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FDB HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1826)

**SUPPLEMENTAL ANNOUNCEMENT IN RELATION TO
PLACING OF NEW SHARES UNDER GENERAL MANDATE
AND
RESUMPTION OF TRADING**

Reference is made to (i) the announcement of FDB Holdings Limited (the “**Company**”) dated 12 January 2026 in relation to the placing of new shares under the general mandate of the Company (the “**Placing Announcement**”); and (ii) the announcement of the Company dated 13 January 2026 in relation to the trading halt of the Company’s shares on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) pending release of an announcement in relation to inside information of the Company and the amendment of the placing price of the placing agreement of the Company dated 12 January 2026. Unless otherwise defined, capitalized terms used herein shall have the same meanings as defined in the Placing Announcement.

THE SUPPLEMENTAL PLACING AGREEMENT

On 13 January 2026, the Company and the Placing Agent entered into a supplemental agreement (the “**Supplemental Agreement**”) to the Placing Agreement, pursuant to which the parties mutually agreed to amend the Placing Price from HK\$0.152 to HK\$0.153 (the “**New Placing Price**”), representing:

- (i) a discount of approximately 19.5% to the closing price of HK\$0.190 per Share as quoted on the Stock Exchange on the Last Trading Day; and
- (ii) a premium of approximately 0.7% to the average closing price of HK\$0.152 per Share as quoted on the Stock Exchange for the last five consecutive trading days immediately prior to the Last Trading Day.

The New Placing Price is exclusive of any brokerage, trading fees, transaction fees and levies.

The New Placing Price was determined with reference to the prevailing market prices of the Shares and was negotiated on an arm’s length basis between the Company and the Placing Agent. The Directors consider that the terms of the Supplemental Agreement are on normal commercial terms and are fair and reasonable based on the current market conditions. Hence, the entering into of the Supplemental Agreement is in the interests of the Company and the Shareholders as a whole.

Assuming all the Placing Shares are fully placed, it is expected that the gross proceeds and net proceeds (after deducting the placing commission and all related expenses) from the Placing based on the New Placing Price will be approximately HK\$40.8 million and approximately HK\$39.9 million respectively. On such basis, the net issue price will be approximately HK\$0.150 per Placing Share.

The Company would like to further supplement that the Company intends to apply the net proceeds from the Placing for the following purpose: (i) approximately 30% or HK\$12 million to expand and upgrade our headquarters, including but not limited to, renovation, furniture, fittings and office equipment, rental deposits, and three-year rental and related expenses; (ii) approximately 25% or HK\$10 million for director and staff salaries for supporting business expansion and operations; (iii) approximately 20% or HK\$8 million to cover the existing shareholders’ deficit; (iv) approximately 15% or HK\$6 million for professional fees; and (v) approximately 10% or HK\$3.9 million for other day-to-day operating expenses.

Save and except for the aforesaid amendment of the New Placing Price, all the terms and conditions of the Placing Agreement (as amended and supplemented by the Supplemental Agreement) remain unchanged and shall continue in full force and effect.

Since completion of the Placing is subject to the fulfilment of the conditions as set out in the Placing Agreement, the Placing may or may not proceed. Shareholders and potential investors are reminded to exercise caution when dealing in the Shares.

RESUMPTION OF TRADING

At the request of the Company, trading in the shares of the Company on the Stock Exchange has been suspended with effect from 9:00 a.m. on Tuesday, 13 January 2026 pending the publication of this announcement. Application has been made by the Company to the Stock Exchange for the resumption of trading in the Shares on the Stock Exchange with effect from 9:00 a.m. on Wednesday, 14 January 2026.

By order of the Board
FDB Holdings Limited
Ng Kin Siu

Chairman, Chief Executive Officer and Executive Director

Hong Kong, 13 January 2026

As at the date of this announcement, the Board comprises Mr. Ng Kin Siu (Chairman and chief executive officer) and Mr. Yu Hongxiang as executive Directors; Ms. Ng Chung Chi, Mr. Wong Chun Wah Kelvin and Ms. Ren Yu as independent non-executive Directors.