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Haier

Haier Smart Home Co., Ltd.*

海爾智家股份有限公司

(a joint stock company incorporated in the People's Republic of China with limited liability)

Stock Code: 6690

PLACING OF NEW H SHARES UNDER GENERAL MANDATE

Financial Adviser and Placing Agent



Reference is made to the announcements of the Company dated 15 September 2021, 15 October 2021 and 31 December 2021 in relation to the proposal on the new issue of H Shares under the General Mandate, the acceptance of application materials for issuance of additional H Shares by the CSRC and the approval by the CSRC.

The Board is pleased to announce that on 11 January 2022 (after the trading hours), the Company and the Placing Agent entered into the Placing Agreement pursuant to which the Company agreed to issue the Placing Shares, and the Placing Agent agreed, as the placing agent of the Company, to procure, on a best effort basis, places to subscribe for the Placing Shares at the Placing Price, subject to the terms and conditions set out in the Placing Agreement. The Placing is conditional upon, among others, the Stock Exchange agreeing to grant a listing of and permission to deal in the Placing Shares. An application will be made to the Listing Committee of the Stock Exchange for the approval for the listing of and permission to deal in the Placing Shares. On the same date, the Placing Agent has informed the Company that the Places have agreed to subscribe the Placing Shares.

The 41,413,600 Placing Shares under the Placing represent (i) approximately 0.441% and 1.469% of the existing total number of issued Shares and H Shares, respectively, and (ii) approximately 0.439% and 1.448% of the total number of issued Shares and H Shares, respectively, as enlarged by the Placing Shares to be issued pursuant to the Placing.

The Placing Shares will be allotted and issued pursuant to the General Mandate.

The Company intends to apply the net proceeds mainly to support overseas business expansion and investment in ESG related areas. The Company believes that not only the net proceeds would provide timely financial support to its overseas business but also attract investors which are in a position to contribute to the Company's long-term development. The relatively long lock-up period (not less than 6 months) committed by the Placees is also beneficial to the Company and its Shareholders as a whole.

As the Placing is conditional upon the fulfilment of certain conditions, the Placing may or may not proceed. Shareholders and potential investors are therefore advised to exercise caution when dealing in the securities of the Company.

I. PLACING OF NEW H SHARES UNDER GENERAL MANDATE

1. The Placing Agreement

Date 11 January 2022 (after trading hours)

Parties the Company (as the issuer); and
Huatai Financial Holdings (Hong Kong) Limited (as the Placing Agent)

Placing Agent

Pursuant to the Placing Agreement, the Placing Agent has conditionally agreed to procure, on a best effort basis, placees to subscribe for the Placing Shares and will receive a placing commission upon completion.

To the best of the Directors' knowledge, information and belief, after having made all reasonable enquiries, the Placing Agent and its ultimate beneficial owners are independent of and not connected with the Company and/or its connected persons.

Number of Placing Shares

The 41,413,600 Placing Shares under the Placing represent (i) approximately 0.441% and 1.469% of the existing total number of issued Shares and H Shares, respectively, and (ii) approximately 0.439% and 1.448% of the total number of issued Shares and H Shares, respectively, as enlarged by the Placing Shares to be issued pursuant to the Placing.

Ranking of the Placing Shares

The Placing Shares, when issued and fully paid, will rank *pari passu* in all respects with the H Shares in issue at the time of issue and allotment of such new H Shares.

Placing Price

As the date of this announcement, the closing price per H Share is HK\$32.70. The Placing Price of HK\$28.00 per Share represents:

- (i) a discount of approximately 7.63% of the average closing price per Share of approximately HK\$30.31 as quoted on the Stock Exchange for the last 60 consecutive trading days immediately preceding the Last Trading Day (11 January 2022);
- (ii) a discount of approximately 12.45% of the average closing price per Share of approximately HK\$31.98 as quoted on the Stock Exchange for the last 30 consecutive trading days immediately preceding the Last Trading Day;
- (iii) a discount of approximately 13.81% of the average closing price per Share of approximately HK\$32.49 as quoted on the Stock Exchange for the last 20 consecutive trading days immediately preceding the Last Trading Day;
- (iv) a discount of approximately 14.92% of the average closing price per Share of approximately HK\$32.91 as quoted on the Stock Exchange for the last 5 consecutive trading days immediately preceding the Last Trading Day; and
- (v) a discount of approximately 14.37% of the closing price per H Share of HK\$32.70 as quoted on the Stock Exchange on the Last Trading Day.

