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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)

**(1) SUPPLEMENTAL ANNOUNCEMENT ON DELAY IN PUBLICATION
OF THE INTERIM RESULTS AND DELAY IN DESPATCH OF THE 2025
INTERIM REPORT; AND
(2) CONTINUED SUSPENSION OF TRADING**

This announcement is made by the board (the “**Board**”) of directors (the “**Directors**”) of Arrail Group Limited (the “**Company**”, together with its subsidiaries and VIE entities, the “**Group**”) further to the inside information announcement (the “**Announcement**”) of the Company dated November 28, 2025 in relation to, among others, the delay in publication of the interim condensed consolidated financial information of the Group for the six months ended September 30, 2025 (the “**2025 Interim Results**”), the delay in despatch of the interim report of the Group for the six months ended 30 September 2025 (the “**2025 Interim Report**”) and the suspension of trading in the shares of the Company. Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

**DELAY IN PUBLICATION OF THE 2025 INTERIM RESULTS AND DELAY IN
DESPATCH OF THE 2025 INTERIM REPORT**

As disclosed in the Announcement, the Board and the Audit Committee received a letter dated November 24, 2025 (the “**Letter**”) from the Company’s auditors, PricewaterhouseCoopers (“**PwC**”), in the course of their review of the 2025 Interim Results.

References are made to the announcements of the Company dated September 29, 2022, June 27, 2023, June 26, 2024, November 29, 2024 and June 27, 2025 in relation to the Loan Agreement, pursuant to which the Group had granted a loan in an aggregate principal amount of US\$11.0 million (the “**Loan**”) to Beier Holdings Limited, a company incorporated in the British Virgin Islands and wholly-owned by Mr. Zou Qifang, the founder, chairman of the Board, executive Director and chief executive officer of the Company. During the six months ended September 30, 2025, Beier made repayments to the Company aggregating (i) US\$0.5 million and US\$3.0 million on June 23 and June 27, 2025, respectively, and (ii) RMB15.0 million on July 1, 2025 comprising both interest and principal (together, the “**Loan Repayments**”).

In the Letter, PwC noted certain payments made by the Group during broadly the same period (the “**Relevant Payments**”), including: (i) a bonus payment of US\$0.5 million to Mr. Zou Qifang; (ii) an investment of US\$3.0 million in ABAX Genesis Fund (the “**Fund**”), a fund registered in the Cayman Islands; and (iii) a loan of RMB15.0 million to Beijing Kangtai Jianrui Dental Technology Ltd. (the “**Supplier**”), a PRC-based supplier of the Group which is a related party, and recommended that an independent investigation committee be set up with an independent adviser appointed to conduct independent investigation procedures on these matters. Based on the information currently available to the Company, the Fund and the Supplier are third parties independent of the Company and its connected persons.

PwC also requested additional documents and explanations in relation to, among other things, the commercial rationale, approval process and key terms of the Relevant Payments, relevant supporting documentation (including banking and transaction records), and aspects of the Group’s internal approval and governance procedures, to assess, among other things, the commercial substance of the Relevant Payments and whether there is any relationship between the Loan Repayments and the Relevant Payments, as well as the implications (if any) for the Group’s financial reporting and disclosures. The Company has been collating and verifying the requested documents and information, including obtaining certain records and confirmations from relevant counterparties, and this process has taken longer than originally expected.

In addition, the Audit Committee, having considered the Letter and following discussions with PwC, has established an independent investigation committee (the “**Independent Investigation Committee**”) comprising all independent non-executive Directors, i.e. Ms. Liu Xiaomei Michelle, Mr. Sun Jian and Mr. Zhang Bang, which has engaged Ernst & Young (China) Advisory Limited (“**EY**”) as forensic accountant and DLA Piper as independent investigation law firm (collectively, “**Independent Investigators**”) to conduct an independent investigation into the matters identified by PwC as described above (the “**Independent Investigation**”). The Independent Investigation Committee is responsible for overseeing the Independent Investigation, considering the findings and recommendations of the independent investigator and reporting to the Board and the Audit Committee, including in relation to any remedial measures and enhancements to the Group’s internal control systems.

Reference is made to the announcement of the Company dated November 28, 2025, the Company was not able to publish the 2025 Interim Results on or before 30 November 2025 in accordance with Rule 13.49(6) of the Listing Rules. Pursuant to Rule 13.48(1) of the Listing Rules, the Company is required to despatch the 2025 Interim Report on a date not later than three months after the end of that period of six months, i.e. not later than December 31, 2025. The Independent Investigation is ongoing. The Independent Investigators are in the process of reviewing relevant documents and information, including banking and transaction records, and has not yet finalised its report. Having regard to the need to ensure the completeness and accuracy of the Group’s financial reporting and disclosures, the Board considers it appropriate to publish the 2025 Interim Results and then despatch the 2025 Interim Report only after the Independent Investigation and the related review procedures have been sufficiently completed.

As at the date of this announcement, since certain information and procedures requested by PwC remain outstanding, and the Independent Investigation is not completed, the auditors have not yet completed the review of the 2025 Interim Results.

The Company is working with the Independent Investigators and the Independent Investigation Committee to expedite the provision of the requested information and to commence and complete the Independent Investigation as soon as practicable. Based on the current assessment and subject to the progress and findings of the Independent Investigation and additional procedures necessary to complete the review of the 2025 Interim Results, the Company expects that it will be in a position to publish the 2025 Interim Results on or before the end of February 2026.

Shareholders and potential investors should note that this expected date is indicative only and remains subject to change depending on, among other things, (i) the time required to complete the Independent Investigation; (ii) the nature and extent of any additional information or adjustments that may be identified; and (iii) the time required to complete the review of the 2025 Interim Results after taking into account the results of the Independent Investigation. The Company will make further announcement(s) to inform shareholders and potential investors of any material developments, including any material progress in the Independent Investigation and any change in the expected date of publication of the 2025 Interim Results, as and when appropriate.

CONTINUED SUSPENSION OF TRADING

Trading in the shares of the Company on the Stock Exchange has been suspended with effect from 9:00 a.m. on 1 December 2025 and will remain suspended until the publication of an announcement containing the 2025 Interim Results and any other inside information that may be required to be disclosed under the Listing Rules. Shareholders and potential investors are reminded to exercise caution when dealing in the securities of the Company.

The Company will make further announcement(s) in due course to inform its Shareholders and potential investors of any information update. The Shareholders and potential investors are reminded to exercise caution when dealing in the shares of the Company.

By Order of the Board
Arrail Group Limited
Zou Qifang
Chairman

Hong Kong, January 21, 2026

As at the date of this announcement, the Board comprises Mr. Zou Qifang and Mr. Zhang Jincai as executive Directors, and Ms. Liu Xiaomei Michelle, Mr. Sun Jian and Mr. Zhang Bang as independent non-executive Directors.