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FORM 6-K Â Â UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 Â Â  
FORMÂ 6-K Â Â REPORT OF FOREIGN ISSUER PURSUANT TO RULE 13a-16 OR 15d-16 UNDER THE  
SECURITIES EXCHANGE ACT OF 1934 Â For the month of DecemberÂ 2024 Â Commission file number: 001-39177 Â  
Â Â Sound Group Inc. (Exact Name of Registrant as Specified in Its Charter) Â Â 60 Anson Road, Mapletree Anson,  
#09-01/02, Singapore 079914 (Address of Principal Executive Offices) Â Â Â Indicate by check mark whether the  
registrant files or will file annual reports under cover FormÂ 20-F or FormÂ 40-F. Â Â Â FormÂ 20-F x  
Â Â Â FormÂ 40-F Â Â Â Â SIGNATURE Â Pursuant to the requirements of the Securities Exchange Act  
of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly  
authorized. Â Â Sound Group Inc. Â Â Date: DecemberÂ 13, 2024 By: /s/ Jinnan (Marco) Lai Â Â Name: Jinnan  
(Marco) Lai Â Â Title: Chief Executive Officer, Director Â Â EXHIBITA INDEX Â ExhibitÂ No. Â Description  
99.1 Â Press Release Â Â EX-99.1 2 tm2430506d1\_ex99-1.htm EXHIBIT 99.1 Â Exhibit 99.1 Â Sound Group Inc.  
Reports First Half of 2024 Unaudited Financial Results Â Singapore, DecemberÂ 13, 2024 /GLOBE NEWSWIRE/-  
Sound Group Inc. (NASDAQ: SOGP) (â€œSOGPâ€ or the â€œCompanyâ€ or â€œWeâ€), a global audio-centric social  
and entertainment company, today announced its unaudited financial results for the six months ended JuneÂ 30, 2024.  
Â First Half of 2024 Financial and Operational Highlights Â Â Net revenues were RMB924.0 million (US\$127.1 million)  
for the six months ended JuneÂ 30, 2024, compared with RMB1,223.8 million for the six months ended JuneÂ 30, 2023.  
Â Net loss was RMB36.5 million (US\$5.0 million) for the six months ended JuneÂ 30, 2024, compared with net income  
of RMB59.9 million for the six months ended JuneÂ 30, 2023. Â Average total mobile MAUs1 for the six months ended  
JuneÂ 30, 2024 was 35.7 million, compared with 47.6 million for the six months ended JuneÂ 30, 2023. Â Mr.Â Jinnan  
(Marco) Lai, Founder and CEO of SOGP, commented, â€œFor the six months ended JuneÂ 30, 2024, we remained  
dedicated to building a more dynamic and healthier user ecosystem. We have empowered our content creators to  
deliver more diverse and distinctive content by harnessing advanced AI technologies and cultivating strategic  
partnerships. While facing various challenges, we have continued to integrate our technology applications and  
strengthen our competitiveness through innovative products and streamlined operations, laying a solid foundation for  
our market resilience and future growth.â€ Â Ms.Â Chengfang Lu, Acting Chief Financial Officer of SOGP, said,  
â€œDuring the period, we recorded net revenues of RMB924.0 million. Despite the market uncertainties, we are  
committed to strengthening our core competitiveness through continuous content cultivation and technological  
innovation. Moving forward, we remained focused on improving organizational efficiency, advancing our globalization  
capabilities, increasing our overall agility, and delivering sustainable long-term value to our stakeholders.â€ Â 1  
Refers to the average monthly number of active users across our platforms and Apps in a given period, calculated by  
dividing (i) the sum of mobile active users for each month of such period, by (ii) the number of months in the same  
period. Â Â 1 Â First Half of 2024 Unaudited Financial Results Â Net revenues were RMB924.0 million (US\$127.1  
million) for the six months ended JuneÂ 30, 2024, compared with RMB1,223.8 million for the same period in 2023,  
primarily due to the decrease in the number of paying users. Â Cost of revenues was RMB677.6 million (US\$93.2  
