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Karrie International Holdings Limited

嘉利國際控股有限公司 *

(Incorporated in Bermuda with limited liability)

(Stock Code: 1050)

COMPLETION OF PLACING OF EXISTING SHARES AND TOP-UP SUBSCRIPTION OF NEW SHARES UNDER GENERAL MANDATE

Sole Overall Coordinator, Sole Placing Agent and Capital Market Intermediary

DBS

References are made to the announcement of Karrie International Holdings Limited (the "**Company**") dated 29 January 2026 and the supplemental announcement of the Company dated 6 February 2026 in relation to the placing and top-up subscription under the General Mandate (collectively, the "**Announcements**"). Unless otherwise defined, capitalised terms used herein have the same meanings as defined in the Announcements.

COMPLETION OF THE PLACING AND THE SUBSCRIPTION

The Board is pleased to announce that the completion of the Placing took place on 2 February 2026 in accordance with the terms and conditions of the Placing and Subscription Agreement, where an aggregate of 65,832,000 Placing Shares were successfully placed by the Placing Agent to not less than six placees, at the Placing Price of HK$2.37 for each Placing Share. To the best of the knowledge, information and belief of the Directors after having made all reasonable enquiries, the Placees and their ultimate beneficial owners are Independent Third Parties. None of the Placees became a Substantial Shareholder of the Company immediately after the completion of the Placing.

As all conditions for the completion of the Subscription had been fulfilled, the Company allotted and issued 65,832,000 Subscription Shares to the Seller at HK$2.37 per Subscription Share on 11 February 2026 in accordance with the terms and conditions of the Placing and Subscription Agreement. The net proceeds from the Subscription (after deducting all fees, costs and expenses properly incurred by the Seller and the Company (including the Placing Agent's commission, the stamp duty, the Stock Exchange trading fee and the SFC transaction levy) to be borne by the Company, and other expenses incurred by the Company, in connection with the Placing and the Subscription) amount to approximately HK$152 million.

The Company intends to use the net proceeds to expand its production capacity overseas for production of server chassis and related peripheral products to further develop its existing business segment, namely server enclosures (general & AI), through various means, including but not limited to (i) purchasing new machinery and equipment for existing and new production plants in Thailand; (ii) constructing its own factories in Thailand; and (iii) carrying out acquisition and merger in overseas market, in order to meet the increasing orders for the Group's AI server chassis and rack components from global data centers and the world leading AI infrastructure companies.

EFFECT ON THE SHAREHOLDING STRUCTURE OF THE COMPANY AS A RESULT OF THE PLACING AND THE SUBSCRIPTION

The table below sets out the shareholding structure of the Company (i) immediately before the completion of the Placing and the Subscription; (ii) immediately after the completion of the Placing, but before the completion of the Subscription; and (iii) immediately after the completion of the Placing and the Subscription, respectively.

	Prior to the completion of the Placing and the Subscription		Immediately after the completion of the Placing, but before the completion of the Subscription		Immediately after the completion of the Placing and the Subscription	
	Number of Shares	*Approximate %*	*Number of Shares*	*Approximate %*	*Number of Shares*	*Approximate %*
Directors						
Ms. Chan Ming Mui, Silvia	6,700,000	0.33%	6,700,000	0.33%	6,700,000	0.32%
Mr. Zhao Kai	11,382,000	0.56%	11,382,000	0.56%	11,382,000	0.54%
Mr. Chan Raymond	4,752,000	0.24%	4,752,000	0.24%	4,752,000	0.23%
Mr. Ho Wai Hon, Brian	3,298,000	0.16%	3,298,000	0.16%	3,298,000	0.16%
Mr. Fong Hoi Shing	42,000	0.00%	42,000	0.00%	42,000	0.00%
Mr. Ho Cheuk Fai[(2)]	1,466,670,000	72.56%	1,400,838,000	69.30%	1,466,670,000	70.27%
— Seller[(2)]	260,000,000	12.86%	194,168,000	9.61%	260,000,000	12.46%
Shareholders						
Placees	—	—	65,832,000	3.26%	65,832,000	3.15%
Other public Shareholders	528,619,200	26.15%	528,619,200	26.15%	528,619,200	25.33%
Total	2,021,463,200	100%	2,021,463,200	100%	2,087,295,200	100%

Notes:

1. Certain amounts and percentage figures included in the table above have been subject to rounding adjustments, and any discrepancy between the total amount and the arithmetical sum of the amounts listed is due to rounding.

2. Prior to the completion of the Placing and the Subscription, the Seller beneficially held 260,000,000 Shares. After completion of the Placing but before completion of the Subscription, the Seller beneficially held 194,168,000 Shares. After completion of the Placing and the Subscription, the Seller beneficially held 260,000,000 Shares. By virtue of the SFO, since the Seller is held as to 90% by Mr. Ho Cheuk Fai and 10% by Ms. Ho Po Chu, Mr. Ho Cheuk Fai is therefore deemed to be interested in the Shares beneficially held by the Seller.

By Order of the Board
Karrie International Holdings Limited
Tang Wing Fai
Company secretary

Hong Kong, 11 February 2026

As at the date of this announcement, the executive Directors are Mr. Ho Cheuk Fai, Ms. Chan Ming Mui, Silvia, Mr. Zhao Kai, Mr. Chan Raymond and Mr. Ho Wai Hon, Brian; the independent non-executive Directors are Mr. Fong Hoi Shing, Dr. Lau Kin Wah and Mr. Lam Yin Shing, Donald.

* *For identification purposes only*