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瑞聲科技控股有限公司
AAC TECHNOLOGIES HOLDINGS INC.
(Incorporated in the Cayman Islands with limited liability)
(Stock Code : 2018)

PROPOSED ADOPTION OF NEW ARTICLES OF ASSOCIATION OF THE COMPANY

The board (the "**Board**") of directors (the "**Directors**") of AAC Technologies Holdings Inc. (the "**Company**") proposes to amend the existing articles of association of the Company (the "**Articles**") pursuant to the amendments to Chapter 13 and Appendix 3 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**") in relation to the enhanced listing regime for overseas issuers which took effect on 1 January 2022 and to make some other housekeeping amendments. The Board proposes to adopt a new set of Articles (the "**New Articles**") in substitution for, and to the exclusion of, the existing Articles.

A summary of the major changes brought about by the adoption of the New Articles are set out below:

1. to delete the definition of "Law" and insert the definition of "Act", and replacing all the references to "Law" with "Act" in the relevant articles;

2. to provide that an annual general meeting of the Company shall be held in each financial year within six months after the end of the Company's financial year;

3. to delete that (i) an annual general meeting (with or without any special resolution to be considered) could be called by notice of not less than 20 clear business days, so that such annual general meeting shall be called by notice of not less than 21 clear days, (ii) an extraordinary general meeting (with or without any special resolution to be considered) could be called by notice of not less than 10 clear business days, so that an extraordinary general meeting at which no special

resolution is to be considered shall be called by notice of not less than 14 clear days, and an extraordinary general meeting at which a special resolution is to be considered shall be called by notice of not less than 21 clear days;

4. to provide that all shareholders of the Company (the "**Shareholders**") have the right to speak or communicate at a general meeting and vote at a general meeting except where a Shareholder is required, by the Listing Rules, to abstain from voting to approve the matter under consideration;

5. to provide that the Shareholders may, at any general meeting convened and held in accordance with the New Articles, remove the auditor of the Company (the "**Auditor**") at any time before the expiration of his term of office by ordinary resolution, instead of by special resolution;

6. to provide that the remuneration of the Auditor shall be fixed by the Company in general meeting by ordinary resolution or other body that is independent of the board of directors;

7. to provide that, subject to paragraph 5 above, an Auditor appointed by the Directors to fill the vacancy shall hold office until the next following annual general meeting and shall then be subject to appointment by the Shareholders at such remuneration to be determined by the Shareholders under paragraph 6 above; and

8. to provide that the financial year end of the Company shall be 31 of December in each year unless otherwise determined by the Directors.

The proposed adoption of the New Articles is subject to the approval of the Shareholders by way of a special resolution at the forthcoming annual general meeting of the Company (the "**AGM**"). A circular containing, among other things, particulars relating to the proposed amendments to the existing Articles brought about by the adoption of the New Articles together with a notice convening the AGM will be despatched to the Shareholders in April 2022.

By order of the Board
AAC Technologies Holdings Inc.
Ho Siu Tak Jonathan
Company secretary

Hong Kong, 23 March 2022

As at the date of this announcement, the Board comprises Mr. Pan Benjamin Zhengmin, Mr. Mok Joe Kuen Richard and Ms. Wu Ingrid Chun Yuan, together with four Independent Non-executive Directors, namely Mr. Zhang Hongjiang, Mr. Au Siu Cheung Albert, Mr. Peng Zhiyuan and Mr. Kwok Lam Kwong Larry.