million) for the six months ended JuneÂ 30, 2024, compared with RMB853.0 million for the same period in 2023, mainly  
attributable to (i)Â the decreased revenue sharing fees to our content creators as the Companyâ€™s revenues  
decreased, as well as (ii)Â the decreased bandwidth costs, salary and welfare benefits expenses related to the  
decreased operation staff, share-based compensation expenses, and payment handling costs. Â Gross profit was  
RMB246.3 million (US\$33.9 million) for the six months ended JuneÂ 30, 2024, compared with RMB370.8 million for the  
same period in 2023. Â Non-GAAP gross profit2 was RMB247.7 million (US\$34.1 million) for the six months ended  
JuneÂ 30, 2024, compared with RMB373.8 million for the same period in 2023. Â Gross margin for the six months  
ended JuneÂ 30, 2024 was 27%, compared with 30% for the same period in 2023, mainly attributable to the increased  
percentage of the revenue sharing fees to our content creators. Â Non-GAAP gross margin for the six months ended  
JuneÂ 30, 2024 was 27%, compared with 31% for the same period in 2023. Â Operating expenses were RMB290.6  
million (US\$40.0 million) for the six months ended JuneÂ 30, 2024, compared with RMB320.4 million for the same  
period in 2023. Â Research and development expenses were RMB122.9 million (US\$16.9 million) for the six months  
ended JuneÂ 30, 2024, compared with RMB147.1 million for the same period in 2023, primarily due to (i)Â the  
decreased salary and welfare benefits expenses related to the decreased number of relevant staff, and (ii)Â the  
decreased share-based compensation expenses, partially offset by (iii)Â the increased expenses related to research and  
development services provided by third parties. Â Selling and marketing expenses were RMB123.2 million (US\$17.0  
million) for the six months ended JuneÂ 30, 2024, compared with RMB126.4 million for the same period in 2023,  
primarily attributable to (i)Â the decreased branding and marketing expenses, and (ii)Â the decreased salary and  
welfare benefits expenses related to the reduction in the number of our relevant staff. The Company will monitor its  
discretionary advertising and promotion expenses and adjust accordingly depending on market conditions. Â General  
and administrative expenses were RMB44.5 million (US\$6.1 million) for the six months ended JuneÂ 30, 2024,  
compared with RMB46.9 million for the same period in 2023, mainly driven by (i)Â the decreased provision for litigation  
contingencies, share-based compensation expenses and other miscellaneous expenses, and partially offset by (ii)Â the  
increased salary and welfare benefits expenses related to the increased average salary, professional service fees and  
rental expenses. Â Operating loss was RMB44.3 million (US\$6.1 million) for the six months ended JuneÂ 30, 2024,  
compared to operating income of RMB50.5 million for the same period in 2023. Â Non-GAAP operating loss3 was  
RMB34.9 million (US\$4.8 million) for the six months ended JuneÂ 30, 2024, compared to non-GAAP operating income of  
RMB66.4 million for the same period in 2023. Â Â 2 Non-GAAP gross profit is a non-GAAP financial measure, which is  
defined as gross profit excluding share-based compensation expenses. This adjustment amounted to RMB1.4 million  
(US\$0.2 million) and RMB3.0 million for the six months ended June 30, 2024 and 2023, respectively. Please refer to the  
section below titled â€œUnaudited Reconciliations of GAAP and Non-GAAP Resultsâ€ for details. 3 Non-GAAP operating  
loss is a non-GAAP financial measure, which is defined as operating loss excluding share-based compensation expenses.  
