声通科技
voicecomm

Voicecomm Technology Co., Ltd.*
聲通科技股份有限公司
(A joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 2495)

(1) PROPOSED CHANGE OF HEADQUARTERS, PRINCIPAL PLACE OF BUSINESS AND REGISTERED OFFICE IN THE PRC (2) PROPOSED CHANGE OF BUSINESS SCOPE AND (3) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

This announcement is made by Voicecomm Technology Co., Ltd.* (the "**Company**") pursuant to Rule 13.51 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**").

PROPOSED CHANGE OF HEADQUARTERS, PRINCIPAL PLACE OF BUSINESS AND REGISTERED OFFICE IN THE PRC

The board (the "**Board**") of directors (the "**Directors**") of the Company is pleased to announce that it has resolved to change the addresses of headquarters, principal place of business and the registered office of the Company in the People's Republic of China (the "**PRC**") to 6th Floor, F11 Building, Phase 4.1, Wuhan Software New City, East Lake High-tech Development Zone, Wuhan, Hubei Province, the PRC (the "**Proposed Change of Address**"). The Proposed Change of Address shall take effect upon the completion of the registration procedures with the relevant governmental authorities in the PRC.

PROPOSED CHANGE OF BUSINESS SCOPE

The Board has also resolved to make certain wording adjustments to the description of the Company's business scope in response to comments from the relevant authorities in the PRC as set out below (the "**Proposed Change of Business Scope**"):

*"General items: technology services, technology development, technology consultation, technology exchanges, technology transfer, technology promotion; wholesale of computer hardware, software and auxiliary equipment; retail of computer hardware, software and auxiliary equipment; sales of electronic products; sales of communication equipment; computer system services; information system integration services; application system integration services for the artificial intelligence industry; smart control system integration; information technology consultation services; artificial intelligence public data platform; IoT technology services; IoT application services; IoT equipment sales; big data services; advertisement design, agency; sales agency; Internet sales (except for the sale of commodities subject to licensing); import and export of technology; sales of Class II medical devices; sales of motor vehicles; sales of new energy motor vehicles. (Conduct business activities independently according to the law with the business license, except for the items subject to approval by law.)(一般項目: 技術服務、技術開發、技術諮詢、技術交流、技術轉讓、技術推廣; 計算機軟硬件及輔助設備批發; 計算機軟硬件及輔助設備零售; 電子產品銷售; 通訊設備銷售; 計算機系統服務; 信息系統集成服務; 人工智能行業應用系統集成服務; 智能控制系統集成; 信息技術諮詢服務; 人工智能公共數據平台; 物聯網技術服務; 物聯網應用服務; 物聯網設備銷售; 大數據服務; 廣告設計、代理; 銷售代理; 互聯網銷售(除銷售需要許可的商品); 技術進出口; 第二類醫療器械銷售; 汽車銷售; 新能源汽車**<u>整車</u>**銷售。(除依法須經批准的項目外, 憑營業執照依法自主開展經營活動)。)"*

The Proposed Change of Business Scope is subject to, and will take effect upon, approval by the shareholders of the Company (the "**Shareholders**") by way of a special resolution at the extraordinary general meeting of the Company (the "**EGM**"). As the adjustment is clarificatory in nature, no filing or registration with the registration authorities in the PRC is required.

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Following the Proposed Change of Address and the Proposed Change of Business Scope, the Board proposed to make corresponding amendments to the existing articles of association of the Company (the "**Articles of Association**") and to incorporate other miscellaneous amendments (the "**Proposed Amendments**").

Details of the Proposed Amendments are set out below (deleted texts are presented in strikethrough and additional texts are presented in underline):