The Placing Price was determined after arm's length negotiations between the Company and the Placing Agent and after taking into account the lock-up period of not less than 6 months as agreed by the Placees, general market conditions and market prices of the Shares in recent times. The Directors (including the independent non-executive Directors) consider that the terms of the Placing Agreement are on normal commercial terms, fair and reasonable and in the interest of the Company and the Shareholders as a whole. The Placees will pay the Placing Price in cash.

Conditions precedent

Completion of the Placing shall be conditional upon the fulfilment of the following conditions:

- (1) the entering into of the Placing Agreement has not being terminated in accordance with the terms therein;
- (2) the Listing Committee of the Stock Exchange granting the listing of, and permission to deal in, the Placing Shares (and such listing and permission not subsequently being revoked prior to the delivery of definitive share certificate(s) representing the Placing Shares); and
- (3) the approvals issued by the relevant PRC government bodies (including but not limited to the CSRC) in connection with the Placing remaining in full force and effect on the Closing Date.

As at the date of this announcement, except for the condition (3) as mentioned above, the other conditions precedent to the Placing have not yet been satisfied.

The Company and the Placing Agent shall use their reasonable endeavours to make or cause to make necessary further action to fulfil the above conditions and the Placing in accordance with the applicable laws and regulations.

In the event that the above conditions have not been fulfilled by 30 June 2022, the Placing Agent and the Company shall have no obligations or liabilities to each other under the Placing and neither the Company nor the Placing Agent shall have any claim against the other for costs, damages, compensation or otherwise arising under the Placing Agreement save for antecedent breaches.

Completion

Subject to the above conditions precedent being satisfied, completion of the Placing shall take place on the fifth business day next following the fulfillment of the conditions precedent to completion of the Placing or such other date as the Company and the Placing Agent may agree in writing.

Termination of the Placing Agreement

The Placing Agent may terminate the Placing Agreement after consulting with the Company at any time prior to 8:00 am (Hong Kong time) on the Closing Date, if

- (1) there develops, occurs or comes into force:
 - (i) any new law or regulation or any change or development involving a prospective change in existing laws or regulations or the interpretation or application thereof by any court or other competent authority which is or is likely to be materially adverse to the success of the Placing, or makes or is likely to make it impracticable or inadvisable or inexpedient to proceed therewith; or
 - (ii) any event, or series of events beyond the reasonable control of the Placing Agent (including, without limitation, any calamity, act of government, strike, labour dispute, lock-out, fire, explosion, flooding, earthquake, civil commotion, economic sanctions, epidemic, pandemic, outbreak of infectious disease, other than Coronavirus Disease 2019 (COVID-19), outbreak or escalation of hostilities, act of terrorism and act of God) in regions or countries involving Hong Kong, PRC, etc., or the declaration of war or a state of emergency or calamity or crisis; or
 - (iii) any change or development involving an adverse prospective material change in local, national or international financial, political, economic, legal, military, industrial, fiscal, regulatory, currency or market conditions (including, without limitation, conditions in the stock and bond markets, money and foreign exchange markets, interbank markets and credit markets) which is or is likely to be materially adverse to the success of the Placing, or makes or is likely to make it impracticable or inadvisable or inexpedient to proceed therewith; or
 - (iv) any suspension of dealings in the Shares for 30 days during the period of Placing whatsoever (other than as a result of the Placing); or
 - (v) any moratorium, suspension, restriction or limitation on trading in shares or securities generally on the Stock Exchange, the Frankfurt Stock Exchange, the Shanghai Stock Exchange, etc., due to exceptional financial circumstances or otherwise at any time prior to the Closing Date.

- (2) (i) any material breach of any of the representations, warranties and undertakings by the Company set out in the Placing Agreement (or, in the case of any such representations, warranties and undertakings which are not qualified by materiality, any breach of any of such representations, warranties and undertakings in any material respect) comes to the knowledge of the Placing Agent; (ii) any event occurs or any matter arises on or after the date hereof and prior to the completion of the Placing on the Closing Date which if it had occurred or arisen before the date hereof would have rendered any of the representations, warranties and undertakings set out in the Placing Agreement untrue or incorrect in any material respect; or (iii) there has been a breach of, or failure to perform, any other provision of the Placing Agreement in any material respect on the part of the Company; or
- (3) there is any material change, or any development involving an adverse prospective material change, in or affecting the business, general affairs, management, prospects, assets and liabilities, shareholders' equity, results of operations or position, financial or otherwise, of the Group (other than those already disclosed to the public on or before the date of the Placing Agreement) as a whole which is or is likely to be materially adverse to the success of the Placing, or makes or is likely to make it impracticable or inadvisable or inexpedient to proceed therewith.