This adjustment amounted to RMB9.3 million (US\$1.3 million) and RMB15.9 million for the six months ended June 30,  
2024 and 2023, respectively. Please refer to the section below titled â€œUnaudited Reconciliations of GAAP and Non-  
GAAP Resultsâ€ for details. Â Â 2 Â Â Net loss was RMB36.5 million (US\$5.0 million) for the six months ended  
JuneÂ 30, 2024, compared to net income of RMB59.9 million for the same period in 2023. Â Non-GAAP net loss was

RMB27.1 million (US\$3.7 million) for the six months ended June 30, 2024, compared to non-GAAP net income of RMB75.8 million for the same period in 2023. A Net loss attributable to Sound Group Inc.'s ordinary shareholders was RMB31.0 million (US\$4.3 million) for the six months ended June 30, 2024, compared to net income of RMB62.6 million attributable to Sound Group Inc.'s ordinary shareholders for the same period in 2023. A Non-GAAP net loss attributable to Sound Group Inc.'s ordinary shareholders<sup>4</sup> was RMB21.6 million (US\$3.0 million) for the six months ended June 30, 2024, compared to non-GAAP net income of RMB78.5 million attributable to Sound Group Inc.'s ordinary shareholders for the same period in 2023. A Basic and diluted net loss per ADS<sup>5</sup> were RMB6.04 (US\$0.83) for the six months ended June 30, 2024, compared to basic and diluted net income per ADS of RMB11.73 and RMB11.69 for the same period in 2023, respectively. A Non-GAAP basic and diluted net loss per ADS<sup>6</sup> were both RMB4.22 (US\$0.58) for the six months ended June 30, 2024, compared to basic and diluted net income per ADS of RMB14.72 and RMB14.66 for the same period in 2023, respectively. A Share Repurchase Program A The board of directors (the "Board") of the Company authorized a share repurchase program in December 2023, under which the Company may repurchase its Class A ordinary shares (including Class A ordinary shares in the form of ADS) with an aggregate value of up to US\$3.0 million over a 12-month period. As of June 30, 2024, the Company had repurchased 96,728,600 shares with a total aggregate consideration of US\$1.4 million under this program. A Balance Sheets A As of June 30, 2024, the Company had cash and cash equivalents and restricted cash of RMB464.9 million (US\$64.0 million). A A 4 Non-GAAP net loss attributable to Sound Group Inc.'s ordinary shareholders is a non-GAAP financial measure, which is defined as net loss attributable to Sound Group Inc.'s ordinary shareholders, excluding share-based compensation expenses. These adjustments amounted to RMB9.3 million (US\$1.3 million) and RMB15.9 million for the six months ended June 30, 2024 and 2023, respectively. Please refer to the section below titled "Unaudited Reconciliations of GAAP and Non-GAAP Results" for details. 5 ADS refers to American Depository Share. Each ADS represents two hundred Class A ordinary shares of the Company. Basic and diluted net loss per ADS is net loss attributable to Sound Group Inc.'s ordinary shareholders divided by the weighted average number of ADS. 6 Non-GAAP basic and diluted net loss per ADS is a non-GAAP financial measure, which is defined as non-GAAP net loss attributable to Sound Group Inc.'s ordinary shareholders divided by the weighted average number of ADS used in the calculation of basic and diluted net loss per ADS. A A 3 A A About Sound Group Inc. A Sound Group Inc. is a global audio-centric social and entertainment company driven by a clear mission and vision: building the world's largest audio platform to better connect and communicate. The Company is dedicated to shaping a future where audio not only bridges gaps but also amplifies human connection through the power of sound. Sound Group Inc. has been listed on Nasdaq since January 2020. A For more information, please visit: <https://ir.soundgroupinc.com/> A Use of Non-GAAP Financial Measures A The unaudited condensed consolidated financial information is prepared in conformity with accounting principles generally accepted in the United States of America ("U.S. GAAP"). A SOGP uses non-GAAP gross profit, non-GAAP gross margin, non-GAAP operating loss/income, non-GAAP net loss/income, non-GAAP net loss/income attributable to Sound Group Inc.'s ordinary shareholders and non-GAAP basic and diluted net loss/income per ADS, which are non-GAAP financial measures. Non-GAAP gross profit is gross profit excluding share-based compensation expenses. Non-GAAP gross margin is non-GAAP gross profit as a percentage of net revenues. Non-GAAP operating loss/income is operating loss/income excluding share-based compensation expenses. Non-GAAP net loss/income is net loss/income, excluding share-based compensation expenses. Non-GAAP net loss/income attributable to Sound Group Inc.'s ordinary shareholders is net loss/income attributable to Sound Group Inc.'s ordinary