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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)**

### **GRANT OF SHARE OPTIONS**

References are made to the circular dated December 24, 2025 and the poll results announcement dated January 15, 2026 of the Company in relation to, among others, the adoption of the Share Option Scheme. This announcement is made by the Company pursuant to Rules 17.06A, 17.06B and 17.06C of the Listing Rules.

The Board hereby announces that a total of 27,416,000 Options were granted by the Company to certain Grantees on September 1, 2026 pursuant to the Share Option Scheme.

The Options will entitle the Grantees to subscribe for up to a total of 27,416,000 Shares, representing, upon full exercise, 1.1% of all Shares in issue as at the date of this announcement. Details of the Options granted are as follows:

- |                                                    |   |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
|----------------------------------------------------|---|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Date of grant                                      | : | September 1, 2026                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| Exercise price of<br>the Options granted           | : | HK\$1.183 per Share, which is no less than the highest of: <ul style="list-style-type: none"><li>(i) the closing price of HK\$1.125 per Share as stated in the daily quotations sheet issued by the Stock Exchange on the date of grant;</li><li>(ii) the average closing price of HK\$1.183 per Share as stated in the daily quotations sheets issued by the Stock Exchange for the five (5) business days immediately preceding the date of grant; and</li><li>(iii) the nominal value of a Share of US\$0.015.</li></ul> |
| Market price of the Shares<br>on the date of grant | : | HK\$1.125 per Share, being the closing price as stated in the daily quotations sheet issued by the Stock Exchange on the date of grant                                                                                                                                                                                                                                                                                                                                                                                      |

|                                |   |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
|--------------------------------|---|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Number of Options granted      | : | 27,416,000                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
| Validity period of the Options | : | For a period of 10 years from the date of grant                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
| Vesting period of the Options  | : | The Options shall vest on the first and/or second anniversary of the date of grant, subject to the fulfilment of certain performance targets                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| Exercise period of the Options | : | The Options are exercisable for the period commencing from the date of vesting of the Options to the end of the validity period of the Options                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
| Performance targets            | : | Vesting of the Options is conditional upon the fulfilment of certain performance targets relating to the Group's AI data services' financial performance for the year ending December 31, 2026 and the year ending December 31, 2027                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |
| Clawback mechanism             | : | <p>All Options are subject to clawback mechanism as already set out in the existing terms of the Share Option Scheme. If the Board determines that a Grantee ceases to be an eligible participant upon the occurrence of any of the circumstances below:</p> <ul style="list-style-type: none"> <li>(a). is guilty of any misconduct which would have justified the termination of his/her contract of employment for cause but which does not become known to the Company until he has ceased employment with any member of the Group;</li> <li>(b). is in breach of any material term of contract of employment (or other contract or agreement related to his contract of employment), without limitation, any confidentiality agreement or agreement containing non-competition or non-solicitation restrictions between him/her and any member of the Group; or</li> <li>(c). is guilty of a material misstatement in the Group's financial statements,</li> </ul> |

then the Board may, in its absolute discretion, determine that any unexercised options, vested or unvested, held by the Grantee shall immediately lapse upon the Board resolving to make such determination (whether or not the Grantee has been notified of the determination)

Financial Assistance : The Group has not provided any financial assistance to the Grantees to facilitate the purchase of Shares under the Share Option Scheme

The table below shows the details of the Grantees and their respective number of the Options granted:

| <b>Name/Category of Grantees</b> | <b>Position held with the Group</b>                                                                                                                     | <b>Number of Options granted</b> |
|----------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------|
| three (3) Grantees               | three (3) Employee Participants, who are not Director, chief executive or substantial Shareholder of the Company, or any of their respective associates | 27,416,000                       |

## **REASONS FOR AND BENEFITS OF GRANT OF THE OPTIONS**

The grant of the Options aims to encourage the Grantees to further work towards enhancing the value of the Company and its Shares for the benefit of the Company and its Shareholders as a whole. It recognizes the past and future contribution of the Grantees to the Group and helps the Group to foster long-term relationship with the Grantees by aligning their interests with that of the Group and Shareholders through them owning a proprietary interest in the Company and becoming future Shareholders, thereby helping the Group to attract, retain and motivate high-calibre employees that are in line with its performance goals and business needs, which maintains or enhances the competitiveness of the Group.

