

---

---

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 6-K

REPORT OF FOREIGN PRIVATE ISSUER  
PURSUANT TO RULE 13a-16 OR 15d-16  
UNDER THE SECURITIES EXCHANGE ACT OF 1934

For the month of February 2026

Commission File Number: 001-41663

Chanson International Holding

B9 Xinjiang Chuangbo Zhigu Industrial Park  
No. 100 Guangyuan Road, Shuimogou District  
Urumqi, Xinjiang, China 830017  
(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F:

Form 20-F  Form 40-F

---

---

## EXPLANATORY NOTE

The extraordinary general meeting of shareholders (the “**EGM**”) of Chanson International Holding, a company incorporated under the laws of the Cayman Islands (the “**Company**”), will be held on February 23, 2026. In connection with the EGM, the Company hereby furnishes the following documents:

**EXHIBIT INDEX**

<b>Exhibit No.</b>	<b>Description</b>
99.1	<a href="#"><u>Notice and Proxy Statement of the Extraordinary General Meeting of Shareholders of the Company, dated February 4, 2026, to be mailed to all shareholders of the Company.</u></a>
99.2	<a href="#"><u>Form of Proxy Card to be mailed to shareholders of the Company for use in connection with the Extraordinary General Meeting of Shareholders of the Company.</u></a>

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

**Chanson International Holding**

Date: February 4, 2026

By: /s/ Gang Li

Name: Gang Li

Title: Chief Executive Officer, Director, and  
Chairman of the Board of Directors

**Chanson International Holding**  
(incorporated under the laws of the Cayman Islands)  
(NASDAQ: CHSN)

**NOTICE OF EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS**

**NOTICE IS HEREBY GIVEN THAT** an extraordinary general meeting of shareholders (the “**EGM**”) of Chanson International Holding (the “**Company**”) will be held on February 23, 2025, at 10:00 a.m., Eastern Time. The EGM will be held in a hybrid format. In-person participants will be able to attend the EGM at B9 Xinjiang Chuangbo Zhigu Industrial Park, No. 100 Guangyuan Road, Shuimogou District, Urumqi, Xinjiang, China 830017. Remote participants will be able to attend the EGM at [www.virtualshareholdermeeting.com/CHSN2026](http://www.virtualshareholdermeeting.com/CHSN2026).

The purpose of the EGM is for the shareholders of the Company (the “**Shareholders**”) to consider and, if thought fit, pass the following resolutions:

1. It is resolved as an ordinary resolution that the authorised share capital of the Company be increased from US\$165,000,000 divided into 2,055,000,000 Class A ordinary shares of US\$0.08 par value each and 7,500,000 Class B ordinary shares of US\$0.08 par value each to US\$330,000,000 divided into 4,110,000,000 Class A ordinary shares of US\$0.08 par value each and 15,000,000 Class B ordinary shares of US\$0.08 par value each (the “**Share Capital Increase**”).
2. It is resolved as a special resolution that, subject to and immediately following the Share Capital Increase being effected, the Company adopt amended and restated memorandum of association, in the form attached to the proxy notice as [Exhibit A](#), in substitution for, and to the exclusion of, the Company’s existing memorandum of association, to reflect the Share Capital Increase.
3. It is resolved as a special resolution, subject to the Share Capital Increase being effected and all further requirements prescribed by sections 14, 14A and 14B of the Companies Act (Revised) (the “**Companies Act**”) relating to share capital reductions being complied with, that (together, the “**Share Capital Reduction and Reorganisation**”):

*Share Capital Reduction*

- a. the par value of each issued and outstanding Class A ordinary share of US\$0.08 par value each and Class B ordinary share of US\$0.08 par value each in the share capital of the Company be reduced to US\$0.0001 by cancelling US\$0.0799 of the paid-up capital on each of the issued and outstanding Class A ordinary shares of US\$0.08 par value each and Class B ordinary shares of US\$0.08 par value each (the “**Share Capital Reduction**”);
- b. following the Share Capital Reduction, the amount deemed to be paid up on each issued and outstanding share of the Company shall be US\$0.0001;
- c. the credit arising from the Share Capital Reduction be transferred to a distributable reserve account of the Company which may be utilised by the Company as the board of directors of the Company may deem fit and as permitted under the Companies Act, the Company’s memorandum and articles of association, and all relevant applicable laws, including, without limitation, eliminating or setting off any accumulated losses of the Company (if any) from time to time;

