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UNISOUND AI TECHNOLOGY CO., LTD.

雲知聲智能科技股份有限公司

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

(Stock Code: 9678)

PLACING OF NEW H SHARES UNDER GENERAL MANDATE

Sole Overall Coordinator and Sole Placing Agent



BNP PARIBAS

The Board is pleased to announce that on May 28, 2026 (before trading hours of the Stock Exchange), the Company and the Placing Agent entered into the Placing Agreement, pursuant to which the Company agrees to allot and issue, and Placing Agent agrees, as agent of the Company, to procure on a best effort basis not less than six (6) independent Places to subscribe for 1,700,000 new H Shares at the Placing Price of HK\$228.00 per H Share.

The Placing Shares represent approximately 3.92% of the H Shares in issue and approximately 2.33% of the total number of Shares in issue as at the date of this announcement, and approximately 3.77% of the H Shares and approximately 2.28% of the total number of Shares in issue as enlarged by the allotment and issuance of the Placing Shares (assuming that except for the Placing Shares allotted and issued, there is no change in the issued Shares of the Company from the date of this announcement up to the Closing Date). The total nominal value of the Placing Shares under the Placing will be RMB1,700,000.

The Placing Price of HK\$228.00 per H Share represents:

- (i) a discount of approximately 19.89% to the closing price of HK\$284.60 per H Share as quoted on the Stock Exchange on May 27, 2026 (being the Last Trading Day and the date on which the Placing Price is fixed); and
- (ii) a discount of approximately 13.27% to the average closing price of HK\$262.88 per H Share as quoted on the Stock Exchange for the last five consecutive trading days up to and including May 26, 2026 (being the date immediately prior to (but excluding) the Last Trading Day).

Assuming all the Placing Shares are fully placed, the gross proceeds and net proceeds (after deducting the commission and estimated expenses) from the Placing are expected to be HK\$387.60 million and approximately HK\$381.43 million, respectively. On such basis, the net issue price will be approximately HK\$224.37 per Placing Share.

The Placing Shares will be issued by the Company under the General Mandate.

An application will be made by the Company to the Stock Exchange for the listing of, and the permission to deal in, the Placing Shares.

As the Closing of the Placing is subject to the fulfilment of certain conditions precedent under the Placing Agreement, the Placing may or may not proceed. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.

PLACING OF NEW H SHARES UNDER GENERAL MANDATE

The Board is pleased to announce that on May 28, 2026 (before trading hours of the Stock Exchange), the Company and the Placing Agent entered into the Placing Agreement, pursuant to which the Company agrees to allot and issue, and Placing Agent agrees, as agent of the Company, to procure on a best effort basis not less than six (6) independent Placees to subscribe for 1,700,000 new H Shares at the Placing Price of HK\$228.00 per H Share.

PLACING AGREEMENT

The principal terms of the Placing Agreement are set out below:

Date

May 28, 2026 (before trading hours of the Stock Exchange)

Parties

- (i) the Company; and
- (ii) the Placing Agent.

To the best of the knowledge, information and belief of the Board and the Placing Agent, having made all reasonable enquiries, Placing Agent and its ultimate beneficial owner is an Independent Third Party.

Placing

Pursuant to the Placing Agreement, the Company agrees to allot and issue, and Placing Agent agrees, as agent of the Company, to procure on a best effort basis not less than six (6) independent Placées to subscribe for 1,700,000 new H Shares at the Placing Price of HK\$228.00 per H Share.

Placing Shares

Under the terms of the Placing Agreement and subject to the conditions of Placing Agreement, the Company will issue 1,700,000 new H Shares with a nominal value of RMB1.00 each in the issued H share capital of the Company.

The Placing Shares represent approximately 3.92% of the H Shares in issue and approximately 2.33% of the total number of Shares in issue as at the date of this announcement, and approximately 3.77% of the H Shares and approximately 2.28% of the total number of Shares in issue as enlarged by the allotment and issuance of the Placing Shares (assuming that except for the Placing Shares allotted and issued, there is no change in the issued Shares of the Company from the date of this announcement up to the Closing Date). The total nominal value of the Placing Shares under the Placing will be RMB1,700,000.

Placees

The Placing Shares will be placed by the Placing Agent, on a best effort basis, to not less than six (6) Placees who are independent professional, institutional or other investor who and whose ultimate beneficial owners are Independent Third Parties (the “**Placee(s)**”).

It is not expected that any Placee will become a substantial shareholder (as defined under the Listing Rules) of the Company immediately after the Closing of the Placing.

Placing Price

The Placing Price of HK\$228.00 per H Share represents:

- (i) a discount of approximately 19.89% to the closing price of HK\$284.60 per H Share as quoted on the Stock Exchange on May 27, 2026 (being the Last Trading Day and the date on which the Placing Price is fixed); and
- (ii) a discount of approximately 13.27% to the average closing price of HK\$262.88 per H Share as quoted on the Stock Exchange for the last five consecutive trading days up to and including May 26, 2026 (being the date immediately prior to (but excluding) the Last Trading Day).