In the event that the Placing Agent terminates the Placing Agreement in accordance with the termination events stated above, all obligations of each of the Parties under this Agreement shall cease and terminate and no party shall have any claim against any other party in respect of any matter arising out of or in connection with the Placing Agreement except for (i) any antecedent breach of any obligation under the Placing Agreement; and (ii) liabilities under the provisions of representations, warranties and undertakings, and the indemnity provision under the Placing Agreement.

2. Placees

The Placees are Golden Sunflower, Segantii, PAG Pegasus Fund LP, Janchor and Valliance, which will respectively subscribe for 34,856,200, 2,185,800, 2,176,400, 1,311,400 and 883,800 Placing Shares, the consideration of which respectively amounted to HK\$975,973,600, HK\$61,202,400, HK\$60,939,200, HK\$36,719,200 and HK\$24,746,400. To the best of the Directors' knowledge, information and belief, after having made all reasonable enquiries, the Placees are independent of and not connected with the Company and/or its connected persons.

Golden Sunflower

Golden Sunflower is an exempted company incorporated with limited liability pursuant to the laws of the Cayman Islands, with the business objective of issuing the Structured Notes. CMBI is the exclusive arranger for all issuances by Golden Sunflower. CMBI is wholly owned by China Merchant Bank. Golden Sunflower is held under a trust, the legal and registered owner of whom is MapleFS Limited (“**MapleFS**”), a regulated and licensed trust company in the Cayman Islands. The ultimate beneficial owners of Golden Sunflower and MapleFS are the partners (but not any individual partner) of the Maples Group Partnership, no individual partner of which has a partnership interest of 10% or more. To the best of the knowledge, information and belief of the Directors having made all reasonable enquiries, MapleFS and its ultimate beneficial owner are independent third Parties.

A total of 404 Participants (including employees and management of the Company) will invest through (i) the Trusts and Asset Management Schemes (for onshore), and (ii) the BVI SPV (for offshore), into the Structured Notes issued by Golden Sunflower. The Participants will use their self-raised funds to make the investment. The Company will not provide any financial assistance to the Participants for such investment. The Participants include the directors, supervisors and chief executive of the Company and its subsidiaries, the details of their capital contribution are as follows:

Name	Amount contributed <i>(in HK\$ million)</i> ^(Note 2)	As a percentage of total principal amount of the Structured Notes
Directors of the Company		
LIANG Haishan	18.35	1.9%
LI Huagang	18.35	1.9%
XIE Juzhi	11.01	1.1%
Supervisors of the Company		
LIU Dalin	4.89	0.5%
Directors, supervisors and chief executive of the subsidiaries ^(Note 1)		
	23.74	2.4%
Subtotal	76.35	7.8%
Total	976.05	100%

Note 1: The subsidiaries do not include the insignificant subsidiaries as defined under Rule 14A.09 of the Listing Rules.

Note 2: The domestic Participants invest in RMB and the contribution amount is converted into HK\$ based on actual exchange conversion rate used by the Asset Management Schemes.

The Asset Management Schemes and the BVI SPV will subscribe for the Structured Notes issued by Golden Sunflower, with a total principal amount of approximately HK\$976.05 million. The net proceeds raised from the issuance of the Structured Notes will be utilized by Golden Sunflower to subscribe for the Placing Shares, which will form the reference underlying assets of the Structured Notes such that the returns on the Placing Shares will form the basis for calculating the noteholders' returns on the Structured Notes, after taking into account of amounts due and payable in respect of applicable costs, fees, commissions, duty and taxes in respect of the Structured Notes. The term of the Structured Notes is up to 66 months subject to renewal and the return/performance of the Structured Notes would be floating and would be based on the total return of the underlying assets resulting from dividend income and assets disposals.

None of the Participants, the Trusts, the Asset Management Schemes, the Asset Manager, the BVI SPV will be the legal or beneficial owner of or control the voting rights vested with the Placing Shares. Pursuant to the relevant investment agreements, the Asset Manager and CMBI are responsible for and have the discretion to make investment decision and decide when and how to purchase and sell the underlying assets including the Placing Shares.

