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C.banner International Holdings Limited
千百度國際控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 1028)

COMPLETION OF ISSUANCE OF UNLISTED WARRANTS UNDER SPECIFIC MANDATE TO THE SUBSCRIBERS

References are made to the announcements of C.banner International Holdings Limited (the "**Company**") dated October 30, 2025, November 11, 2025 and January 15, 2026 and the circular (the "**Circular**") of the Company dated December 24, 2025 in relation to, among others, the proposed issuance of unlisted warrants under Specific Mandate to the Subscribers. Unless defined otherwise, capitalized terms used herein shall have the same meanings as those defined in the Circular.

COMPLETION OF THE SUBSCRIPTION OF THE WARRANTS

The Board is pleased to announce that all the conditions of the issue and subscription of the Warrants have been fulfilled and the completion of the issue and subscription of the Warrants took place on February 2, 2026. An aggregate of 474,500,000 Warrants have been successfully issued to and subscribed for by nine (9) Subscribers, at the issue price of HK$0.036 each pursuant to the terms of the Subscription Agreements.

To the best of the Directors' knowledge, information and belief and after having made all reasonable enquiries, (i) each of the Subscribers and where appropriate, their respective ultimate beneficial owners, is an Independent Third Party; and (ii) none of the Subscribers will become a substantial Shareholder (as defined under the Listing Rules) upon exercise of subscription rights attached to the Warrants.

The net proceeds from the issue of the Warrants (after deducting other related expenses and professional fees) amounted to approximately HK$16 million, representing a net issue price of approximately HK$0.034 per Warrant. The estimated net proceeds from the issuance of the Warrant Shares (calculated at the exercise price of HK$0.28 each) are approximately HK$131 million. The aggregate estimated net proceeds from the issuance of the Warrants and the Warrant Shares (assuming full exercise of subscription rights attached to the Warrants) are approximately HK$147 million. The Company intends to apply the net proceeds in the same manner as previously disclosed in the Circular.

EFFECT ON SHAREHOLDING STRUCTURE OF THE COMPANY

The table below sets out the changes in the shareholding structure of the Company as at the date of this announcement and immediately after full exercise of the subscription rights attached to the Warrants:

Shareholders	**(i) As at the date of this announcement**		**(ii) Immediately after full exercise of the subscription rights attached to the Warrants**	
	Shares	*%*	*Shares*	*%*
Non-public:				
Ms. Leung Lok Hang (through Port Bliss Holdings Limited) *(Note 1)*	495,355,436	19.88	495,355,436	16.70
Mr. Chen Yixi (through Hongguo International Group Limited) *(Note 2)*	280,000,000	11.23	280,000,000	9.44
Public:				
Subscribers	415,400,000	16.67	889,900,000	29.99
Other public Shareholders	1,301,644,564	52.22	1,301,644,564	43.87
Total	**2,492,400,000**	**100**	**2,966,900,000**	**100**

Notes:

1. Port Bliss Holdings Limited is directly and wholly owned by Ms. Leung Lok Hang.

2. Mr. Chen Yixi is an executive Director and the chairman of the Board. Hongguo International Group Limited is directly and wholly owned by Mr. Chen Yixi.

By order of the Board
C.banner International Holdings Limited
Mr. Chen Yixi
Chairman

PRC, February 2, 2026

As at the date of this announcement, the executive Directors of the Company are Mr. Chen Yixi, Mr. Yuan Zhenhua, Mr. Wu Weiming and Mr. Zhang Baojun; the non-executive Directors of the Company are Ms. Fan Yuanyuan and Ms. Zhang Yichen; and the independent non-executive Directors of the Company are Mr. Kwong Wai Sun Wilson, Mr. Xu Chengming and Mr. Zheng Hongliang.