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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)

COMPLETION OF PLACING OF NEW H SHARES UNDER GENERAL MANDATE AND AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Sole Overall Coordinator and Sole Placing Agent



The Board is pleased to announce that all the conditions under the Placing Agreement have been satisfied and that the completion of the Placing took place on February 9, 2026.

A total of 1,008,000 new H Shares, representing approximately 2.32% of the H Shares in issue and approximately 1.38% of the total number of Shares in issue as enlarged by the allotment and issuance of the Placing Shares immediately upon completion of the Placing, have been successfully placed to not less than six Placees at the Placing Price of HK\$310 per H Share upon the terms and subject to the conditions set out in the Placing Agreement.

Reference is made to the announcement of Unisound AI Technology Co., Ltd. (the “**Company**”) dated February 3, 2026 (the “**Announcement**”) in relation to the placing of 1,008,000 new H Shares under the General Mandate. Unless otherwise stated, capitalized terms used herein shall have the same meanings as those defined in the Announcement.

REASONS FOR THE PLACING

Currently, the industry in which the Company operates is undergoing explosive growth. Leveraging the proceeds from the Global Offering, the Company has achieved notable progress in technology R&D and commercial promotion of related products. UniGPT developed by the Company holds a leading position within the industry. However, AI-related technologies are evolving rapidly, and the density and speed of capital investment will directly determine the future competitive landscape. As the global AI industry accelerates its transition from “model capability enhancement” to the stage of “scalable application of agent systems”, demand for agent infrastructure with sustained decision-making, execution, and collaboration capabilities has significantly increased. Through early technical and operational practices, the Company has observed that the development speed and application breadth of agents have exceeded original expectations. Existing technical architectures can no longer support the scalable production and multi-scenario deployment of agents. Meanwhile, competition in the AI-related industries has evolved beyond mere technological rivalry and algorithmic contests into a comprehensive race encompassing data, computing power, top-tier talent, and commercialization speed. Compared to traditional apps, agents are increasingly permeating various aspects of life and industries. The industry is becoming more segmented, giving rise to more vertical segments.

Against this backdrop, the proceeds from this Placing will play a pivotal role in driving the Company’s future development, helping to further accelerate core technology R&D, upgrade the “One Base and Two Wings” agent technology architecture, and extend the Company’s window of technological leadership. Proceeds from the Previous Placing were primarily allocated to strengthening model and industry application capabilities centered on the Atlas Intelligent Computing Platform (Infra) and the UniGPT, advancing the deployment of intelligent solutions in sectors such as healthcare and transportation. Compared to the Previous Placing, the net proceeds from this Placing will be focused on a systematic upgrade of the existing technology framework. This involves reconstructing the “One Base and Two Wings” foundation centered on the Unified Intelligence & Compute Base: on one hand, building a reusable and transferable professional agent system to serve key industries; on the other hand, advancing edge-side multimodal agent deployment to cover a broader range of application scenarios and terminals. This upgrade will integrate the UniGPT with Atlas, maximizing optimization of training and inference efficiency, reducing costs and accelerating agent evolution. It will also abstract and consolidate various business-specific agents, focusing on “professional agents” and “edge-side agents”, thereby enhancing the efficiency of core technology advancement and cross-industry application replication.

Although the net proceeds from the Previous Placing have not yet been utilized, given the aforementioned strategic priorities and the urgent pace of industry development, the proceeds from this Placing will enable the Company to seize opportunities arising from the industry's explosive growth, actively pursue diverse commercial opportunities, enhance the competitiveness of its products and solutions, and rapidly capture various market segments, accelerating the conversion of its leading technological advantages into product barriers and market share. This Placing represents a deepening and acceleration of the established technology roadmap, aiming to seize the inflection point in agent industrialization and solidify the Company's long-term core competitiveness.

COMPLETION OF THE PLACING

The Board is pleased to announce that all the conditions under the Placing Agreement have been satisfied and that the completion of the Placing took place on February 9, 2026.

