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ARCHOSAUR GAMES INC.

祖龙娱乐有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 9990)

GRANT OF RSUs UNDER THE RSU SCHEME; AND ANNOUNCEMENT PURSUANT TO RULES 13.51B(2) AND 13.51(2) OF THE LISTING RULES

GRANT OF RSUs UNDER THE RSU SCHEME

This announcement is made by the Company pursuant to Rules 17.06A, 17.06B and 17.06C of the Listing Rules. The Board hereby announces that on 25 March 2025, the Company granted 900,000 RSUs to two Grantees in accordance with the terms of the RSU Scheme, subject to acceptance of the Grantees.

DETAILS OF THE RSUs GRANTED

Date of grant:	25 March 2025
Number of Grantee(s):	two, being the employees of the Group
Number of RSUs granted:	900,000, representing 900,000 Shares
Purchase price for the grant of RSUs:	Nil
Closing price of the Shares on the date of grant:	HK\$1.390 per Share
Vesting period:	Vesting in tranches within 3 years from the date of grant; each 12-month period is an evaluation period commencing from the date on which the RSUs are granted to the Grantee, which is a total of three evaluation periods. The Grantee will receive 40% of the RSUs granted to him/her upon the expiry of the first evaluation period; 30% of the RSUs granted to him/her upon the expiry of the second evaluation period; the remaining 30% of the RSUs granted to him/her upon the expiry of the third evaluation period.
Performance targets:	Nil

Clawback mechanism:

In the event the Board determines that the Grantee (a) has committed a Misconduct; (b) is involved in a material misstatement in the Company's financial statements; (c) has committed a breach of the employment contract of the Grantee; or (d) has his/her employment been terminated on the grounds of Misconduct, the Board may at its absolute discretion forfeit all the outstanding RSUs granted to the relevant Grantee but not yet vested and converted without the approval of the relevant Grantee.

REASONS FOR AND BENEFITS OF THE GRANT OF RSUs

The grant of RSUs is to incentivize the Grantee for his/her contribution to our Group, to attract, motivate and retain skilled and experienced personnel to strive for the future development and expansion of the Group by providing them with the opportunity to own equity interests in the Company.

To the best knowledge, information and belief of the Directors after having made all reasonable enquiries, for the RSUs granted this time pursuant to the RSU Scheme, as at the date of this announcement, (i) the Grantee is neither a Director, chief executive or substantial shareholder (as defined in the Listing Rules) of the Company, nor an associate (as defined in the Listing Rules) of any of them; (ii) the Grantee has not been granted and will not be granted RSUs which exceed the individual limit of 1% as required under the Listing Rules; (iii) the Grantee is not a Service Provider or a Related Entity Participant (as defined in the Listing Rules); and (iv) no financial assistance has been provided by the Group to the Grantee for the purchase of Shares under the RSU Scheme.

NUMBER OF SHARES AVAILABLE FOR FUTURE GRANT

Upon the above grant of RSUs, 10,783,000 Shares underlying the RSUs will be available for future grants under the RSU Scheme. The number of Options, Pre-IPO RSUs and RSUs available for future grants under the share scheme mandate was 52,834,678 as of the date of this announcement.

ANNOUNCEMENT PURSUANT TO RULES 13.51B(2) AND 13.51(2) OF THE LISTING RULES

This announcement is made by the Company pursuant to Rules 13.51B(2) and 13.51(2) of the Listing Rules. The Board wishes to inform the Shareholders of the Company and public investors that the Company was recently informed that:

Xinjiang Bureau of CSRC issued a decision on administrative penalty ([2024] No. 8) (the “**Administrative Penalty Decision**”) in relation to Xinjiang Tianshun's failure to timely disclose the related party transactions attributable to non-operating capital occupation of controlling shareholders and its related parties, and the material omissions in the 2022 interim report of Xinjiang Tianshun. Mr. Ding Zhiping, an independent non-executive Director, was the chairman and general manager of Xinjiang Tianshun at the time. The Administrative Penalty Decision issued a warning and imposed fines on Xinjiang Tianshun and five responsible persons, including a warning and a fine of RMB900,000 to Mr. Ding Zhiping.

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, the relevant matters were not related to the Company, and the Company's financial and operating conditions will not be affected by the Administrative Penalty Decision and the related regulatory measures.

DEFINITIONS

“Board”	the board of Directors of the Company
“CSRC”	the China Securities Regulatory Commission
“Company”	Archosaur Games Inc. 祖龙娱乐有限公司, an exempted company incorporated under the laws of the Cayman Islands with limited liability whose Shares are listed and traded on the Main Board of the Stock Exchange (stock code: 9990)
“Director(s)”	the director(s) of the Company
“Grantee”	the eligible person being granted the RSUs pursuant to the RSU Scheme
“Group”	the Company and all of its subsidiaries and companies whose financial results have been consolidated and accounted as the subsidiaries of our Company by virtue of certain contractual arrangements
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	Hong Kong Special Administrative Region of the PRC
“Listing Rules”	the Rules Governing the Listing of Securities on Main Board of the Stock Exchange as amended, supplemented or otherwise modified from time to time
“Misconduct”	the Grantee willfully breaches a lawful and reasonable order, or misconducts himself/herself, or is guilty of fraud or dishonesty, or is habitually neglectful in his/her duties, or any other events which result in a summary dismissal of his/her employment
“Option(s)”	share option(s) under the Share Option Scheme
“Pre-IPO RSU Scheme”	the restricted share unit scheme of the Company adopted by the Company on 1 April 2020 in its present form or as may be amended from time to time
“Pre-IPO RSU(s)”	restricted share unit(s) under the Pre-IPO RSU Scheme
“PRC”	the People's Republic of China

“RSU Scheme”	the restricted share unit scheme of the Company adopted by the Company on 22 December 2022 in its present form or as may be amended from time to time
“RSU(s)”	restricted share unit(s) under the RSU Scheme
“Share Option Scheme”	the share option scheme of the Company adopted by the Company on 5 February 2021 in its present form or as may be amended from time to time
“Share(s)”	ordinary share(s) of US\$0.00001 in the ordinary share capital of the Company
“Shareholder(s)”	holder(s) of the Shares
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Xinjiang Tianshun”	Xinjiang Tianshun Supply Chain Co., Ltd. (新疆天順供應鏈股份有限公司, a company incorporated in the PRC with limited liability, the shares of which are listed on the Shenzhen Stock Exchange (stock code: 002800))
“%”	percentage

By order of the Board
Archosaur Games Inc.
Mr. Li Qing
Chairman and Executive Director

Beijing, China, 25 March 2025

As at the date of this announcement, the Board of Directors of the Company comprises Mr. Li Qing as Chairman and an Executive Director, Mr. Bai Wei as an Executive Director, Mr. Li Nachuan and Mr. Lu Xiaoyin as Non-executive Directors, and Ms. Wang Jing, Mr. Zhu Lin and Mr. Ding Zhiping as Independent Non-executive Directors.