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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 ISSUANCE OF U.S. DOLLAR
DENOMINATED NOTES**

INTRODUCTION

The Company proposes to conduct an issuance of notes denominated in U.S. dollars which will be offered to professional investors only.

The Proposed Notes Issue will only be offered in offshore transactions outside the United States in compliance with Regulation S under the U.S. Securities Act. The Notes have not been and will not be registered under the U.S. Securities Act.

Completion of the Proposed Notes Issue is subject to, among other things, market conditions and investor interests. J.P. Morgan Securities plc, Citigroup Global Markets Limited and China International Capital Corporation Hong Kong Securities Limited are the Joint Global Coordinators for the Proposed Notes Issue. J.P. Morgan Securities plc, Citigroup Global Markets Limited, China International Capital Corporation Hong Kong Securities Limited, DBS Bank Ltd. and The Hongkong and Shanghai Banking Corporation Limited are the Joint Bookrunners and Joint Lead Managers for the Proposed Notes Issue. The Notes, if issued, will be repayable at maturity, unless early redeemed or cancelled pursuant to their respective terms and conditions. It is intended that the Notes will constitute direct, general and unconditional obligations of the Company.

As at the date of this announcement, the amount, terms and conditions of the Proposed Notes Issue have yet to be finalised. Upon finalisation of the terms and conditions of the Proposed Notes Issue, the Company and the Joint Lead Managers will enter into the Subscription Agreement.

USE OF PROCEEDS

The Company currently intends to use the net proceeds of the Proposed Notes Issue for refinancing and general corporate purposes.

LISTING

The Company will seek a listing of the Notes on the Hong Kong Stock Exchange. The listing of the Notes on the Hong Kong Stock Exchange and quotation of any Notes on the Hong Kong Stock Exchange is not to be taken as an indication of the merits of the Company or the Notes.

GENERAL

As no binding agreement in relation to the Proposed Notes Issue has been entered into as at the date of this announcement, the Proposed Notes Issue may or may not materialise. Investors and shareholders of the Company are urged to exercise caution when dealing in the securities of the Company. Further announcement(s) in respect of the Proposed Notes Issue will be made by the Company should it proceed with the Proposed Notes Issue.

DEFINITIONS

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

“Company”	AAC Technologies Holdings Inc. 瑞聲科技控股有限公司
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Joint Global Coordinators”	J.P. Morgan Securities plc, Citigroup Global Markets Limited and China International Capital Corporation Hong Kong Securities Limited

“Joint Bookrunners” and “Joint Lead Managers”	J.P. Morgan Securities plc, Citigroup Global Markets Limited, China International Capital Corporation Hong Kong Securities Limited, DBS Bank Ltd. and The Hongkong and Shanghai Banking Corporation Limited
“Notes”	the U.S. dollar denominated notes to be issued by the Company subject to the terms and conditions of the Subscription Agreement
“Proposed Notes Issue”	the proposed issue of the Notes by the Company
“Regulation S”	Regulation S under the U.S. Securities Act
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Subscription Agreement”	the subscription agreement to be entered into among the Company and the Joint Lead Managers
“U.S. dollar”	United States dollar, the lawful currency of the United States of America
“U.S. Securities Act”	the United States Securities Act of 1933, as amended
“United States”	the United States of America, its territories and possessions and all areas subject to its jurisdiction

On behalf of the Board
AAC Technologies Holdings Inc.
Ho Siu Tak Jonathan
Company Secretary

Hong Kong, 21 May 2021



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The directors of the Company as at the date of this announcement are:

Executive Directors:

Mr. Pan Benjamin Zhengmin

Mr. Mok Joe Kuen Richard

Independent Non-executive Directors:

Mr. Zhang Hongjiang

Mr. Au Siu Cheung Albert

Mr. Peng Zhiyuan

Mr. Kwok Lam Kwong Larry

Non-executive Director:

Ms. Wu Ingrid Chun Yuan