A total of 1,008,000 new H Shares, representing approximately 2.32% of the H Shares in issue and approximately 1.38% of the total number of Shares in issue as enlarged by the allotment and issuance of the Placing Shares immediately upon completion of the Placing, have been successfully placed to not less than six Placees at the Placing Price of HK\$310 per H Share upon the terms and subject to the conditions set out in the Placing Agreement.

To the best of the knowledge, information and belief of the Directors, having made all reasonable enquiries, the Placees and their respective ultimate beneficial owners, are Independent Third Parties. None of the Placees becomes a substantial shareholder (as defined under the Listing Rules) of the Company immediately after the completion of the Placing.

EQUITY FUND RAISING ACTIVITY IN THE PAST TWELVE MONTHS

Previous Placing

On January 22, 2026, the Company completed the Previous 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 Placees at the Placing Price of HK\$252.00 per H Share. The net proceeds from the Previous Placing (after deducting the commissions and estimated expenses) amounted to approximately HK\$191.69 million, which have not been utilised as at January 31, 2026. The net proceeds from the Previous Placing will be utilized for the purposes as set out in the announcement of the Previous Placing of the Company dated January 22, 2026.

The intended and actual usage of the net proceeds from the Previous Placing as at January 31, 2026 are set out below:

Intended use of the net proceeds		Net proceeds from the Previous Placing available (HK\$ million)	Percentage of use of proceeds raised (%)	Actual net amount utilized as at January 31, 2026 (HK\$ million)	Unutilized net amount as at January 31, 2026 (HK\$ million)	Expected timeline for fully utilizing the unutilized net amount	Expected timeline as disclosed in the announcement of the Previous Placing
Enhance R&D capabilities	Strengthen the Atlas AI Infrastructure	46.01	24%	—	46.01	On or before December 31, 2026	On or before December 31, 2026
	Upgrade UniBrain centered on AI agents	38.34	20%	—	38.34		
	Talent cultivation and joint R&D	11.50	6%	—	11.50		
Invest in emerging business opportunities	Regional AI infrastructure and application platform	76.68	40%	—	76.68		
	Industry AI agent products						
Working capital and general corporate use	Rentals and property expenses of the Group	19.17	10%	—	19.17		
	Renovation costs for newly established offices, showrooms, and other facilities						
	Personnel costs for administrative staff						
	Other daily operating expenses						
Total		191.69	100.00%	—	191.69	—	—

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 (the “**Net Proceeds**”), which will be utilized for the purposes as set out in the Prospectus.

The intended and actual usage of the Net Proceeds as at January 31, 2026 are set out below:

Intended use of the net proceeds		Net proceeds from the listing available (HK\$ million)	Percentage of use of proceeds raised (%)	Actual net amount utilized as at January 31, 2026 (HK\$ million)	Unutilized net amount as at January 31, 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 Atlas AI infrastructure	73.00	30.81%	71.15	1.85	On or before September 30, 2026	Within five years of listing
	Upgrade the UniBrain	18.30	7.72%	17.53	0.77	On or before September 30, 2026	
	Talent cultivation and joint R&D	16.75	7.07%	4.24	12.51	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%	16.23	48.22	On or before September 30, 2026	Within five years of the listing
	Sales personnel investment	36.33	15.33%	2.59	33.74	On or before September 30, 2026	
	Marketing and promotional expenses	10.58	4.47%	0.42	10.16	On or before September 30, 2026	
Working capital and general corporate use	Inventory	17.53	7.40%	5.27	0.84	On or before September 30, 2026	—
	Service fees			6.14			
	Rentals and property management fees			2.12			
	Other working capital expenditures			3.16			
Total		236.94	100.00%	128.85	108.09	—	—

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 and the Placing, the Company has not carried out any equity fund raising activities in the past 12 months immediately preceding the date of this announcement.

USE OF PROCEEDS FROM THE PLACING

The gross proceeds and net proceeds (after deducting the commission and estimated expenses) from the Placing amounted to HK\$312.48 million and approximately HK\$307.19 million, respectively.

