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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**

This announcement is made by the Company pursuant to Rule 17.06A, 17.06B and 17.06C of the Listing Rules. The Board announces that on 29 August 2023, the Company granted 275,000 RSUs to three Grantees in accordance with the terms of the RSU Scheme, subject to acceptance of the Grantees.

### **DETAILS OF THE RSUs GRANTED**

Date of grant:	29 August 2023
Number of Grantee(s):	three, all being the employees of the Group
Number of RSUs granted:	275,000, representing 275,000 Shares
Consideration for the grant of RSUs:	Nil
Closing price of the Shares on the date of grant:	HK\$3.450 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) the employment of the Grantee has 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 Grantees for their 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 of the Directors, for the RSUs granted this time pursuant to the RSU Scheme, as at the date of this announcement, (i) none of the Grantees is 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) none of the Grantees has been granted and will be granted RSUs which exceed the individual limit of 1% as required under the Listing Rules; (iii) none of the Grantees is a Service Provider or a Related Entity Participant (as defined in the Listing Rules); and (iv) no financial assistance was provided by the Group to the Grantees for the purchase of Shares under the RSU Scheme.

## **NUMBER OF SHARES AVAILABLE FOR FUTURE GRANT**

Upon the above grant of RSUs, 10,805,000 Shares underlying the RSUs will be available for future grants under the RSU Scheme and the number of Options, Pre-IPO RSUs and RSUs available for grant under the scheme mandate was 51,975,208 as at the date of this announcement.

## **DEFINITIONS**

“Board”	the board of Directors of the Company
“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(s)”	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(s) willfully disobeys 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
“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
“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
“%”	percentage

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

Beijing, China, 29 August 2023

*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, Ms. Liu Ming and Mr. Lu Xiaoyin as Non-executive Directors, and Mr. Bai Kun, Mr. Zhu Lin and Mr. Ding Zhiping as Independent Non-executive Directors.*