The Placing Price was determined based on the prevailing market prices of the H Shares and was arrived at by the Company and the Placing Agent through arm’s length negotiation. The Board considers that the Placing Price is fair and reasonable and the Placing is in the interests of the Company and the Shareholders as a whole.

Ranking of Placing Shares

The Placing Shares, when allotted and issued by the Company under the General Mandate pursuant to the Placing Agreement, shall rank *pari passu* in all respects with other H Shares in issue by the Company on or prior to the date of Closing of the Placing, free from all pledges, liens, charges and encumbrances, equities, security interests or other claims, and together with all rights attaching to them as at the date of issue of the Placing Shares, including the rights to all dividends and other distributions declared, made or paid on or after the date of Closing of the Placing. The Placing Shares are of the same class as the Company’s shares that are publicly traded on the Stock Exchange.

Conditions of the Placing

Closing of the Placing is conditional upon the fulfilment or waiver (if applicable) of the following conditions:

- (i) the Listing Committee of the Stock Exchange granting approval for the listing of and permission to deal in the Placing Shares and such listing and permission not subsequently being revoked prior to the Closing;
- (ii) all necessary approvals and clearances from all relevant PRC regulatory authorities in connection with the Placing having been obtained to the reasonable satisfaction of the Placing Agent, such approvals and clearances not materially conflicting with or altering the terms of the Placing Agreement and not imposing any material adverse conditions on any party of the Placing Agreement;
- (iii) before the Closing, there shall not have occurred:
 - (a) any material adverse change, or any development reasonably likely to involve a material adverse change, in the condition, financial or otherwise, or in the earnings, assets, business, operations or prospects of the Company, or the Group taken as a whole; or
 - (b) any suspension or limitation of trading (A) in any of the Company's securities by the Stock Exchange or any other exchange or over the counter market on which the Company's securities are admitted or listed for trading, or (B) generally on the Stock Exchange or the Shanghai Stock Exchange; or
 - (c) any outbreak or escalation of hostilities, act of terrorism, riot, or other state of emergency or calamity or crisis or lock down, epidemics or pandemics, or the declaration by Hong Kong, the PRC, or any other jurisdictions relevant to the Group or the Placing (together, the "**Relevant Jurisdictions**", each a "**Relevant Jurisdiction**") of a national emergency or war or other calamity or crisis; or
 - (d) any material disruption in commercial banking or securities settlement or clearance services in any Relevant Jurisdiction and/or a general moratorium on commercial banking activities having been declared by the relevant authorities in any Relevant Jurisdiction; or

- (e) any material adverse change or development involving a prospective material adverse change in or affecting the financial markets in any Relevant Jurisdiction or in international financial, political or economic conditions, currency exchange rates, exchange controls or taxation,

that, in the sole judgment of the Placing Agent, would make the Placing or the enforcement of contracts to subscribe for or purchase the Placing Shares impracticable or inadvisable, or would materially prejudice trading of the Placing Shares in the secondary market;

- (iv) the representations and warranties made by the Company pursuant to the Placing Agreement being true and accurate and not misleading as of the date of the Placing Agreement and the Closing Date;
- (v) the Company having complied with all of the agreements and undertakings and satisfied all of the conditions on its part to be complied with or satisfied under the Placing Agreement on or before the Closing Date;
- (vi) the Placing Agent having received on the Closing Date the final draft or substantially complete draft of (A) the CSRC Filings; and (B) an opinion of the counsel for the Company as to PRC laws, in relation to the CSRC Filing;
- (vii) the Placing Agent having received on the Closing Date the final draft or substantially complete draft of an opinion of the counsel for the Placing Agent as to PRC laws, in relation to the CSRC Filing; and
- (viii) the Placing Agent having received on the Closing Date an opinion of U.S. counsel to the Placing Agent, to the effect that the offer and sale of the Placing Shares by the Placing Agent as set forth in the Placing Agreement are not required to be registered under the Securities Act, and such other matters as the Placing Agent shall reasonably request, such opinion to be in form and substance reasonably satisfactory to the Placing Agent.

Closing of the Placing

Subject to the fulfilment or waiver (as the case may be) of the conditions set out above, the Closing shall take place on the Closing Date.

GENERAL MANDATE TO ISSUE THE PLACING SHARES

The Placing Shares will be issued by the Company under the General Mandate, pursuant to which the Board is authorized to allot, issue, and deal with Shares not exceeding 20% of the total number of issued Shares of the Company (excluding treasury shares) as at the date of the extraordinary general meeting of the Company held on December 10, 2025.

As at January 22, 2026, the Company has completed the placing of 780,000 H Shares in total under the General Mandate (the “**January 2026 Placing**”), representing approximately 5.48% of the Shares the Company may issue under the General Mandate. As at February 9, 2026, the Company has completed the placing of 1,008,000 H Shares in total under the General Mandate (the “**February 2026 Placing**”), representing approximately 7.08% of the Shares the Company may issue under the General Mandate. Thus, as at the date of this announcement, the number of the Shares the Company may issue under the General Mandate is 12,449,518, representing approximately 87.44% of the Shares the Company may issue under the General Mandate.