*Share Capital Subdivision*

- d. immediately following the Share Capital Reduction:
    - i. each authorised but unissued Class A ordinary share of US\$0.08 par value each be subdivided into 800 Class A ordinary shares of US\$0.0001 par value each; and
-

- ii. each authorised but unissued Class B ordinary share of US\$0.08 par value each be subdivided into 800 Class B ordinary shares of US\$0.0001 par value each,

(the “**Subdivision**”);

*Share Capital Cancellation*

- e. immediately following the Subdivision, the authorised share capital of the Company be altered by the cancellation of such number of unissued Class A ordinary shares of US\$0.0001 par value each and unissued Class B ordinary shares of US\$0.0001 par value each that will result in the Company having authorised share capital of US\$412,500 divided into 4,110,000,000 Class A ordinary shares of US\$0.0001 par value each and 15,000,000 Class B ordinary shares of US\$0.0001 par value each (the “**Cancellation**”); and

*Authorised Share Capital Confirmation*

- f. immediately following the Share Capital Reduction, the Subdivision and Cancellation, the authorised share capital of the Company shall be US\$412,500 divided into 4,110,000,000 Class A ordinary shares of US\$0.0001 par value each and 15,000,000 Class B ordinary shares of US\$0.0001 par value each.
4. It is resolved as a special resolution that, subject to and immediately following the Share Capital Reduction and Reorganisation being effected, the Company adopt amended and restated memorandum of association, in the form attached to the proxy notice as Exhibit B, in substitution for, and to the exclusion of, the Company’s existing memorandum of association, to reflect the Share Capital Reduction and Reorganisation.
  5. It is resolved as an ordinary resolution to adjourn the EGM to a later date or dates or sine die, if necessary or desirable, in the opinion of the directors, to permit further solicitation and vote of proxies if, at the time of the Meeting, there are not sufficient votes for, or otherwise in connection with, the approval of the foregoing proposals.

The foregoing items of business are described in the proxy statement accompanying this notice. The board of directors of the Company (the “**Board**”) unanimously recommends that the Shareholders vote “FOR” for each item.

The Board has fixed the close of business on February 2, 2026 as the record date (the “**Record Date**”) for determining the Shareholders entitled to receive notice of, attend and vote at the EGM. Only holders of Class A ordinary shares and Class B ordinary shares of the Company on the Record Date are entitled to receive notice of, attend and vote at the EGM.

Shareholders may obtain a copy of the proxy materials from the Company’s website at <https://ir.chanson-international.net/>. The notice of the EGM, the proxy statement, and the proxy card will be sent or made available to shareholders on or about February 4, 2026.

By Order of the Board of Directors,

*/s/ Gang Li*

\_\_\_\_\_  
Gang Li

Chief Executive Officer, Director and Chairman of  
the Board of Directors

Urumqi, China

February 4, 2026

---

CHANSON INTERNATIONAL HOLDING

EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

February 23, 2026

10:00 a.m., Eastern Time

PROXY STATEMENT

The board of directors (the “**Board of Directors**”) of Chanson International Holding (the “**Company**”) is soliciting proxies for the extraordinary general meeting of shareholders (the “**EGM**”) of the Company to be held on February 23, 2026, at 10:00 a.m., Eastern Time. The Company will hold the EGM at B9 Xinjiang Chuangbo Zhigu Industrial Park, No. 100 Guangyuan Road, Shuimogou District, Urumqi, Xinjiang, China 830017, which shareholders will be able to attend in person and via live audio webcast online at [www.virtualshareholdermeeting.com/CHSN2026](http://www.virtualshareholdermeeting.com/CHSN2026). Shareholders will have an equal opportunity to participate in the business for which the EGM has been convened, to hear and see all persons present who speak and to be heard and seen by all other persons present in the same way, regardless of their geographic location.