Segantii

The Segantii Asia-Pacific Equity Multi-Strategy Fund (“**Segantii**”) is an investment fund managed by Segantii Capital Management Limited, a well-known institutional investment manager based in Hong Kong that is regulated by the SFC. The Fund invests with a focus in Asia-Pacific, Greater China and globally, with a deep understanding in various sectors including TMT, New Economy and Consuming (including Smart Homes).

PAG Pegasus Fund LP

PM Partners I LP is a limited partnership registered in the British Virgin Islands and an affiliate fund of PAG Pegasus Fund LP. PAG is one of the largest alternative asset management firms in Asia, with a long track record of successful investments in the PRC and globally across its three core strategies: Private Equity, Absolute Returns, and Real Estate. PAG Pegasus Fund LP, founded and managed by Mr. Jack Li, is a hybrid platform that invests in public and private opportunities in Asia and globally, leveraging PAG's institutional expertise across primary and secondary markets.

Janchor

Janchor Partners Pan-Asian Master Fund (“**Janchor**”) is an investment fund established in the Cayman Islands and managed by Janchor Partners Limited, a company licensed by the SFC to conduct asset management (together “**Janchor Partners**”). Established in 2009, Janchor Partners is a long-term industrialist investor, partnering with companies that have superior business models, favourable growth prospects and the potential to be part of long-term positive structural dynamics of Asian countries and economies. Janchor Partners is an experienced industrialist investor with a track record of investing in Chinese and global consumer companies.

Valliance

Valliance Asset Management Limited (“**Valliance**”) is a Hong Kong incorporated company that is ultimately beneficially owned by Mr. LI Lin, and serves as the investment manager of The Valliance Fund. The Valliance Fund together with its affiliates, is an Asian alternative investment management firm founded in 2019 with offices in Hong Kong, Beijing and Shanghai. Mr. LI Lin, as founder of Valliance and its Chief Investment Officer, has more than 15 years of investment experience. The Valliance team, comprising of experienced investment experts, focuses on long term value and deep fundamental research. The firm, employs a bottom up investment approach, combining detailed research with a highly disciplined investment approach in choosing portfolio investments. Valliance is mainly engaged in managing funds for global large institutional clients.

3. Lock-up period

The Placing Shares to be subscribed for by Golden Sunflower shall not be traded or transferred within 12 months from the date of the Placing Letter. The Placing Shares to be subscribed for other Placees shall not be traded or transferred within 6 months from the date of the Placing Letter.

4. Application for Listing

The Company will apply to the Stock Exchange for the listing of the Placing Shares, and for the permission to deal in Placing Shares upon entering into of the Placing Agreement.

5. Shareholding Structure of the Company

The following table illustrates the shareholding structure of the Company as at the date of this announcement and immediately after the completion of the Placing, assuming no other change to the share capital of the Company during the period:

Class of Shares	At the date of this announcement		Immediately following the completion of the Placing	
	Number of Shares	Approximate percentage to the total Shares in issue	Number of Shares	Approximate percentage to the total Shares in issue
A Share	6,308,552,654	67.12%	6,308,552,654	66.83%
D Share	271,013,973	2.88%	271,013,973	2.87%
H Share	<u>2,819,137,903</u>	<u>29.99%</u>	<u>2,860,551,503</u>	<u>30.30%</u>
Total	<u>9,398,704,530</u>	<u>100.00%</u>	<u>9,440,118,130</u>	<u>100.00%</u>

No change in control of the Company is expected to occur following the completion of the Placing.

6. Fundraising Activities in the Past 12 Months

On 29 July 2021, the Board considered and approved the proposed adoption of the 2021 A Share Option Incentive Scheme, which was approved by the Shareholders on 15 September 2021, details of which are set out in the Company's announcements dated 29 July 2021 and 15 December, 2021, circular dated 31 August 2021.

Save as disclosed above, the Company has not conducted any fundraising activities involving the issue of any equity securities in the 12 months immediately preceding the date of this announcement.

7. Use of Proceeds

The gross proceeds and net proceeds from the Placing will amount to approximately HK\$1,159.58 million and approximately HK\$1,149.98 million respectively. As stated in the Company's announcements dated 15 September 2021, the net proceeds of the Placing will be used for the following purposes:

- 1) 70% for production capacity expansion of overseas industrial parks;

- 2) 15% for investment in ESG (Environmental, Social, Governance) related areas, which relate but not limited to the management of impact on environment throughout product lifecycle, research and development of technologies relating to energy-saving and low carbon features, and strengthening our ability to pursue carbon neutrality;
- 3) 10% for further digitalization of overseas industrial parks; and
- 4) 5% for overseas channel expansion and promotion.