shareholders, excluding share-based compensation expenses. Non-GAAP basic and diluted net loss/income per ADS is non-GAAP net loss/income attributable to Sound Group Inc.'s ordinary shareholders divided by the weighted average number of ADS used in the calculation of basic and diluted net loss/income per ADS. The Company believes that separate analysis and exclusion of the non-cash impact of the above reconciling item adds clarity to the constituent parts of its performance. The Company reviews these non-GAAP financial measures together with GAAP financial measures to obtain a better understanding of its operating performance. It uses the non-GAAP financial measure for planning, forecasting and measuring results against the forecast. The Company believes that non-GAAP financial measure is useful supplemental information for investors and analysts to assess its operating performance without the non-cash effect of share-based compensation expenses. A However, the use of non-GAAP financial measures has material limitations as an analytical tool. One of the limitations of using non-GAAP financial measures is that they do not include all items that impact the Company's net income for the period. In addition, because non-GAAP financial measures are not measured in the same manner by all companies, they may not be comparable to other similarly titled measures used by other companies. In light of the foregoing limitations, you should not consider non-GAAP financial measures in isolation from, superior to, or as an alternative to the financial measure prepared in accordance with U.S. GAAP. A The presentation of these non-GAAP financial measures is not intended to be considered in isolation from, or as a substitute for, the financial information prepared and presented in accordance with U.S. GAAP. For more information on these non-GAAP financial measures, please see the table captioned "Unaudited Reconciliations of GAAP and Non-GAAP Results" near the end of this release. A Exchange Rate Information A This announcement contains translations of certain RMB amounts into U.S. dollars at a specified rate solely for the convenience of the reader. A Unless otherwise noted, all translations from RMB to U.S. dollars and from U.S. dollars to RMB are made at a rate of RMB7.2672 to US\$1.00, the exchange rate on June 28, 2024, set forth in the H.10 statistical release of the Federal Reserve Board. The Company makes no representation that the RMB or U.S. dollars amounts referred could be converted into U.S. dollar or RMB, as the case may be, at any particular rate or at all. A A 4 A A Safe Harbor Statement A This press release contains forward-looking statements. These statements are made under the "safe harbor" provisions of the U.S. Private Securities Litigation Reform Act of 1995. Statements that are not historical facts, including statements about the Company's beliefs and expectations, are forward-looking statements. Forward-looking statements involve inherent risks and uncertainties, and a number of factors could cause actual results to differ materially from those contained in any forward-looking statement, including but not limited to the following: the Company's goals and strategies; the Company's future business development, results of operations and financial condition; the expected growth of the online audio market; the expectation regarding the rate at which to gain active users, especially paying users; the Company's ability to monetize the user base; fluctuations in general economic and business conditions in China and overseas markets; any adverse changes in laws, regulations, rules, policies or guidelines applicable to the Company; and assumptions underlying or related to any of the foregoing. In some cases, forward-looking statements can be identified by words or phrases such as "may," "will," "expect," "anticipate," "target," "aim," "estimate," "intend," "plan," "believe," "potential," "continue," "is/are likely to" or other similar expressions. Further information regarding these and other risks,

uncertainties or factors is included in the Company's filings with the Securities Exchange Commission. All information provided in this press release is as of the date of this press release, and the Company does not undertake any duty to update such information, except as required under applicable law. For investor and media inquiries, please contact: Sound Group Inc. IR Department E-mail: ir@soundgroupinc.com Piacente Financial Communications Jenny Cai E-mail: soundgroup@tpg-ir.com Sound Group Inc. UNAUDITED CONDENSED CONSOLIDATED BALANCE SHEETS (All amounts in thousands, except for share, ADS, per share data and per ADS data) December 31, 2023 June 30, 2024 June 30, 2024 RMB RMB US\$ ASSETS Current assets Current assets Cash and cash equivalents 494,965 Restricted cash 62,652 Restricted