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Microwave Group Limited

美高域集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1985)

VOLUNTARY ANNOUNCEMENT STRATEGIC COOPERATION FRAMEWORK AGREEMENT

This announcement is made by Microwave Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) on a voluntary basis to keep the shareholders and potential investors of the Company informed of the latest development of the Group.

The board (the “**Board**”) of directors (the “**Director(s)**”) of the Company is pleased to announce that on 11 July 2024, the Company has entered into a strategic cooperation framework agreement (the “**Strategic Cooperation Framework Agreement**”) with Shanghai Voicecomm Information Technology Co., Ltd. (上海聲通信息科技股份有限公司) (“**Shanghai Voicecomm**”). Pursuant to the Strategic Cooperation Framework Agreement, both parties agreed to establish a strategic partnership to leverage the complementary strengths in their respective technical resources, market resources, and service resources, jointly build a professional and market-oriented technical service consortium, and promote the joint development of both parties’ technical services and research and development systems. The parties will promote the full integration of the Company’s information technology (“**IT**”) and artificial intelligence (“**AI**”) solutions with Shanghai Voicecomm’s conversational AI solutions including unified communication technologies, in order to realise win-win cooperation and development. The term of the Strategic Cooperation Framework Agreement is from 11 July 2024 to 11 July 2027.

Based on the willingness to establish a long-term strategic partnership with mutual trust, complement each other’s competitive strengths and improve operating efficiency in the field of technology, the parties will achieve high-quality development. The Board is of the view that the Strategic Cooperation Framework Agreement provides valuable opportunities for the parties to leverage their respective resources and expertise to create mutual benefits and synergies. Therefore, the Board believes that the proposed strategic cooperation under the Strategic Cooperation Framework Agreement is in line with the Group’s long-term development objectives and business development strategy, and is in the interest of the Group and its shareholders as a whole.

According to the prospectus dated 28 June 2024 issued by Shanghai Voicecomm, Shanghai Voicecomm is a China-based company principally engaged in providing services of IT solutions, including core conversational AI technologies, unified communication technologies, and other AI and computer technologies, the H shares of which are listed on The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”) (stock code: 2495). As at the date of this announcement, the Company is interested in 65,000 H shares (representing approximately 0.18% of the total shares in issue) of Shanghai Voicecomm. To the best of the Directors’ knowledge, information and belief and having made reasonable enquiries, each of Shanghai Voicecomm and its ultimate beneficial owner is third party independent of the Company and its connected persons (as defined in the Rules (the “**Listing Rules**”) Governing the Listing of Securities on the Stock Exchange).

The parties will enter into definitive agreements in respect of the cooperations under the Strategic Cooperation Framework Agreement as and when appropriate. Such definitive agreements will base on normal commercial terms consistent with applicable laws and regulations, regulatory requirements and industry norms. In the event that any definitive agreement is entered into, the Company will make further announcement(s) in accordance with the Listing Rules as and when necessary.

Shareholders and/or potential investors of the Company are advised to exercise caution when dealing in the shares of the Company, and if they are in any doubt about their position, they should consult with their professional adviser(s).

On behalf of the Board
Microware Group Limited
Wang Guangbo
Chairman and executive Director

Hong Kong, 25 July 2024

As at the date of this announcement, the executive Directors are Mr. Wang Guangbo, Mr. Huang Tianlei and Mr. Zhang Ting, the non-executive Director is Mr. Wang Zhi and the independent non-executive Directors are Mr. Dai Bin, Mr. Xu Jianwen, Mr. Lu Junbo and Ms. Lan Jia.