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雲白國際有限公司

YNBY International Limited

(Incorporated in Bermuda with limited liability)

(Stock Code: 00030)

COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

Placing Agent, Overall Coordinator, and Capital Market Intermediary

民銀資本

CMBC CAPITAL HOLDINGS LIMITED

Reference is made to the announcement of YNBY International Limited (the "**Company**") dated 2 May 2025 (the "**First Announcement**"), 5 May 2025 (the "**Second Announcement**") and 15 May 2025 (the "**Third Announcement**", collectively, the "**Announcements**") in relation to the placing of a maximum of 1,359,982,832 new shares under the general mandate. Unless otherwise stated, capitalised terms used herein shall bear the same meanings as those defined in the Announcements.

COMPLETION OF THE PLACING

The Board is pleased to announce that the condition to the Placing Agreement had been fulfilled and completion of the Placing took place on 22 May 2025. A total of 800,000,000 Placing Shares, representing approximately 10.53% of the issued share capital of the Company as at the date of this announcement immediately after completion of the Placing, have been successfully placed by the Placing Agent to not less than six Placees at the New Placing Price of HK$0.1161 per Placing Share pursuant to the terms and conditions of the Placing Agreement.

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, each of the Placees (and, where appropriate, their respective ultimate beneficial owners) is not a connected person of the Company and is a third party independent of the directors, chief executive or substantial shareholders of the Company or any of its subsidiaries or any of their respective associates. None of the Placees (each together with its associates) has become a substantial shareholder (as defined under the Listing Rules) of the Company as a result of subscribing for the Placing Shares upon completion of the Placing. Hence, the Placees are regarded as public Shareholders immediately after completion of the Placing.

USE OF PROCEEDS

As the Placing Shares were not fully placed, the net proceeds from the Placing are approximately HK$92 million and the net New Placing Price is approximately HK$0.1149 per Placing Share.

As set out in the Third Announcement, the Company intends to adjust the use of proceeds as follows:

- approximately HK$55 million or 60% of the net proceeds from the Placing to support the cost relating to international business development, in particular in ASEAN with respect to OEM/ODM manufacturing and services, marketing and sales of products, product registration, development the trading network in ASEAN, development of the health food products network in ASEAN; and

- approximately HK$37 million or 40% of the net proceeds from the Placing as general working capital and for future investment/expansion of the Group as and when the opportunities arise.

Details of the use of proceeds and the timelines are as below:

	For the year ended 31 December 2025 *HK$ million*	**For the year ended 31 December 2026** *HK$ million*
Registration, development, OEM/ODM, etc., of products in ASEAN markets	15	–
Marketing, promotion, and trading network development in ASEAN markets	15	–
Marketing and sales of products in ASEAN markets	–	25
General working capital and for future investment/expansion of the Group	37	–
Total	67	25

EFFECT ON SHAREHOLDING STRUCTURE OF THE COMPANY

The table below illustrates the shareholding structure of the Company (i) immediately before the completion of the Placing; and (ii) immediately after the completion of the Placing:

Shareholders	Immediately before the completion of the Placing		Immediately after the completion of the Placing	
	Number of shares	*Approximate %*	*Number of shares*	*Approximate %*
Yunbaiyao Hong Kong Co., Limited	3,101,911,000	45.62%	3,101,911,000	40.81%
Yunnan Baiyao Group	1,908,025,360	28.06%	1,908,025,360	25.11%
Sunwah GreatWall Group Limited	351,762,000	5.17%	351,762,000	4.63%
Placees	0	0.00%	800,000,000	10.53%
Other Shareholders	1,438,215,800	21.15%	1,438,215,800	18.92%
	6,799,914,160	100.00%	7,599,914,160	100.00%

Note:

1. Certain figures and percentage figures included in the above table have been subject to rounding adjustments.

By Order of the Board
YNBY International Limited
Tang Ming
Executive Director
&
Chief Executive Officer

Hong Kong, 22 May 2025

As at the date of this announcement, the executive Directors are Mr. Dong Ming (Chairman), Mr. Tang Ming (Chief Executive Officer) and Mr. Liu Huaiyu; the non-executive Directors are Mr. Huang Bin and Mr. He Tao and the independent non-executive Directors are Mr. Wong Hin Wing, Dr. Cheung Hoi Yu and Dr. Cecilia Wai Bing Pang.