cash Accounts receivable, net 1,557 Prepayments and other current assets 1,175 Prepayments and other current assets Total current assets 533,088 Total current assets Non-current assets Property, equipment and leasehold improvement, net 4,708 Non-current assets Total non-current assets 18,045 Total non-current assets Other non-current assets 2,483 Other non-current assets Total assets 5,049 TOTAL ASSETS Current liabilities Current liabilities Accounts payable 43,184 Deferred revenue 29,248 Total non-current assets 33,486 Total non-current assets Total liabilities 36,692 Total liabilities Deferred revenue 43,407 Total liabilities 5,973 Total liabilities Total liabilities 5,049 TOTAL LIABILITIES Non-current liabilities Lease liabilities 3,936 Total non-current liabilities 4,508 Total non-current liabilities Total liabilities 276,561 Total liabilities 284,739 Sound Group Inc. UNAUDITED CONDENSED BALANCE SHEETS (CONTINUED) (All amounts in thousands, except for share, ADS, per share data and per ADS data) December 31, 2023 June 30, 2024 June 30, 2024 RMB RMB US\$ SHAREHOLDERS EQUITY Class A Ordinary shares (US\$0.0001 par value, 1,268,785,000 shares authorized, 838,962,260 shares issued and 819,084,610 shares outstanding as of December 31, 2023; 1,268,785,000 shares authorized, 838,962,260 shares issued and 750,436,010 shares outstanding as of June 30, 2024). Class B Ordinary shares (US\$0.0001 par value, 231,215,000 shares authorized, issued and outstanding as of December 31, 2023 and June 30, 2024, respectively). Additional paid in capital 2,688,450 Accumulated deficit (2,408,307) Accumulated other comprehensive income 17,923 Total SOGP Inc.'s shareholders' equity 299,475 Non-controlling interests (9,462) Total 14,997 Total 2,064 TOTAL SHAREHOLDERS EQUITY 290,013 Total 34,703 TOTAL LIABILITIES AND SHAREHOLDERS EQUITY 566,574 Total 536,935 Total 7 Sound Group Inc. UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS (All amounts in thousands, except for share, ADS, per share data and per ADS data) Six Months Ended June 30, 2023 December 31, 2023 June 30, 2024 December 31, 2023 June 30, 2024 RMB RMB US\$ Net revenues 1,219,296 844,050 918,047 126,327 Podcast, advertising and other revenues 4,552 3,874 5,932 816 Total net revenues 1,223,848 847,924 923,979 127,143 Cost of revenues (1) (853,005) (633,392) (677,641) (93,247) Gross profit 370,843 214,532 246,338 33,896 Operating expenses (1) 122,370 111,276 Selling and marketing expenses 122,901 111,276 General and administrative expenses 46,902 44,524 6,127 Research and development expenses 147,095 154,395 122,901 16,912 Total operating expenses 320,367 290,617 39,991 14,952 Operating income/(loss) 50,476 198,144 44,279 6,095 Interest expenses 1,393 170 198 Foreign exchange losses 611 877 1,774 244 Interest income and investment income 6,277 4,543 4,802 661 Government grants 5,194 4,201 1,116 154 Others, net 410 3,987 5,100 702 Income/(loss) before income taxes 60,353 194,434 35,233 4,849 Income tax (expenses)/credit 463 29 1,247 172 Net income/(loss) 59,890 194,405 36,480 5,021 Net loss attributable to the non-controlling interests shareholders 2,679 5,185 5,493 756 Net income/(loss) attributable to Sound Group Inc.'s ordinary shareholders 62,569 189,220 30,987 4,265 8 Sound Group Inc. UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS (CONTINUED) (All amounts in thousands, except for share, ADS, per share data and per ADS data) Six Months Ended June 30, 2023 December 31, 2023 June 30, 2024 December 31, 2023 June 30, 2024 RMB RMB US\$ Net income/(loss) 59,890 194,405 36,480 5,021 Other comprehensive income/(loss) 193,249 33,037 4,547 Foreign currency translation adjustments 7,203 3,926 2,092 288 Total comprehensive income/(loss) 67,093 198,331 38,572 5,309 Comprehensive loss attributable to non-controlling interests shareholders 2,871 5,082 5,535 762 Comprehensive income/(loss) attributable to Sound Group Inc.'s ordinary shareholders 69,964 193,249 33,037 4,547 Net income/(loss) attributable to Sound Group Inc.'s ordinary shareholders per share 0.06 0.18 0.03 0.00 Weighted average number of ordinary shares 1,066,505,256 1,078,969,851 1,026,439,711 1,026,439,711 1,026,439,711 1,026,439,711 Net income/(loss) attributable to Sound Group Inc.'s ordinary shareholders per ADS 11.73 35.07 6.04 0.83 Weighted average number of ADS 5,332,526 5,394,849 5,132,199 5,132,199 5,132,199 5,132,199 Net income/(loss) attributable to Sound Group Inc.'s ordinary shareholders per ADS 11.69 35.07 6.04 0.83 Weighted average number of ADS 5,353,679 5,394,849 5,132,199 5,132,199 5,132,199 5,132,199 Sound Group Inc. UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS (CONTINUED) (All amounts in thousands, except for share, ADS, per share data and per ADS data) (1) Share-based compensation was allocated in cost of revenues and operating

