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361 Degrees International Limited
361 度國際有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1361)

COMPLETION OF PLACING OF EXISTING SHARES AND SUBSCRIPTION OF NEW SHARES

Sole Placing Agent

UBS AG Hong Kong Branch

Reference is made to the announcement (the "**Announcement**") of the Company dated 28 April 2026 in relation to the Placing and the Subscription. Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

COMPLETION OF THE PLACING AND THE SUBSCRIPTION

The Board is pleased to announce that, in accordance with the terms of the Placing and Subscription Agreement, the Placing was completed on 30 April 2026 and a total of 100,000,000 Placing Shares at the Placing Price of HK$6.18 per Placing Share were placed to not less than six independent placees.

To the best knowledge of the Directors, the placees and (where applicable) their ultimate beneficial owners are independent of and not connected with the Vendor and any party acting in concert with it, the Company, the directors, chief executive or substantial shareholders of the Company or its subsidiaries, or any of their respective associates. None of the placees has become a substantial shareholder (having the meaning ascribed thereto in the Listing Rules) of the Company immediately upon completion of the Placing.

As all conditions of the Subscription have been fulfilled, the Subscription was completed on 7 May 2026 in accordance with the terms of the Placing and Subscription Agreement, whereby 100,000,000 Subscription Shares, representing the same number of Placing Shares actually placed under the Placing, were allotted and issued to the Vendor at the subscription price of HK$6.18 per Subscription Share, which was equivalent to the Placing Price per Placing Share.

The net proceeds received by the Company from the Subscription, after deducting related placing commission, professional fees and all related expenses which are borne by the Company, are approximately HK$610 million. As disclosed in the Announcement, it is intended that the net proceeds will be used as follows:

(i) approximately 80% (or approximately HK$488 million) will be used for the expansion of network of overseas markets, includes, but is not limited to, the leasing and renovation of retail stores, the establishment of e-commerce platforms, the acquisition of potential business targets, marketing and brand promotion activities and the establishment of overseas subsidiaries; and

(ii) approximately 20% (or approximately HK$122 million) will be used for general working capital and other general corporate purposes, includes, but is not limited to, supporting the day-to-day operations and ongoing business development of the Group's principal businesses and start-up funding for the establishment of overseas subsidiaries and offices.

CHANGES TO SHAREHOLDING AS A RESULT OF THE PLACING AND THE SUBSCRIPTION

Set out below is the shareholding structure of the Company (a) immediately before the Placing and the Subscription; (b) immediately after the Placing but before the Subscription; and (c) immediately after the Placing and the Subscription.

	Immediately before completion of the Placing and the Subscription		**Immediately after completion of the Placing but before completion of the Subscription**		**Immediately after completion of the Placing and the Subscription**	
	No. of Shares	*%*	*No. of Shares*	*%*	*No. of Shares*	*%*
Controlling Shareholders						
The Vendor *(Note 2)*	327,624,454	15.85	227,624,454	11.01	327,624,454	15.11
Dings International *(Note 3)*	340,066,332	16.45	340,066,332	16.45	340,066,332	15.69
Hui Rong International *(Note 4)*	324,066,454	15.67	324,066,454	15.67	324,066,454	14.95
Mr. Ding Wuhao	11,962,000	0.58	11,962,000	0.58	11,962,000	0.55
Mr. Ding Huihuang	9,189,000	0.44	9,189,000	0.44	9,189,000	0.42
Sub-total	1,012,908,240	48.99	912,908,240	44.15	1,012,908,240	46.72

	Immediately before completion of the Placing and the Subscription		Immediately after completion of the Placing but before completion of the Subscription		Immediately after completion of the Placing and the Subscription	
	No. of Shares	*%*	*No. of Shares*	*%*	*No. of Shares*	*%*
Other non-public Shareholders						
Jia Wei International Co., Ltd.	168,784,611	8.16	168,784,611	8.16	168,784,611	7.79
Jia Chen International Co., Ltd.	168,784,611	8.16	168,784,611	8.16	168,784,611	7.79
Jian Tong Investments Co., Ltd.	27,005,538	1.31	27,005,538	1.31	27,005,538	1.25
Public Shareholders						
Placees	–	–	100,000,000	4.84	100,000,000	4.61
Other public Shareholders	690,199,000	33.38	690,199,000	33.38	690,199,000	31.84
Total	**2,067,682,000**	**100.00**	**2,067,682,000**	**100.00**	**2,167,682,000**	**100.00**

Notes:

1. The number of existing Shares held by the Shareholders mentioned in the above table is based on the register of interest kept by the Company pursuant to Section 336 of the SFO as at the date of this announcement.

2. The Vendor is wholly-owned by DHH, which is in turn wholly owned by the Trustee in its capacity as trustee of The DHH Trust. Mr. Ding Huihuang, the chairman of the Company and an executive Director is the settlor and a beneficiary of The DHH Trust. Each of DHH, the Trustee and Mr. Ding Huihuang is deemed to be interested in 327,624,454 Shares in which the Vendor is interested by virtue of the SFO.

3. Dings International is owned by DWH, which is in turn wholly owned by the Trustee in its capacity as trustee of The DWH Trust. Mr. Ding Wuhao is the settlor and a beneficiary of The DWH Trust. Each of DWH, the Trustee and Mr. Ding Wuhao is deemed to be interested in 340,066,332 Shares held by Dings International. He is the brother-in-law of both Mr. Ding Huihuang and Mr. Ding Huirong.

4. Hui Rong International is wholly owned by DHR, which is in turn wholly owned by the Trustee in its capacity as trustee of The DHR Trust. Mr. Ding Huirong is the settlor and a beneficiary of The DHR Trust. Each of DHR, the Trustee and Mr. Ding Huirong is deemed to be interested in 324,066,454 Shares held by Hui Rong International.

Hong Kong, 7 May 2026

By order of the Board
361 Degrees International Limited
Ding Huihuang
Chairman

As at the date of this announcement, the board of directors of the Company comprises four executive directors, namely Mr. Ding Wuhao, Mr. Ding Huihuang (Chairman), Mr. Ding Huirong and Mr. Wang Jiabi, and four independent non-executive directors, namely, Mr. Wu Ming Wai Louie, Mr. Hon Ping Cho Terence, Mr. Chen Chuang and Ms. Ferheen Mahomed.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.