Original Article of the Articles of Association	Amended Article of the Articles of Association
Article 5 Domicile of the Company: 4th Floor, F11 Building, Phase 4.1, Wuhan Software New City, East Lake High-tech Development Zone, Wuhan, Hubei Province.	**Article 5** Domicile of the Company: ~~4~~<u>6</u>th Floor, F11 Building, Phase 4.1, Wuhan Software New City, East Lake High-tech Development Zone, Wuhan, Hubei Province.
Article 14 As registered in accordance with the law, the business scope of the Company is: General items: technology services, technology development, technology consultation, technology exchanges, technology transfer, technology promotion; wholesale of computer hardware, software and auxiliary equipment; retail of computer hardware, software and auxiliary equipment; sales of electronic products; sales of communication equipment; computer system services; information system integration services; application system integration services for the artificial intelligence industry; smart control system integration; information technology consultation services; artificial intelligence public data platform; IoT technology services; IoT application services; IoT equipment sales; big data services; advertisement design, agency; sales agency; Internet sales (except for the sale of commodities subject to licensing); import and export of technology; sales of Class II medical devices; sales of motor vehicles; sales of new energy motor vehicles. (Conduct business activities independently according to the law with the business license, except for the items subject to approval by law.) The business scope mentioned in the preceding paragraph shall be subject to the contents registered with the competent company registration authorities.	**Article 14** As registered in accordance with the law, the business scope of the Company is: General items: technology services, technology development, technology consultation, technology exchanges, technology transfer, technology promotion; wholesale of computer hardware, software and auxiliary equipment; retail of computer hardware, software and auxiliary equipment; sales of electronic products; sales of communication equipment; computer system services; information system integration services; application system integration services for the artificial intelligence industry; smart control system integration; information technology consultation services; artificial intelligence public data platform; IoT technology services; IoT application services; IoT equipment sales; big data services; advertisement design, agency; sales agency; Internet sales (except for the sale of commodities subject to licensing); import and export of technology; sales of Class II medical devices; sales of motor vehicles; sales of new energy motor vehicles. (Conduct business activities independently according to the law with the business license, except for the items subject to approval by law.) The business scope mentioned in the preceding paragraph shall be subject to the contents registered with the competent company registration authorities.

Original Article of the Articles of Association	Amended Article of the Articles of Association
Article 117 The Board shall perform the following functions: (I) to convene the general meetings and report to the general meetings; (II) to implement the resolutions of the general meetings; (III) to determine business operation plans and investment proposals of the Company; (IV) to formulate the plans for profit distribution and recovery of losses of the Company; (V) to formulate plans for increase or reduction of the registered capital of the Company, issuance of bonds or other securities and listing; (VI) to formulate plans for major acquisitions, purchase of shares of the Company, merger, division, dissolution or changes in the form of the Company; (VII) to determine the matters such as the Company's external investment, purchase or sales of assets, asset pledge, external guarantee, entrusted wealth management, connected transactions and external donation within the scope authorized by the general meeting and the Articles of Association; (VIII) to decide on the setup of the internal management organization of the Company;	**Article 117** The Board shall perform the following functions: (I) to convene the general meetings and report to the general meetings; (II) to implement the resolutions of the general meetings; (III) to determine business operation plans and investment proposals of the Company; (IV) to formulate the plans for profit distribution and recovery of losses of the Company; (V) to formulate plans for increase or reduction of the registered capital of the Company, issuance of bonds or other securities and listing; (VI) to formulate plans for major acquisitions, purchase of shares of the Company, merger, division, dissolution or changes in the form of the Company; (VII) to determine the matters such as the Company's external investment, purchase or sales of assets, asset pledge, external guarantee, entrusted wealth management, connected transactions and external donation within the scope authorized by the general meeting and the Articles of Association; (VIII) to decide on the setup of the internal management organization of the Company;

Original Article of the Articles of Association	**Amended Article of the Articles of Association**
(IX) to determine the appointment or dismissal of the general manager and secretary to the Board and other senior management of the Company, as well as to determine their remuneration and rewards and punishments; and based on the nomination of the general manager, to appoint or dismiss the deputy general manager, the chief financial officer and other senior management of the Company, and to determine their remuneration, rewards and punishments; (X) to formulate the basic management systems of the Company; (XI) to formulate plans for any amendments to the Articles of Association; (XII) to manage the disclosure of information of the Company; (XIII) to propose at the general meeting the appointment or replacement of the accounting firm that performs audit for the Company; (XIV) to receive the work report of the general manager of the Company and examine on the work of the general manager; (XV) to formulate and implement the equity incentive plan of the Company; (XVI) to fulfill other duties and powers granted by laws, administrative regulations, departmental rules, listing rules of the place where the shares of the Company are listed or the Articles of Association and the general meeting. The limitation of the functions and powers of the Board in the Articles of Association shall not be against a bona fide third party.	(IX) to determine the appointment or dismissal of the general manager and secretary to the Board and other senior management of the Company, as well as to determine their remuneration and rewards and punishments; and based on the nomination of the general manager, to appoint or dismiss the deputy general manager, the chief financial officer and other senior management of the Company, and to determine their remuneration, rewards and punishments; (X) to formulate the basic management systems of the Company; (XI) to formulate plans for any amendments to the Articles of Association; (XII) to manage the disclosure of information of the Company; (XIII) to propose at the general meeting the appointment or replacement of the accounting firm that performs audit for the Company; (XIV) to receive the work report of the general manager of the Company and examine on the work of the general manager; (XV) to formulate and implement the equity incentive plan of the Company; **(XVI) to consider or authorize executive directors to decide on bank loans or credit facilities where the aggregate exposure of the Company's application to banks for integrated credit facilities exceeds 50% of the total assets disclosed in the most recent published annual report or interim report (whichever is later);**