Save as disclosed above, as of the date of this announcement, the Company has not issued any other new Shares under the General Mandate. The Board has approved the Placing under the General Mandate and the Placing does not require further Shareholders’ approval.

LOCK-UP

Pursuant to the Placing Agreement, the Company shall not, without the prior written consent of the Placing Agent, (i) effect or arrange or procure placement of, allot or issue or offer to allot or issue or grant any option, right or warrant to subscribe for, or enter into any transaction which is designed to, or might reasonably be expected to, result in any of the aforesaid (whether by actual disposition or effective economic disposition due to cash settlement or otherwise), directly or indirectly, any equity securities of the Company or any securities convertible into, or exercisable, or exchangeable for, equity securities of the Company, or (ii) enter into any swap or similar agreement that transfers, in whole or in part, the economic risk of ownership of such Shares, whether any such transaction described in (i) or (ii) above is to be settled by delivery of Shares or such other securities, in cash or otherwise, or (iii) publicly announce an intention to effect any such transaction, for a period beginning on the date of the Placing Agreement and ending on the date which is 90 days after the Closing Date. The foregoing shall not apply to the issue of the Placing Shares under the Placing Agreement or to any share schemes adopted or to be adopted by the Company that are in compliance with applicable requirements under the Listing Rules.

REASONS FOR AND USE OF THE PROCEEDS FROM THE PLACING

The Company has progressed the January 2026 Placing and February 2026 Placing in succession during the first half of 2026. Deployment of the proceeds from January 2026 Placing and February 2026 Placing focuses on core directions including Atlas AI infrastructure, UniBrain upgrade, “One Base and Two Wings” technological foundation, industry agent and health management products etc. In order to avoid technological layout gap and safeguard the continuous implementation of next generation AI competitiveness, proceeds of this Placing will focus on the 3 major areas of research and development of the new generation U-series trillion-parameter multimodal intelligent agent-native large model, establishment of globalized Token factory and expansion of Token’s overseas operations as well as marketing and promotion. Such use of proceed will complement the use of proceeds from the January 2026 Placing and February 2026 Placing and prevent duplicated deployment. The Placing is a crucial funding guarantee for the Company to complete the leap from the iteration of the existing large model to the next generation intelligent agent-native structure, from domestic industry implementation to global Token service output and from technology product refinement to large-scale commercial materialization, which possess a high degree of strategic necessity and business urgency.

Assuming all the Placing Shares are fully placed, the gross proceeds and net proceeds (after deducting the commission and estimated expenses) from the Placing are expected to be HK\$387.60 million and approximately HK\$381.43 million, respectively. On such basis, the net issue price will be approximately HK\$224.37 per Placing Share.

The net proceeds from the Placing are expected to be fully utilized by June 30, 2028 and will be used for: (i) training of the new-generation of “U-Series” intelligent agent-native multimodal base large model; (ii) the establishment of global large-model Token factories and expansion of Token’s overseas operations; and (iii) sales and marketing as well as market promotion. In particular:

- (i) Approximately 45% of the net proceeds from the Placing will be used for training of the new-generation of “U-Series” intelligent agent-native multimodal base large model, with an aim to overcome the traditional architectural limitation of existing large models, i.e. “train the base first and followed by agent adaptation”, so as to build native technological bases with the execution of agent tasks as the design logic and establish general multimodal large models with nearly one trillion parameters, in order to ensure the core first-mover advantages of the Company in the next-generation general artificial intelligence sector. The detailed allocation of proceeds is as follows:
 - (a) Approximately 35% of the net proceeds from the Placing will be used for the research and development and whole-process training of “U-Series” base core architectures, with a core aim to support the execution of complex tasks by intelligent agents in terms of underlying computing power and algorithms, so as to achieve a uniform understanding and generation of multimodal information and

completely address the loss of capacity and compatibility problem of traditional bases during agent adaptation. The main tasks include: design a native multi-layer attention mechanism and expandable long-term memory module of agents to support inference and task planning under million-level context windows; build a unified multimodal training dataset covering text, images, audio, video and 3D point clouds, and complete the distributed end-to-end training of models with nearly one trillion parameters; research and develop specialized training objective functions tailored for intelligent agents, with a focus on enhancing the model's performance in core capabilities such as tool invocation, multi-agent collaboration, environmental interaction and closed-loop long-term tasks.

- (b) Approximately 5% of the net proceeds from the Placing will be used for the establishment of a “U-Series” base global framework for compliance, security and value alignment, with a core aim to build a full-lifecycle security framework that meets the regulatory requirements of major countries and regions worldwide while ensuring the model's optimal performance, in order to address issues related to controllability, reliability and ethical compliance in complex agent tasks. The main tasks include: establish a multi-dimensional security detection and protection mechanism that covers the entire process from pre-training to fine-tuning, inference and deployment, so as to enable real-time interception and tracing of risks, such as the generation of harmful content, unauthorized operations and data breaches; research and develop dynamic value alignment technology for intelligent agents, so as to ensure the intelligent agents consistently adhere to human intentions and ethical standards when executing complex cross-scenario tasks over extended periods; ensure compliance across multilingual and multicultural contexts by conducting specialized security alignment verification against the laws, regulations and cultural customs of different countries and regions.
- (c) Approximately 5% of the net proceeds from the Placing will be used for the establishment of tool ecosystem and standardized interfaces of “U-Series” bases, with a core aim to build an open, compatible and easily integrable tool-calling ecosystem, so as to achieve seamless integration of “U-Series” bases with general tools and industry-specific systems, which provide a standardized interface for intelligent agent development to developers worldwide. The main tasks include: define a unified protocol and interface specifications for intelligent agent tool invocation, supporting the parallel invocation, dynamic composition and automatic fault tolerance of thousands of tools; development tools automatically discover and adapt modules, enabling rapid integration with third-party APIs, hardware devices and legacy systems of the industry; build a one-stop developer toolchain and testing and validation platform, which provides end-to-end support for the development, debugging, deployment and operation and maintenance of intelligent agents, significantly lowering the development barrier for upper-layer applications.

