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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)**

## **GRANT OF SHARE OPTIONS**

This announcement is made pursuant to Rule 17.06A, 17.06B and 17.06C 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 share option scheme adopted by Coolpad Group Limited (the “**Company**”) on 6 June 2025 (the “**Share Option Scheme**”), the circular dated 14 May 2025 and the poll results announcement of the annual general meeting of the Company held on 6 June 2025 in relation to, among other things, the approval for the adoption of new share option scheme.

The board (the “**Board**”) of directors (the “**Directors**”) of the Company announces that on 15 September 2025 (the “**Date of Grant**”) (after trading hours), share options (the “**Share Options**”) to subscribe for an aggregate of 13,200,000 ordinary shares with par value of HK\$0.4 each of the Company (the “**Shares**”) were granted to five eligible participants (the “**Grantees**”), subject to the acceptance of the Grantees, under the Share Option Scheme.

The details of the Share Options granted are as follows:

Date of Grant:	15 September 2025
Number of Grantees:	five Grantees
Category of Grantees:	Employees of the Smart Devices and AI Computing Applications Division of the Group.

The newly established “Smart Devices and AI Computing Applications Division” of the Company leverages the Group’s technological expertise in smart hardware and mobile communications to integrate intelligent hardware with artificial intelligence technologies. It aims to advance the development of AI computing hardware and foster collaboration across the upstream and downstream sectors, accelerating technology commercialization through ecosystem partnerships. Focusing on full-stack AI computing services, its core business includes the sales of AI computing hardware equipment and the R&D and production of all-in-one devices, providing tailored integrated solutions for diverse users.

This division is of great significance to the Company’s future business development. It is expected to seize opportunities in the AI hardware landscape through technology integration, optimize operational efficiency with computing power networks and data mid-ends, and drive the Company’s transformation from traditional hardware manufacturing to AI hardware and services, ultimately serving as a core engine for the Company’s new growth trajectory.

Total number of Share Options granted:	Share Options underlying 13,200,000 shares (each Share Option shall entitle the holder of the Share Options to subscribe for one Share upon exercise of such Share Option)
Exercise price of the Share Options granted:	HK\$1.50 per Share, which represents the premium of the highest of (i) the closing price of HK\$1.33 per Share as stated in the daily quotation sheet issued by the Stock Exchange on the Date of Grant; (ii) the average closing price of HK\$1.27 per Share as stated in the daily quotation sheets issued by the Stock Exchange for the five business days immediately preceding the Date of Grant; and (iii) the nominal value of the Shares of HK\$0.4 each.
Exercise period of the Share Options:	The Share Options that have been vested are exercisable for the period commencing from the date of vesting of the Share Options to 15 April 2028 (both days inclusive).

Vesting date of the Share Options:

No Share Options can be exercised within twelve months from the Date of Grant and:

- (i) 50% of the granted Share Options will vest on 16 September 2026; and
- (ii) 50% of the granted Share Options will vest on 16 April 2027

Performance target:

The vesting of the Share Options is subject to the achievement of the operating performance targets for the Smart Devices and AI Computing Applications Division. The performance targets are determined at the sole discretion of the Board.

The operating performance targets of the Share Options granted are as follows:

Specifically, the vesting of the Share Options is subject to the achievement of the following revenue targets in respect of the business of the Smart Devices and AI Computing Applications Division by the Group:

- (i) 50% of the Share Options vesting on 16 September 2026 require meeting the following target – revenue from the business of the Smart Devices and AI Computing Applications Division reaching HK\$800 million in the reviewed 2026 interim financial results for the six months ending 30 June 2026.
- (ii) 50% of the Share Options vesting on 16 April 2027 require meeting the following target – revenue from the business of the Smart Devices and AI Computing Applications Division reaching HK\$2 billion in the audited 2026 financial results for the full year ending 31 December 2026.

If the operating target for the six months ending 30 June 2026 is not met, but the operating target for the full year ending 31 December 2026 is met, then such 50% of the Share Options as set out in sub-paragraph (i) above can still vest concurrently with the remaining portion as set out in sub-paragraph (ii) above at the time of vesting. Otherwise, the Share Options will lapse on 16 April 2027.

Clawback mechanism: All Share Options granted are subject to clawback mechanism as set out in the terms of the Share Option Scheme and the offer letter of the grant of share options, including but not limited to the lapse of Share Options in the event of failure to exercise the Share Options within a period of 12 months upon the cessation of employment of the Grantees as detailed in the Share Option Scheme.

Financial assistance: The Group has not provided any financial assistance to the Grantees to facilitate the purchase of Shares under the Share Option Scheme.

To the best of the Directors' knowledge, information and belief having made reasonable enquiries, no financial assistance has been provided by the Group to the Grantees for the purchase of Shares under the Share Option Scheme, and none of the Grantees is (i) a Director, chief executive or substantial shareholder of the Company or an associate (as defined under the Listing Rules) of any of them; (ii) a participant with Share Options granted and to be granted exceed the 1% individual limit under Rule 17.03D of the Listing Rules; or (iii) a related entity participant or service provider (as defined in Listing Rules), as at the date of this announcement.

#### **NUMBER OF SHARES AVAILABLE FOR FUTURE GRANT**

Following the aforesaid grant of the Share Options, 27,752,519 Shares underlying the share options are available for future grants under the scheme mandate limit of the Share Option Scheme.

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

Hong Kong, 15 September 2025

*As at the date of this announcement, the Board comprises (i) two executive Directors, namely Mr. Chen Jiajun and Mr. Ma Fei; (ii) two non-executive Directors, namely Mr. Liang Rui and Mr. Xu Yibo; and (iii) three independent non-executive Directors, namely Mr. Guo Jinghui, Mr. Cheuk Ho Kan and Ms. Wang Guan.*