The net proceeds from the Placing are expected to be fully utilized by December 31, 2027 and will be used for: (i) deepening the “One Base and Two Wings” technological foundation; and (ii) enhancing the core competitiveness of the Company’s main products and solutions. Specifically:

- (i) Approximately 65% of the net proceeds from the Placing will be allocated to the Company’s core technology R&D, aimed at upgrading the “One Base and Two Wings” agent technology architecture to establish the Company’s long-term competitive moat and cost advantages in the AGI era. The detailed allocation of proceeds is as follows:
 - (a) Approximately 16% of the net proceeds from the Placing will be used to build the “UniGPT@Atlas” Unified Intelligence & Compute Base (One Base)

This involves integrating the “UniGPT General Foundation LLM” and “Atlas Intelligent Computing Platform (Infra)”, achieving an upgrade from a “Model Factory” to an “Agent Factory” through deep coupling of algorithms and computing power. This will significantly reduce the inference cost per token, establishing the Company’s cost leadership position in the MaaS (Model as a Service) market. Key initiatives include upgrading heterogeneous computing cluster scheduling, developing proprietary operator acceleration frameworks and model quantization and compression algorithms. These technical measures will implement a “cost leadership strategy,” reducing energy and computing consumption during large-model commercial operations while enhancing the Company’s price competitiveness and gross margin levels.

- (b) Approximately 33% of the net proceeds from the Placing will be used to developing the core of the “UniGPT • DeepLogic” professional agent (Left Wing)

Building upon the “UniGPT Medical” foundation, this initiative will research and develop the “UniGPT • DeepLogic” professional agent architecture, equipped with long-term logical reasoning capabilities. Through refinement and alignment of industry-specific terminology corpora, it addresses the “hallucination” pain points of large models in specialized domains, constructing an agent core with “expert-level credibility”. This will support closed-loop task execution in complex production environments and enable rapid transferability across industries from healthcare to transportation and government services. Key initiatives include: industry expert knowledge bases construction, industrial-grade agent frameworks development, and industry compliance and security R&D. By deepening vertical industry expertise, the Company transforms AI capabilities into high-stickiness, high-ARPU industry assets, enhancing its bargaining power and long-term contract value in B2B and government markets.

- (c) Approximately 16% of the net proceeds from the Placing will be used to upgrade the “UniGPT·OmniSense” edge-side multimodal agent (Right Wing)

Building upon the “UniGPT·Audio” foundation, this initiative will develop audio-visual integration, end-to-end full-duplex interaction, and edge-side agents and inference engines to address real-time responsiveness and privacy security issues for edge-side AI. The goal is to provide a “localized brain” for smart home appliances, smart cockpits, and embodied intelligence, enabling rapid technological penetration into IoT scenarios. Key initiatives include: upgrading multimodal perception algorithms, lightweight modeling and edge computing engineering, global language and scenario adaptation. These efforts will drive technology integration into terminal devices (AI Inside).

- (ii) Approximately 35% of the net proceeds from the Placing will be allocated to enhancing the core competitiveness of our main products and solutions.

- (a) Approximately 15.9% of the net proceeds from the Placing will be used for industry agent development

- ① Approximately 5.3% of the net proceeds from the Placing will be used for the Resident Personal Health Profile Agent: Built upon the “UniGPT • DeepLogic” agent core, with its long-range logical reasoning and advanced hallucination suppression capabilities, it integrates diverse resident medical and health data, breaks down data silos across different medical scenarios, and enables data completeness and compliance through rigorous

quality validation, and lays a solid foundation for subsequent applications. Meanwhile, it establishes standardized personal health records by automatically aggregating and dynamically updating core information such as medical visits, medication history, and allergies. Manual supplementation of personalized details like family medical history is supported to ensure comprehensive and traceable health documentation. Based on this data, precise personal health profiles are created, presenting residents' health status, chronic disease risks, and progression trends. Through visualization and timeline tracking, residents can easily understand their health conditions, while also providing accurate references for medical services, advancing the precision of health management.