- (ii) Approximately 40% of the net proceeds from the Placing will be allocated to the establishment of global large-model Token factories and expansion of Token's overseas operations. The aim is to build a scalable, low-cost and highly reliable system for Token production and global distribution that supports the commercial launch of the "U Series" bases and subsequent models; capture market share in the global large-model infrastructure service market; and establish a new global revenue growth engine for the Company. The detailed allocation of proceeds is as follows:
- (a) Approximately 28% of the net proceeds from the Placing will be used for the establishment of core infrastructure in the large-model Token factories, with a core aim to establish a large-scale Token production facility with a daily Token throughput capacity of trillions, so as to support on-demand flexible scaling and multi-region distributed deployment to meet the explosive growth in Token demand in global markets. The main tasks include: build a distributed Token production cluster using a hybrid deployment model of heterogeneous computing power to achieve optimal allocation and coordinated scheduling of computing resources, such as CPUs and GPUs; research and development of an intelligent Token production management system that supports multi-model, multi-tenant task isolation and dynamic resource allocation; build a low-latency Token distribution network covering key markets, such as the Asia-Pacific regions, Europe, North America and the Middle East, so as to enable millisecond-level Token response and transmission worldwide.
 - (b) Approximately 7% of the net proceeds from the Placing will be used for technology optimization and full-chain cost control of the Token factory, with a core aim to reduce the costs of producing, storing and distributing each Token continuously, establish an industry-leading cost advantage and enhance the profitability and market competitiveness of the Token factory. The main tasks include: research and develop a new generation of lossless Token encoding and compression algorithms that reduce Token transmission and storage costs by over 30% while maintaining the quality of model outputs; optimize the dedicated inference engine and computing power scheduling strategy for Token production to further improve Token output efficiency per unit of computing power; establish a comprehensive cost monitoring and dynamic optimization system to enable granular cost management across the entire process of Token production, distribution, and operations and maintenance.
 - (c) Approximately 5% of the net proceeds from the Placing will be used for the expansion of Token's overseas operations and establishment of cross-border compliance system, with a core aim to rapidly enter the global large-scale model infrastructure service market, establish an overseas business operations system that complies with local regulatory requirements and build a Token service brand with international influence. The main tasks include: build an international marketing, sales and technical support team, with a focus on expanding into

emerging markets such as Southeast Asia, the Middle East and Latin America, so as to gradually penetrate mature markets in Europe and the United States; establish in-depth strategic partnerships with local cloud service providers and technology companies to build localized sales channels and service networks; develop a cross-border data compliance management platform to ensure that the entire process from Token production to storage, transmission and usage complies with relevant regulations in various countries regarding data security, privacy protection and export controls.

- (iii) Approximately 15% of the net proceeds from the Placing will be used for sales promotion and marketing initiatives for online advertising on major platforms to drive traffic, digital marketing as well as industry trade shows, channel partnerships and brand building, so as to rapidly acquire customers, boost market visibility and improve product conversion rates.
 - (a) Approximately 12% of the net proceeds from the Placing will be used for online advertising and digital marketing, with the focus on mainstream public platforms, such as Douyin, search engines and international social media, to attract highly engaged corporate clients and individual users, boost product conversions and rapidly expand our market presence.
 - (b) Approximately 3% of the net proceeds from the Placing will be used for brand promotion and channel marketing, which include participating in high-profile industry trade shows and summits both domestically and internationally as well as producing promotional materials, so as to strengthen its professional image; expand cooperation channels and sales operations teams, increase channel incentives and joint promotions; improve outreach efficiency and contract conversion rates to fully support market expansion and revenue growth.

Although as at April 30, 2026, the unutilized net proceeds from the Global Offering , the January 2026 Placing and the February 2026 Placing amounted to approximately HK\$82.91 million, HK\$110.57 million and HK\$300.24 million, respectively, these funds will continue to be used in accordance with the intended use as set out in the Prospectus, the announcement of the January 2026 Placing dated January 22, 2026 and the announcement of the February 2026 Placing dated February 9, 2026. Given the Company's strong track record and ongoing growth initiatives, the Company believes that the Placing would provide an opportunity to further strengthen the Company's financial strength for capitalizing on the current growth opportunities.

