Raily Aesthetic Medicine International Holdings Limited
瑞 麗 醫 美 國 際 控 股 有 限 公 司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2135)

CANCELLATION OF SHARE OPTIONS

Reference is made to (i) the announcements of Raily Aesthetic Medicine International Holdings Limited (the "**Company**", together with its subsidiaries, the "**Group**") dated 29 August 2022, 26 January 2024 and 23 February 2024 (the "**Grant Announcements**") in relation to the grant of share options (the "**Share Options**") under the share option scheme adopted by the Company by way of its shareholders' resolution passed on 4 December 2020 (as amended on 26 June 2026) (the "**Share Option Scheme**"); (ii) the announcement of the Company dated 24 April 2024 (the "**Adjustment Announcement**") in relation to the adjustments to the outstanding Share Options as a result of completion of the share consolidation and the rights issue of the Company; (iii) the circular of the Company dated 4 June 2026 (the "**Circular**") in relation to, among other things, the proposed amendments to the Share Option Scheme; and (iv) the poll results announcement of the Company dated 26 June 2026 in relation to, among other things, the approval of the amendments to the Share Option Scheme. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Grant Announcements, the Adjustment Announcement and the Circular.

CANCELLATION OF SHARE OPTIONS

As approved by the Board (including the approval of the Remuneration Committee), all of the following 47,276,437 outstanding Share Options (the "**Cancelled Share Options**") granted to certain eligible persons (the "**Grantees**") were cancelled with effect from 31 August 2026 (the "**Cancellation**") in accordance with the Share Option Scheme:

Date of Grant	**Exercise price per Share** ***(HK$)***	**Outstanding balance immediately before the Cancellation**	**No. of Cancelled Share Options**	**Outstanding balance immediately after the Cancellation**
29 August 2022	0.7294	25,177,077	(25,177,077)	0
26 January 2024	0.4999	11,187,713	(11,187,713)	0
23 February 2024	0.5303	10,911,647	(10,911,647)	0
Total		**47,276,437**	**(47,276,437)**	**0**

Note: The number of Share Options and exercise price per Share have been adjusted as a result of the completion of the share consolidation and the rights issue of the Company as disclosed in the Adjustment Announcement.

In view of the recent performance of the share price of the Shares and the adjusted exercise prices of all the Cancelled Share Options being much higher than the recent market prices of the Shares, the Board and the Remuneration Committee considered that the Cancelled Share Options no longer serve the purpose of providing incentives or rewards to the Grantees for their contribution to the Group. As such, the Board has resolved to cancel all of the outstanding Share Options with the written consent of the Grantees pursuant to the terms of the Share Option Scheme. No new Share Options will be granted to the Grantees in replacement of the Cancelled Share Options.

None of the Grantees is a Director, chief executive or substantial shareholder of the Company, nor an associate (as defined in the Listing Rules) of any of them.

Following the Cancellation, there will be no outstanding Share Options under the Share Option Scheme.

By Order of the Board
Raily Aesthetic Medicine International Holdings Limited
Mr. Fu Haishu
Chairman and Executive Director

Hangzhou, the PRC, 31 August 2026

As at the date of this announcement, the Board comprises Mr. Fu Haishu, Mr. Song Jianliang and Mr. Wang Ying as Executive Directors; and Dr. Lin Hai, Ms. Yang Xiaofen and Mr. Liu Teng as Independent Non-executive Directors.