- ② Approximately 5.3% of the net proceeds from the Placing will be allocated to the development of the Intelligent Technical Documentation Review Agent, an expert agent built upon the multimodal capability foundation of “UniGPT·OmniSense”. This agent enables automated review of industry-specific technical documents. It can automatically process draft technical documents, perform data analysis and information extraction (such as technical parameters, specifications, and terms), and then conduct multidimensional verification through predefined rules and models. This process precisely identifies technical vulnerabilities and data inconsistencies, generating audit reports and optimization recommendations to efficiently complete the review of technical documents, engineering drawings, and other materials, reduces labor costs and error risks, and provides reliable support for technical decision-making. It also supports key functions like multimodal drawing analysis, visual workflow orchestration, and interactive knowledge Q&A for technical documentation.
- ③ Approximately 5.3% of net proceeds from the Placing will be used for the intelligent customer service agent: its core objective is to address the actual demand for reducing high labor costs in various scenarios. This agent features rapid learning, easy customization, accent compatibility, and human-like pronunciation, enabling the automatic generation of work orders and the automatic summary of statistical reports, thereby reducing repetitive manual operations. At the same time, professional discourse analysis can be conducted on various issues reported by users, and unresolved customer problems can be systematically classified and summarized to provide support for subsequent problem optimization. The overall R&D direction focuses on creating a humanized customer service agent with competence, attitude, and warmth to enhance customer service efficiency and experience while further reducing labor costs.

- (b) Approximately 19.1% of the net proceeds from the Placing will be allocated to the development and operation of smart health management ToC products

The Company will develop and operate smart healthcare applications targeting consumers (ToC), with hospitals and other professional medical institutions as core channels. The initiative will focus on the comprehensive needs of patients within hospital premises and post-treatment scenarios, with a strategic emphasis on post-consultation services, including core offerings such as post-treatment health management, medical insurance reimbursement guidance, physical examination and recheck reminders, and report interpretation and consultations. It will also extend into value-added services including insurance coverage, medical and pharmaceutical support, and health management, ultimately building an integrated service ecosystem encompassing “personal health profile creation + medical insurance and healthcare service integration + comprehensive health service coverage + medical and health product marketplace operation,” comprehensively addressing users’ healthcare and health management needs.

EFFECT OF THE PLACING ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

The table below sets forth the shareholding structure of the Company immediately prior to and after the completion of the Placing.

	Immediately prior to the completion of the Placing		Immediately after the completion 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}
Domestic unlisted Shares				
Core connected persons ^{Note 2}	16,658,441	23.15%	16,658,441	22.83%
Other holders of domestic unlisted Shares	8,336,620	11.58%	8,336,620	11.42%
Sub-total	24,995,061	34.73%	24,995,061	34.25%
Unlisted Foreign Shares				
Ming Fu Investments Limited^{Note 3}	4,570,649	6.35%	4,570,649	6.26%
H Shares				
H Shares held by core connected persons ^{Note 4}	15,865,662	22.05%	15,865,662	21.74%
H Shares held by other public H Shareholders	26,536,221	36.87%	26,536,221	36.36%
H Shares held by Placees	—	—	1,008,000	1.38%
Sub-total	42,401,883	58.92%	43,409,883	59.49%
Total	71,967,593	100.00%	72,975,593	100.00%

Notes:

- 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.
- 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 Mr. 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; and (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 Mr. 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 Completion of the Placing, the public float of the Company is no less than 25% of the Company's issued share capital as enlarged by the Placing.

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 the Board has further authorized 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 number of the Shares of the Company as a result of issuance of additional Shares under the General Mandate.

As the completion of the Placing took place on February 9, 2026, the registered capital and total number of the Shares of the Company have been changed to RMB72,975,593 and 72,975,593 Shares, respectively. To reflect such changes in the registered capital and total number of the Shares of the Company, corresponding amendments to the Articles of Association (the “**Amendments to the Articles of Association**”) have been made by the Company. The industrial and commercial registration, filing and other matters in respect of the Amendments to the Articles of Association will be completed with the relevant government or regulatory authorities in the PRC. The full text of the amended Articles of Association is available on the website of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the website of the Company (www.unisound.com).

By order of the Board
Unisound AI Technology Co., Ltd.
Dr. Huang Wei
Executive Director and General Manager

Beijing, the PRC
February 9, 2026

As of 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 and Mr. Li Ang as non-executive directors; and (iii) Mr. Hu Jianjun, Dr. Fan Jian, Dr. Jin Huihua and Dr. Zhang Kun as independent non-executive directors.