In view of the above, the Board considers that the terms of the Placing Agreement (including but not limited to the Placing Price and the Placing commission payable to the Placing Agent) are fair and reasonable and the Placing is in the interests of the Company and its Shareholders as a whole.

EQUITY FUND RAISING ACTIVITY IN THE PAST TWELVE MONTHS

February 2026 Placing

On February 9, 2026, the Company completed the February 2026 Placing. A total of 1,008,000 new H Shares, representing approximately 1.38% of the total number of Shares in issue as at the date of this announcement, have been successfully placed to not less than six places at the placing price of HK\$310 per H Share. The net proceeds from the February 2026 Placing (after deducting the commissions and estimated expenses) amounted to approximately HK\$307.19 million. The net proceeds from the February 2026 Placing will be utilized for the purposes as set out in the announcement of the February 2026 Placing of the Company dated February 9, 2026.

The intended and actual usage of the net proceeds from the February 2026 Placing as at April 30, 2026 are set out below:

Intended use of net proceeds		Net proceeds available from February 2026 Placing (HK\$ million)	Percentage of use of proceeds raised (%)	Actual net amount utilized as of April 30, 2026 (HK\$ million)	Unutilized net amount as of April 30, 2026 (HK\$ million)	Expected timeline for fully utilizing the unutilized net amount	Expected timeline as disclosed in the announcement of the February 2026 Placing
Enhance R&D capabilities	Build the “UniGPT • Atlas” Unified Intelligence & Compute Base	49.15	16%	2.20	46.94	December 31, 2027	December 31, 2027
	Build the “UniGPT • DeepLogic” professional agent core	101.37	33%	3.05	98.25		
	Upgrade the “UniGPT • OmniSense” edge-side multimodal agent	49.15	16%	0.99	48.15		
Enhancing the core competitiveness of main products and solutions	Industry agent development	48.84	15.9%	0.43	48.51		
	development and operation of smart health management ToC products	58.67	19.1%	0.28	58.39		
Total		307.19	100.00%	6.95	300.24	—	—

Note: Due to rounding, there may be a difference between the sum of the individual sub-values and the total amount. The expected timeline for fully utilizing unutilized net amount is based on the Company’s forecasts, which is subject to the current and future development of the market conditions.

January 2026 Placing

On January 22, 2026, the Company completed the January 2026 Placing. A total of 780,000 new H Shares, representing approximately 1.07% of the total number of Shares in issue as at the date of this announcement, have been successfully placed to not less than six places at the placing price of HK\$252.00 per H Share. The net proceeds from the January 2026 Placing (after deducting the commissions and estimated expenses) amounted to approximately HK\$191.69 million. The net proceeds from the January 2026 Placing will be utilized for the purposes as set out in the announcement of the January 2026 Placing of the Company dated January 22, 2026.

The intended and actual usage of the net proceeds from the January 2026 Placing as at April 30, 2026 are set out below:

Intended use of net proceeds		Net proceeds available from January 2026 Placing (HK\$ million)	Percentage of use of proceeds raised (%)	Actual net amount utilized as of April 30, 2026 (HK\$ million)	Unutilized net amount as of April 30, 2026 (HK\$ million)	Expected timeline for fully utilizing the unutilized net amount	Expected timeline as disclosed in the announcement of the January 2026 Placing
Enhance R&D capabilities	Strengthen the Atlas AI infrastructure	46.01	24.00%	39.33	6.68	On or before December 31, 2026	On or before December 31, 2026
	Upgrade UniBrain centered on AI agents	38.34	20.00%	34.57	3.77		
	Talent cultivation and joint R&D	11.50	6.00%	—	11.50		
Invest in emerging business opportunities	Regional AI infrastructure and application platform	76.68	40.00%	0.83	75.85		
	Industry AI agent products						
Working capital and general corporate use	Rentals and property expenses of the Group	19.17	10.00%	3.74	12.77		
	Renovation costs for newly established offices, showrooms, and other facilities			0.98			
	Personnel costs for administrative staff			0.92			
	Other daily operating expenses			0.76			
Total		191.69	100.00%	81.13	110.57	—	—

Note: Due to rounding, there may be a difference between the sum of the individual sub-values and the total amount. The expected timeline for fully utilizing unutilized net amount is based on the Company's forecasts, which is subject to the current and future development of the market conditions.

Global Offering

On June 30, 2025, the H Shares were listed on the Main Board of the Stock Exchange. After deducting underwriting fees, commissions and other offering expenses, the net proceeds from the Global Offering and the exercise of the Over-allotment Option (as defined in the Prospectus) amounted to approximately HK\$236.94 million, which will be utilized for the purposes as set out in the Prospectus.