Original Article of the Articles of Association	Amended Article of the Articles of Association
Where the Board makes decisions on the above matters that fall within the scope of the participation of the Party organization of the Company in decision-making on major issues, it shall first listen to the opinions and advice of the Party organization of the Company. Matters exceeding the scope of authorization by the general meeting shall be submitted to the general meeting for consideration.	~~(XVI)~~ **(XVII)** to fulfill other duties and powers granted by laws, administrative regulations, departmental rules, listing rules of the place where the shares of the Company are listed or the Articles of Association and the general meeting. The limitation of the functions and powers of the Board in the Articles of Association shall not be against a bona fide third party. Where the Board makes decisions on the above matters that fall within the scope of the participation of the Party organization of the Company in decision-making on major issues, it shall first listen to the opinions and advice of the Party organization of the Company. Matters exceeding the scope of authorization by the general meeting shall be submitted to the general meeting for consideration.
Article 141 The general manager shall report to the Board, and shall exercise the following functions and powers: (I) to be in charge of the production operation and management work of the Company, to organize the implementation of the resolutions of the Board and to report his or her work to the Board; (II) to organize the implementation of the annual operation plans and investment proposals of the Company; (III) to draft the plan for establishing the internal management body of the Company; (IV) to draft the basic management system of the Company; (V) to develop the specific rules of the Company;	**Article 141** The general manager shall report to the Board, and shall exercise the following functions and powers: (I) to be in charge of the production operation and management work of the Company, to organize the implementation of the resolutions of the Board and to report his or her work to the Board; (II) to organize the implementation of the annual operation plans and investment proposals of the Company; (III) to draft the plan for establishing the internal management body of the Company; (IV) to draft the basic management system of the Company; (V) to develop the specific rules of the Company;

Original Article of the Articles of Association	Amended Article of the Articles of Association
(VI) to suggest the Board on the appointment or dismissal of any deputy general manager, the chief financial officer and other senior management of the Company; (VII) to appoint or dismiss management other than those to be appointed or dismissed by the Board; (VIII) to exercise other functions and powers granted by the Articles of Association or the Board. Where the general manager makes decisions on the above matters that fall within the scope of the participation of the Party organization of the Company in decision-making on major issues, it shall first listen to the opinions and advice of the Party organization of the Company. The general manager shall attend meetings of the Board.	(VI) to suggest the Board on the appointment or dismissal of any deputy general manager, the chief financial officer and other senior management of the Company; (VII) to appoint or dismiss management other than those to be appointed or dismissed by the Board; **(VIII) to decide on bank loans or credit facilities where the aggregate exposure of the Company's application to banks for integrated credit facilities does not exceed 50% of the total assets disclosed in the most recent published annual report or interim report (whichever is later);** ~~(VIII)~~**(IX)** to exercise other functions and powers granted by the Articles of Association or the Board. Where the general manager makes decisions on the above matters that fall within the scope of the participation of the Party organization of the Company in decision-making on major issues, it shall first listen to the opinions and advice of the Party organization of the Company. The general manager shall attend meetings of the Board.

Save for the Proposed Amendments, other articles of the Articles of Association will remain unchanged.

The Proposed Amendments are subject to the approval of the Shareholders by way of a special resolution at the EGM and will come into effect after obtaining all necessary approvals, authorizations or registration (if applicable) from or filing with the relevant government or regulatory authorities.

GENERAL

The English version of the revised business scope and the Proposed Amendments is an unofficial translation of its Chinese version and is provided for reference only. In case of any discrepancy, the Chinese version shall prevail.

A circular containing, among other things, details of the Proposed Amendments and a notice of EGM and other information as required under the Listing Rules will be published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.voicecomm.cn) in due course in accordance with the requirements of the Listing Rules.

Further announcement(s) will be made by the Company when the Proposed Change of Address becomes effective.

By order of the Board
Voicecomm Technology Co., Ltd.*
Mr. TANG Jinghua
Chairman

Hong Kong, January 5, 2026

As of the date of this announcement, the Board of Directors of the Company comprises Mr. TANG Jinghua as chairman and executive Director, Mr. SUN Qi as executive Director, Mr. YANG Xiaoyuan, Mr. TAN Xiaobo, Mr. CHEN Yulei and Ms. MA Tiantian as non-executive Directors, and Mr. LIU Rong, Mr. WU Haipeng, Mr. MU Binrui and Mr. LEUNG Kin Hong as independent non-executive Directors.

* *For identification purpose only*