8. Reasons for and Benefits of the Placing

As stated in announcement dated 15 September 2021, the Company intends to further strengthen its financial position through the Placing and apply the net proceeds mainly to support overseas business expansion and investment in ESG related areas. Given the rapid development of the Company's overseas business, the Company is of the view that continuous investment overseas is instrumental to its overall development and the fund raised through the Placing could provide it with timely financial support in this regard. Furthermore, it is envisaged the overseas investment will include investment in fixed assets which can be used as security to support further local debt financing. In other words, the Placing represents an opportunity for the Company to diversify its sources of fund, particularly for uses in overseas markets.

In terms of the arrangement of the Placing, the Company is of the view that the introduction of the Placees as Shareholders is in line with its objective of attracting investors which are in a position to contributing to the Company's long-term development; and the relatively long lock-up period of 6 and 12 months also demonstrated the investors' confidence in the Company's vision as well as its ability to create value for the Shareholders in the longer term. The Company also believes that in view of recently volatile market, the longer term lock-up period is beneficial to the Company and the Shareholders as a whole. Meanwhile, as the Placing Shares represents only 0.441% of the existing issued Shares, the Company believes that the dilution to its existing Shareholders is relatively small.

As mentioned above, the Placing Agreement were entered into after arms-length negotiation between the Company and the Placing Agent after taking into account the lock-up period of not less than 6 months as agreed by the Placees, general market conditions and market prices of the Shares in recent times. The Directors consider that the terms therein are fair and reasonable, the transactions contemplated thereunder are on normal commercial terms, and are beneficial to the long-term development of the Company and in the interests of the Company and the Shareholders as a whole.

9. General Mandate

The Placing Shares will be allotted by the Company pursuant to the General Mandate, under which the Board and their authorized persons are authorized to determine to allocate, issue and handle, at their discretion, such number of H Shares not exceeding 10% of the issued H Shares as at the 2020 AGM. As at the date of this announcement, the Company has not issued any new H Shares pursuant to the General Mandate. The Placing under the General Mandate is not subject to any further approval of the Shareholders.

Directors LIANG Haishan, LI Huagang and XIE Juzhi, who have invested indirectly in the Structured Notes, have abstained from voting and have not participated in the decision-making process in respect of the Placing Agreement and the transactions contemplated thereunder. The format and procedure for passing the resolutions were in compliance with the Company Law and the Articles of Association.

WARNING: As the Placing is conditional upon the fulfilment of certain conditions as mentioned above, the Placing may or may not proceed. Shareholders and potential investors are therefore advised to exercise caution when dealing in the securities of the Company.

II. DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions have the following meanings:

“2020 AGM”	the 2020 annual general meeting of the Company held on 25 June 2021
“A Share(s)”	domestic Share(s) of the Company with a nominal value of RMB1 each which are listed on the Shanghai Stock Exchange and traded in RMB
“Articles of Association”	articles of association of the Company, as amended, supplemented or otherwise modified from time to time
“Asset Management Schemes”	the qualified domestic institutional investors (“ QDII ”) asset management schemes established and managed by the Asset Manager
“Asset Manager”	an independent third-party asset management company which manages the Asset Management Schemes
“Board”	the board of directors of the Company

“BVI SPV”	Broadroad Investment Limited, a company incorporated in British Virgin Islands
“China” or “PRC”	the People’s Republic of China, excluding, for the purpose of this announcement only, Hong Kong, the Macau Special Administrative Region and Taiwan
“Closing Date”	the business day after the date on which the conditions are fulfilled but in any event no later than 14 days before the validity period of the General Mandate, or such other date as the Company and the Placing Agent may agree in writing
“CMBI”	CMB International Capital Corporation Limited
“Company”	Haier Smart Home Co., Ltd., a joint stock company incorporated in the PRC on 28 April 1989 with limited liability, whose A Shares are listed on the Shanghai Stock Exchange (stock code: 600690), whose D Shares are listed on the China Europe International Exchange AG D-Share Market and quoted on the Frankfurt Stock Exchange (stock code: 690D), and whose H Shares are listed on the Main Board of the Stock Exchange (stock code: 6690)
“Company Law”	the Company Law of the People’s Republic of China, as amended from time to time
“connected person(s)”	has the meaning ascribed to it under the Hong Kong Listing Rules
“CSRC”	China Securities Regulatory Commission
“D Share(s)”	the D share(s) with a nominal value of RMB1.00 each in the ordinary share capital of the Company which are listed and traded on the China Europe International Exchange AG D-Share Market on the Frankfurt Stock Exchange (stock code: 690D)
“Director(s)”	director(s) of the Company

