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Arrail Group Limited

瑞爾集團有限公司

(Incorporated in the British Virgin Islands with limited liability and continued in the Cayman Islands)

(Stock Code: 6639)

VOLUNTARY ANNOUNCEMENT VOLUNTARY LOCK-UP UNDERTAKINGS BY THE FOUNDER AND CERTAIN GRANTEES UNDER THE RSU SCHEME

This announcement is made by Arrail Group Limited (the “**Company**”, together with its subsidiaries and consolidated affiliated entities, the “**Group**”) on a voluntary basis.

VOLUNTARY LOCK-UP UNDERTAKINGS BY THE FOUNDER

The Company has recently received undertaking letters from the founder of the Company (the “**Founder**”), executive Director, chairman of the Board and chief executive officer, Mr. Zou Qifang (“**Mr. Zou**”), and certain entities controlled by Mr. Zou, namely Rise Day Holdings Limited and Mingda International Limited, holding approximately 9.21% of the Shares in aggregate. In view of his confidence in the long-term development prospect of the Company, Mr. Zou together with the aforesaid entities controlled by him voluntarily undertook that without the prior written consent of the Company, they will not dispose (including but not limited to sell or pledge) the Shares, directly or indirectly, beneficially owned by them or their controlled entities for a period of six months commencing from the date of expiration of their respective lock-up undertakings made pursuant to Rule 10.07 of the Listing Rules.

VOLUNTARY LOCK-UP UNDERTAKINGS BY CERTAIN GRANTEES UNDER THE RSU SCHEME

Reference is made to the RSU Scheme adopted by the board of directors of the Company on August 3, 2021, details of which were provided in the prospectus of the Company dated March 9, 2022 (the “**Prospectus**”). Unless otherwise defined, terms used in this announcement shall have the same meaning as those defined in the Prospectus.

As of the date of this announcement, 91,723,525 RSUs, representing 15.77% of the total number of issued shares of the Company, have been granted to the eligible employees of the Company pursuant to the RSU Scheme. Among which, 50% of the granted RSUs would be vested on March 23, 2023.

The Company has recently received undertaking letters from certain Directors and senior employees of the Group holding 20,200,599 vested RSUs in aggregate, representing approximately 3.47% of the total number of issued shares of the Company subject to deduction of relevant costs settled by shares of the Company. In view of their confidence in the long-term development prospect of the Company, they voluntarily undertook that, without the prior written consent of the Company, they will not realize the vested RSUs, directly or indirectly, beneficially owned by them or their controlled entities for a period of six months commencing from the vesting date as stated in their respective grant letters.

By order of the Board
Arrail Group Limited
Zou Qifang
Chairman

Hong Kong, March 20, 2023

As at the date of this announcement, the executive Directors are Mr. Zou Qifang, Ms. Xin Qin Jessie, Mr. Zhang Jincan and Mr. Zou Jianlong, and the independent non-executive Directors are Ms. Liu Xiaomei Michelle, Mr. Sun Jian and Mr. Zhang Bang.