Mr. Chiu has confirmed that he will attend 26 hours of training on compliance with the Listing Rules and director’s duties to be provided by designated institutions.

The Board (other than Mr. Chiu) considers that the public censure set out in the Regulatory Announcement (and the statement of disciplinary action referred therein) has no material adverse impact on the business operations of the Group. Mr. Chiu has confirmed to the Company that save as disclosed in this announcement and the Regulatory Announcement, there is no other information relating to him that is required to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and he is not aware of any other matters that need to be brought to the attention of the shareholders of the Company.

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

Hong Kong, 10 May 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.