“General Mandate”	the general mandate granted by Shareholders at the 2020 AGM to authorize the Board or chairman of the Board and their authorized persons to allocate, issue and handle, at their discretion, such number of H Shares not exceeding 10% of the issued H Shares at the time of consideration and passing of the resolution by the Company to approve such general mandate at the 2020 AGM. In the event that the approval, permission or registration of regulatory authorities for the New Issue of H Shares is not obtained before the expiry of the General Mandate granted under the “Resolution to Grant a General Mandate to the Board of Directors on Additional Issuance of H Shares of the Company” as approved on the Company’s 2020 AGM, the Placing may still be implemented within the limit of the general mandate as approved by the 2021 annual general meeting, provided that the number of H Shares to be issued under the Placing not exceed the limit of next year’s general mandate as approved by the general meeting of the Company, and the Company is not required to convene a general meeting or a class meeting for reconsideration of matters in relation to the Placing. If any approval, permission, filing or registration, where applicable, for issue is obtained by the Company during the valid period of the resolution for the Placing, the Company may complete the Placing within the validity confirmed by such approval, permission, filing or registration by regulatory authorities
“Golden Sunflower”	an exempted company incorporated with limited liability pursuant to the laws of the Cayman Islands, the issuer of the Structured Notes
“Group”	the Company and its subsidiaries
“H Share(s)”	the H share(s) with a nominal value of RMB1.00 each in the ordinary share capital of the Company which are listed on the Stock Exchange (Stock Code: 6690)
“HK\$”	Hong Kong Dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Last Trading Day”	11 January 2022, being the last trading day in the Shares prior to the signing of the Placing Agreement

“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange
“Participants(s)”	The employees and management of the Group and the Haier Group, the controlling Shareholder of the Company, who invested in the Trusts and BVI SPV which subscribed to the Structured Notes.
“Placees”	Golden Sunflower, PAG Pegasus Fund LP, Segantii, Janchor and Valliance
“Placing”	the placing by or on behalf of the Placing Agent of the Placing Shares subject to the terms and conditions set out in the Placing Agreement
“Placing Agent”	Huatai Financial Holdings (Hong Kong) Limited (華泰金融控股(香港)有限公司)
“Placing Agreement”	the placing agreement dated 11 January 2022 entered into between the Company and the Placing Agent
“Placing Letter(s)”	the placing letter(s) entered into between the Placing Agent and each of the Placees
“Placing Price”	HK\$28.00 per Placing Share (which excludes any brokerage, SFC transaction levy, Financial Reporting Council transaction levy and Stock Exchange trading fee payable by the Placees)
“Placing Share(s)”	41,413,600 H Shares to be issued by the Company subject to the terms and conditions set out in the Placing Agreement
“RMB”	Renminbi, the lawful currency of the PRC
“SFC”	Securities and Futures Commission of Hong Kong
“Share(s)”	the ordinary share(s) of the Company, including A Share(s), D Share(s) and H Share(s)
“Shareholder(s)”	holders of the Company’s Shares
“Stock Exchange”	the Stock Exchange of Hong Kong Limited
“Structured Notes”	Notes series 2022-001-A, B, C, D and 2022-002-A, B, C issued by Golden Sunflower with a total principal amount of approximately HK\$976.05 million

“subsidiary(ies)” has the meaning ascribed to it under the Listing Rules
“Supervisor(s)” supervisor(s) of the Company
“Trusts” the trusts managed by Yunnan International Trust Co., Ltd.

By order of the Board
Haier Smart Home Co., Ltd.*
LIANG Haishan
Chairman

Qingdao, the PRC
11 January 2022

As at the date of this announcement, the executive Directors of the Company are Mr. LIANG Haishan, Mr. LI Huagang and Mr. XIE Juzhi; the non-executive Directors are Mr. WU Changqi, Mr. LIN Sui, Mr. YU Hon To, David and Ms. Eva LI Kam Fun; and the independent non-executive Directors are Mr. CHIEN Da-Chun, Mr. WONG Hak Kun, Mr. LI Shipeng and Mr. WU Qi.

* *For identification purpose only*