The intended and actual usage of the net proceeds from the Global Offering and the exercise of the Over-allotment Option as at April 30, 2026 are set out below:

Intended use of net proceeds		Available proceeds from the listing (HK\$ million)	Percentage of use of proceeds raised (%)	Actual net amount utilized as of April 30, 2026 (HK\$ million)	Unutilized net amount as of April 30, 2026 (HK\$ million)	Expected timeline for fully utilizing the unutilized net amount	Expected timeline as disclosed in the Prospectus
Enhance R&D capabilities	Invest in the Atlas AI infrastructure	73.00	30.81%	73.00	—	On or before September 30, 2026	Within 5 years from listing
	UniBrain upgrade	18.30	7.72%	18.30	—	On or before September 30, 2026	
	Talent cultivation and joint R&D	16.75	7.07%	4.74	12.01	On or before September 30, 2026	
Invest in emerging Business opportunities and increase the adoption and penetration of products in vertical industries and scenarios	R&D personnel investment	64.45	27.20%	34.13	30.32	On or before September 30, 2026	Within 5 years from listing
	Sales personnel investment	36.33	15.33%	5.68	30.65	On or before September 30, 2026	
	Marketing and promotional expenses	10.58	4.47%	0.65	9.93	On or before September 30, 2026	
Working capital and general corporate use	Inventory	17.53	7.40%	5.27	—	On or before September 30, 2026	—
	Service fees			6.24			
	Rentals and property management fees			2.75			
	Other working capital expenditures			3.27			
Total		236.94	100.00%	154.03	82.91	—	—

Note: Due to rounding, there may be a difference between the sum of the individual sub-values and the total amount. The expected timeline for fully utilizing unutilized net amount is based on the Company's forecasts, which is subject to the current and future development of the market conditions.

The expected timeline for full utilization of the net proceeds has been accelerated compared to the expected timeline disclosed in the Prospectus, due to continuous R&D investment and robust business opportunities.

Save as disclosed above, the Company has not carried out any equity fund raising activities in the past 12 months immediately preceding the date of this announcement.

IMPACT OF THE PLACING ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

The table below sets forth the shareholding structure of the Company (i) as at the date of this announcement; and (ii) immediately after the Closing of the Placing, assuming the Placing will be completed in full and there will be no other changes in the total share capital in issue of the Company from the date of this announcement up to the Closing of the Placing.

	As at the date of this announcement		Immediately after the Closing of the Placing	
	Number of Shares	Approximate percentage of the total number of Shares in issue ^{Note 1}	Number of Shares	Approximate percentage of the total number of Shares in issue ^{Note 1}
<i>Domestic unlisted Shares</i>				
Core connected persons ^{Note 2}	16,658,441	22.83%	16,658,441	22.31%
Other holders of domestic unlisted Shares	8,336,620	11.42%	8,336,620	11.16%
Sub-total	24,995,061	34.25%	24,995,061	33.47%
<i>Unlisted Foreign Shares</i>				
Ming Fu Investments Limited ^{Note 3}	4,570,649	6.26%	4,570,649	6.12%
<i>H Shares</i>				
H Shares held by core connected persons ^{Note 4}	15,865,662	21.74%	15,865,662	21.25%
H Shares held by other public H Shareholders	27,544,221	37.74%	27,544,221	36.89%
H Shares held by Placees	—	—	1,700,000	2.28%
Sub-total	43,409,883	59.49%	45,109,883	60.41%
Total	72,975,593	100.00%	74,675,593	100.00%

Notes:

1. The percentages have been rounded up to the nearest two decimal places and any discrepancy between the totals and sums of amounts listed in the table is due to rounding.
2. This represents the sum of (i) 16,481,964 domestic unlisted Shares in which Dr. Huang Wei, Dr. Liang Jia'en and Dr. Kang Heng, executive Directors of the Company, were deemed to be interested by virtue of their acting-in-concert arrangement. Dr. Liang Jia'en directly held 1,835,658 domestic unlisted Shares, and Dr. Kang Heng directly held 1,101,395 domestic unlisted Shares. Yunsi Shangyi directly held 11,697,500 domestic unlisted Shares, while Yunchuang Hudong directly held 1,847,411 domestic unlisted Shares. The general partner of each of Yunsi Shangyi and Yunchuang Hudong is Tianjin Yunsheng, which is held as to 99% of equity interests by Dr. Huang Wei and 1% of equity interests by Dr. Liu Shengping, the executive Director of the Company. Dr. Huang Wei is also the largest limited partner of Yunsi Shangyi with 82.59% partnership interest. Each of Yunsi Shangyi and Yunchuang Hudong is controlled by Dr. Huang Wei. As such, each of Tianjin Yunsheng and Dr. Huang Wei is deemed to be interested in the Shares held by Yunsi Shangyi and Yunchuang Hudong for the purpose of Part XV of the SFO; (ii) 176,477 domestic unlisted Shares of the Company in which Mr. Li Zhichao, non-executive Director of the Company, was deemed to be interested.
3. Ming Fu Investments Limited (a private joint stock company incorporated in Hong Kong) is directly held as to 96.94% by Qiming Venture Partners III, L.P., and the general partner of Qiming Venture Partners III, L.P. is Qiming GP III, L.P., and the general partner of which is Qiming Corporate GP III, Ltd., an exempted company incorporated in the Cayman Islands which is an Independent Third Party. As such, each of Qiming Venture Partners III, L.P., Qiming GP III, L.P. and Qiming Corporate GP III, Ltd. were deemed to be interested in the unlisted foreign Shares held by Ming Fu Investments Limited.
4. This represents the sum of (i) 7,063,697 H Shares in which Dr. Huang Wei, Dr. Liang Jia'en and Dr. Kang Heng, executive Directors of the Company, were deemed to be interested by virtue of their acting-in-concert arrangement. Dr. Liang Jia'en directly held 786,710 H Shares, and Dr. Kang Heng directly held 472,026 H Shares. Yunsi Shangyi directly held 5,013,214 H Shares, while Yunchuang Hudong directly held 791,747 H Share. The general partner of each of Yunsi Shangyi and Yunchuang Hudong is Tianjin Yunsheng, which is held as to 99% of equity interests by Dr. Huang Wei and 1% of equity interests by Dr. Liu Shengping, the executive Director of the Company. Dr. Huang Wei is also the largest limited partner of Yunsi Shangyi with 82.59% partnership interest. Each of Yunsi Shangyi and Yunchuang Hudong is controlled by Dr. Huang Wei. As such, each of Tianjin Yunsheng and Dr. Huang Wei is deemed to be interested in the Shares held by Yunsi Shangyi and Yunchuang Hudong for the purpose of Part XV of the SFO; (ii) 152,097 H Shares in which Mr. Li Zhichao, non-executive Director of the Company, was deemed to be interested; and (iii) 8,649,868 H Shares in which Li Shujun was deemed to be interested. TBP Sound Cloud Holdings (HK) Limited beneficially owned 6,202,020 H Shares, all of which were owned as to 100% by TBP Sound Cloud Holdings Limited. TBP Sound Cloud Holdings Limited is owned as to 100% by Trustbridge Partners V, L.P., while Trustbridge Partners V, L.P. is owned as to 100% by TB Partners GP5, L.P., which is owned as to 100% by TB Partners GP5 Limited. TBP Sound Cloud Holdings (HK) II Limited beneficially owned 2,447,848 H Shares, all of which were owned as to 100% by TBP Sound Cloud Holdings II Limited. TBP Sound Cloud Holdings II Limited is owned as to 100% by Trustbridge Partners VII, L.P., while Trustbridge Partners VII, L.P. is owned as to 100% by TB Partners GP7, L.P., which is owned as to 100% by TB Partners GP7 Limited. All of TB Partners GP5 Limited and TB Partners GP7 Limited were owned as to 100% by Li Shujun. As such, Li Shujun is deemed to be interested in 6,202,020 H Shares held by TBP Sound Cloud Holdings (HK) Limited and 2,447,848 H Shares held by TBP Sound Cloud Holdings (HK) II Limited for the purpose of Part XV of the SFO.

The Board confirms that, immediately after the Closing of the Placing, the public float of the Company will be no less than 25% of the Company's issued share capital as enlarged by the Placing (assuming that the Placing Shares are fully placed and except for the Placing Shares allotted and issued, there is no change in the issued Shares of the Company from the date of this announcement up to the date of Closing of the Placing).

APPLICATION FOR LISTING

An application will be made by the Company to the Stock Exchange for the listing of, and the permission to deal in, the Placing Shares.

FILING WITH REGULATORY AUTHORITIES IN THE PRC

After the Placing Shares are issued and listed on the Stock Exchange, the Company will file with the regulatory authorities in the PRC in accordance with the relevant applicable laws and regulations, including the CSRC Filings.

AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Upon Closing of the Placing, the registered capital and total number of the Shares of the Company will be changed to RMB74,675,593 and 74,675,593 Shares, respectively. To reflect such changes in the registered capital and total share capital of the Company, corresponding amendments will be made to the Articles of Association (the "**Amendments to the Articles of Association**").

In accordance with the resolution in relation to the General Mandate passed at the extraordinary general meeting of the Company held on December 10, 2025, the general meeting of the Company has authorized the Board and for the Board to further authorize the chairman of the Board and his authorized persons (unless otherwise provided by relevant laws and regulations in respect of matters of sub-delegation) to make corresponding amendments to the Articles of Association as it considers appropriate and necessary to reflect the registered capital and total share capital of the Company as a result of issuance of additional Shares under the General Mandate. As such, the Amendments to the Articles of Association do not require further Shareholders' approval and will become effective from the date of Closing of the Placing.

As the Closing of the Placing is subject to the fulfilment of certain conditions precedent under the Placing Agreement, the Placing may or may not proceed. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.

DEFINITIONS

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

“Articles of Association”	the articles of association of the Company (as amended from time to time)
“Board”	the board of directors of the Company
“Closing”	the closing of the Placing on the terms and subject to the conditions set out in the Placing Agreement
“Closing Date”	expected to be June 4, 2026, or at such other time and/or date as the Company and the Placing Agent agree in writing
“Company”	Unisound AI Technology Co., Ltd. (雲知聲智能科技股份有限公司), a company initially established in the PRC with limited liability on June 29, 2012, and converted into a joint stock company with limited liability on June 24, 2019, and the H shares of which were listed on the Main Board of the Stock Exchange (stock code: 9678) on June 30, 2025
“connected persons”	has the meaning ascribed to it under the Listing Rules
“Controlling Shareholders”	has the meaning ascribed thereto in the Listing Rules, unless the context otherwise requires, refer to Dr. Liang Jia'en, Dr. Huang Wei, Dr. Kang Heng, Tianjin Yunsheng, Yunsi Shangyi and Yunchuang Hudong
“core connected persons”	has the meaning ascribed to it under the Listing Rules
“CSRC”	China Securities Regulatory Commission (中國證券監督管理委員會)
“CSRC Filings”	the CSRC Filing Report and any relevant supporting materials to be filed with the CSRC
“CSRC Filing Report”	the filing report in relation to the Placing and any transactions contemplated by the Placing Agreement to be filed with the CSRC