## LISTING RULES IMPLICATIONS

The grant of the Options is not subject to approval by the Shareholders of the Company in a general meeting. As at the date of this announcement, the grant of the Options would not result in the Options granted and to be granted to each Grantee in the 12-month period up to and including the date of grant exceeding 1% of all Shares in issue. To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, as at the date of grant, none of the Grantees is (i) a Director, chief executive or substantial Shareholder of the Company, or any of their respective associates (as defined in the Listing Rules); (ii) a participant with Options granted and to be granted in any 12-month period exceeding the 1% individual limit under Rule 17.03D(1) of the Listing Rules; or (iii) a related entity participant or service provider (as defined in the Listing Rules) of the Company with Options granted and to be granted in any 12-month period exceeding 0.1% of all Shares in issue.

## NUMBER OF OPTIONS AVAILABLE FOR FUTURE GRANT

Reference is made to the Company's announcement dated May 22, 2026 in relation to the grant of 249,240,000 Options under the Share Option Scheme (the "**Announcement**"). Following the grant of the 249,240,000 Options as disclosed in the Announcement, there were no remaining Options available for future grant under the scheme mandate limit of the Share Option Scheme. From the date of the Announcement up to the date of this announcement, a total of 27,416,000 Options lapsed in accordance with the terms of the Share Option Scheme due to termination of the relevant grantees' employment, and were not regarded as utilized for the purpose of calculating the scheme mandate limit of the Share Option Scheme. Accordingly, immediately prior to the grant of 27,416,000 Options as disclosed under this announcement, the number of Options available for grant under the Share Option Scheme was 27,416,000. Subsequent to the grant of the 27,416,000 Options abovementioned and assuming full acceptance by the Grantees, there are no remaining Option available for future grant under the scheme mandate limit of the Share Option Scheme.

## DEFINITIONS

|                           |                                                                                                                                                                                                                      |
|---------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| "Board"                   | the board of Directors                                                                                                                                                                                               |
| "Company"                 | C.banner International Holdings Limited, a company incorporated in Bermuda with limited liability with its shares listed on the Main Board of the Stock Exchange (stock code: 1028)                                  |
| "Director(s)"             | director(s) of the Company                                                                                                                                                                                           |
| "Employee Participant(s)" | directors and employees of the Company or any of its subsidiaries (including persons who are granted Options under the Share Option Scheme as an inducement to enter into employment contracts with these companies) |

|                       |                                                                                                                                                               |
|-----------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------|
| “Grantee(s)”          | any eligible participant who accepts an offer in accordance with the terms of the Share Option Scheme                                                         |
| “Group”               | the Company and its subsidiaries                                                                                                                              |
| “HK\$”                | Hong Kong dollar(s), the lawful currency of Hong Kong                                                                                                         |
| “Hong Kong”           | the Hong Kong Special Administrative Region of the PRC                                                                                                        |
| “Listing Rules”       | the Rules Governing the Listing of Securities on the Stock Exchange                                                                                           |
| “Option(s)”           | an option to subscribe for Shares pursuant to the Share Option Scheme and for the time being subsisting                                                       |
| “PRC”                 | the People’s Republic of China, which for the purpose of this announcement, excludes Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan |
| “Share(s)”            | ordinary share(s) of US\$0.015 each in the share capital of the Company                                                                                       |
| “Shareholder(s)”      | holder(s) of the issued Share(s)                                                                                                                              |
| “Share Option Scheme” | the share option scheme adopted by the Company on January 15, 2026                                                                                            |
| “Stock Exchange”      | The Stock Exchange of Hong Kong Limited                                                                                                                       |
| “US\$”                | United States dollar(s), the lawful currency of the United States                                                                                             |
| “%”                   | per cent.                                                                                                                                                     |

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

PRC, September 1, 2026

*As at the date of this announcement, the executive Directors are Mr. CHEN Yixi, Mr. YUAN Zhenhua, Mr. LI Niyong and Mr. ZHANG Baojun; the non-executive Directors are Ms. FAN Yuanyuan and Ms. ZHANG Yichen; and the independent non-executive Directors are Mr. KWONG Wai Sun Wilson, Mr. ZHENG Hongliang and Dr. WANG Meng.*