

**Announcement Regarding the Non-Binding Merger Intent Agreement
Reached Between Ms. Jiang Shumin on Behalf of Zhejiang Sanhesheng
Holding Group Co., Ltd. and Vitalibis, Inc.**

Vitalibis, Inc. (OTC:VCBD) announced that it has entered into a non-binding letter of intent with Ms. Jiang Shumin. Pursuant to the letter of intent, Ms. Jiang Shumin will act on behalf of Zhejiang Sanhesheng Holding Group Co., Ltd. (hereinafter referred to as the “Group”) to advance the full acquisition of Vitalibis, Inc.

Vitalibis, Inc. (OTC:VCBD) formally disclosed today that it has entered into a non-binding merger agreement with Ms. Jiang Shumin. Moving forward, Ms. Jiang Shumin will represent Sanhesheng Holdings to progressively advance the acquisition process through share acquisition and other means, ultimately achieving full control of Vitalibis, Inc.

Established in 2019, Zhejiang Sanhesheng Holding Group Co., Ltd. is a comprehensive conglomerate focused on new e-commerce services, investment management, and health technology sectors. Guided by its core mission to “become the first new e-commerce company listed on the U.S. stock market and build China's new closed-loop industrial chain for consumption,” the Group has established a “One Core, Two Wings” strategic

framework: The “two wings” provide support: the capital operations segment (focusing on assisting enterprises in accessing international capital markets like NASDAQ) and the industrial empowerment segment (deeply cultivating core sectors such as health, technology, and consumption).

As the core vehicle for the Group's “One Core” strategy, the Sanhesheng Manfulin New E-commerce Platform leverages internet and digital technologies to break free from traditional e-commerce constraints. By reconfiguring the core relationship between “people, goods, and venues,” it constructs three key consumption scenarios: a marketplace for premium agricultural products supporting rural revitalization, a quality-health-oriented local lifestyle mall, and a health-guardian internet-based traditional Chinese medicine hospital. This achieves an efficient, personalized, and socialized closed-loop consumption transaction system. The platform builds core commercial barriers and competitive moats through “technological convergence (AI + blockchain + IoT), experiential elevation (multi-sensory interaction), and mechanism innovation (digital economy-driven).” According to the group's strategic plan, the platform is projected to achieve a GMV of RMB 100 million in its first year (conservative estimate) and grow into a benchmark enterprise for China's new e-commerce model within three years.

Based on prior discussions, both parties anticipate completing the overall

merger by March 2026.

Forward-Looking Statements

This announcement contains forward-looking statements as defined under Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934, including but not limited to statements regarding the Company's future business development plans and potential growth opportunities. These forward-looking statements are based on the Company's current expectations, assumptions, estimates, and projections, and are subject to various known and unknown risks, uncertainties, and other factors, including but not limited to changes in market conditions, competitive dynamics within the industry, and adjustments to regulatory policies. These factors could cause actual results to differ materially from those anticipated in the forward-looking statements. Investors should not place undue reliance on such forward-looking statements. The Company undertakes no obligation to update or revise any forward-looking statements, whether as a result of new information, future events, or otherwise.