“CSRC Filing Rules”	the applicable requirements under the Trial Administrative Measures of Overseas Securities Offering and Listing by Domestic Companies (境內企業境外發行證券和上市管理試行辦法) and supporting guidelines issued by the CSRC on 17 February 2023 (as amended, supplemented or otherwise modified from time to time)
“Director(s)”	the director(s) of the Company
“General Mandate”	the general mandate granted to the Directors to allot, issue or otherwise deal with Shares (including any sale or transfer of treasury shares) not exceeding 20% of the total number of issued Shares in issue (excluding any treasury shares), pursuant to a resolution of the Shareholders passed at the extraordinary general meeting of the Company held on December 10, 2025
“Global Offering”	the Hong Kong Public Offering and the International Offering (each as defined in the Prospectus)
“Group”	the Company and its subsidiaries from time to time
“H Share(s)”	the overseas listed foreign Share(s) in the share capital of the Company, with a nominal value of RMB1.00 each, which are listed on the Stock Exchange
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Independent Third Party(ies)”	any person(s) or entity(ies) who is not a connected person of the Company within the meaning of the Listing Rules
“Last Trading Day”	May 27, 2026, being the last trading day prior to the signing of the Placing Agreement, which took place before trading hours

“Listing Approval”	the written confirmation issued by the listing committee of the Stock Exchange granting the listing of, and permission to deal in, the Placing Shares
“Listing Date”	June 30, 2025, on which the H Shares were listed and on which dealings in the H Shares were first permitted to commence on the Stock Exchange
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Placing”	the placing of the Placing Shares by or on behalf of Placing Agent on the terms and subject to the conditions set out in the Placing Agreement
“Placing Agent”	BNP Paribas Securities (Asia) Limited
“Placing Agreement”	the placing agreement entered into between the Company and the Placing Agent on May 28, 2026 in relation to the Placing under the General Mandate
“Placing Price”	HK\$228.00 per Placing Share
“Placing Share(s)”	1,700,000 new H Shares to be allotted and issued under the terms and conditions of the Placing Agreement
“PRC” or “China”	the People’s Republic of China excluding, for the purposes of this announcement, Hong Kong, the Macau Special Administrative Region of the People’s Republic of China and Taiwan
“Prospectus”	the prospectus of the Company dated June 20, 2025
“RMB”	Renminbi, the lawful currency of the PRC
“Securities Act”	the United States Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder

“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
“Share(s)”	the ordinary share(s) in the capital of the Company with a nominal value of RMB1.00 each, comprising the domestic unlisted Shares, unlisted foreign Shares and the H Shares
“Shareholder(s)”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“subsidiary(ies)”	has the meaning ascribed to it under the Listing Rules
“substantial shareholder(s)”	has the meaning ascribed to it under the Listing Rules
“Tianjin Yunsheng”	Tianjin Yunsheng Information Technology Co., Ltd. (天津市雲盛信息技術有限公司), a company established in the PRC on March 3, 2016 and one of the Controlling Shareholders
“treasury shares”	has the meaning ascribed to it under the Listing Rules
“United States” or “U.S.”	has the meaning ascribed to it under Rule 902 of Regulation S under the Securities Act
“Unlisted Shares”	unlisted ordinary Share(s) issued by the Company, with a nominal value of RMB1.00 each, which is/are not listed or traded on any stock exchange
“Yunchuang Hudong”	Beijing Yunchuang Hudong Investment Management Consulting Partnership (Limited Partnership) (北京雲創互動投資管理諮詢合夥企業(有限合夥)), a limited partnership established in the PRC on May 13, 2015, and one of the employee incentive platforms and Controlling Shareholders

“Yunsi Shangyi”

Yunsi Shangyi (Tianjin) Enterprise Management Partnership (Limited Partnership) (雲思尚義(天津)企業管理合夥企業 (有限合夥)), a limited partnership established in the PRC on March 28, 2016 and one of the Controlling Shareholders

“%”

per cent

By Order of the Board
Unisound AI Technology Co., Ltd.

Dr. Huang Wei

Executive Director and Chief Executive Officer

Beijing, the PRC
May 28, 2026

As at the date of this announcement, the Board of Directors of the Company comprises: (i) Dr. Liang Jia'en, Dr. Huang Wei, Dr. Kang Heng, Dr. Li Xiaohan and Dr. Liu Shengping as executive Directors; (ii) Mr. Li Zhichao as a non-executive Director; and (iii) Mr. Hu Jianjun, Dr. Fan Jian, Dr. Jin Huihua and Dr. Zhang Kun as independent non-executive Directors.