Registered shareholders and duly appointed proxyholders will be able to attend, participate and vote at the EGM in real time. Beneficial shareholders who hold their shares through a broker, investment dealer, bank, trust corporation, custodian, nominee or other intermediary who have not duly appointed themselves as proxyholder will be able to attend as guests and may view the webcast, but will not be able to participate in or vote at the EGM.

Only holders of the Class A ordinary shares of par value US\$0.08 each of the Company (the “**Class A Ordinary Shares**”) and Class B ordinary shares of par value US\$0.08 each of the Company (the “**Class B Ordinary Shares**” together with the Class A Ordinary Shares, the “**ordinary shares**”) of record at the close of business on February 2, 2026 (the “**Record Date**”) are entitled to attend and vote at the EGM. The shareholders entitled to vote and present in person or by proxy or (in the case of a shareholder being a corporate entity) by its duly authorised representative representing not less than one-third of the outstanding ordinary shares carrying the right to vote at the EGM shall form a quorum.

Any shareholder entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on such shareholder’s behalf. A proxy need not be a shareholder of the Company. Each holder of the Company’s Class A Ordinary Shares shall be entitled to one vote in respect of each Class A Ordinary Share held by such holder on the Record Date. Each holder of the Company’s Class B Ordinary Shares shall be entitled to 50 votes in respect of each Class B Ordinary Share held by such holder on the Record Date.

**PROPOSALS TO BE VOTED ON**

At the EGM, resolutions will be proposed as follows:

1. It is resolved as an ordinary resolution that the authorised share capital of the Company be increased from US\$165,000,000 divided into 2,055,000,000 Class A ordinary shares of US\$0.08 par value each and 7,500,000 Class B ordinary shares of US\$0.08 par value each to US\$330,000,000 divided into 4,110,000,000 Class A ordinary shares of US\$0.08 par value each and 15,000,000 Class B ordinary shares of US\$0.08 par value each (the “**Share Capital Increase**”).
2. It is resolved as a special resolution that, subject to and immediately following the Share Capital Increase being effected, the Company adopt amended and restated memorandum of association, in the form attached to the proxy notice as Exhibit A, in substitution for, and to the exclusion of, the Company’s existing memorandum of association, to reflect the Share Capital Increase.

3. It is resolved as a special resolution, subject to the Share Capital Increase being effected and all further requirements prescribed by sections 14, 14A and 14B of the Companies Act (Revised) (the “**Companies Act**”) relating to share capital reductions being complied with, that (together, the “**Share Capital Reduction and Reorganisation**”):

*Share Capital Reduction*

- a. the par value of each issued and outstanding Class A ordinary share of US\$0.08 par value each and Class B ordinary share of US\$0.08 par value each in the share capital of the Company be reduced to US\$0.0001 by cancelling US\$0.0799 of the paid-up capital on each of the issued and outstanding Class A ordinary shares of US\$0.08 par value each and Class B ordinary shares of US\$0.08 par value each (the “**Share Capital Reduction**”);
- b. following the Share Capital Reduction, the amount deemed to be paid up on each issued and outstanding share of the Company shall be US\$0.0001;
- c. the credit arising from the Share Capital Reduction be transferred to a distributable reserve account of the Company which may be utilised by the Company as the board of directors of the Company may deem fit and as permitted under the Companies Act, the Company’s memorandum and articles of association, and all relevant applicable laws, including, without limitation, eliminating or setting off any accumulated losses of the Company (if any) from time to time;

*Share Capital Subdivision*

- d. immediately following the Share Capital Reduction:
  - i. each authorised but unissued Class A ordinary share of US\$0.08 par value each be subdivided into 800 Class A ordinary shares of US\$0.0001 par value each; and
  - ii. each authorised but unissued Class B ordinary share of US\$0.08 par value each be subdivided into 800 Class B ordinary shares of US\$0.0001 par value each,

(the “**Subdivision**”);

*Share Capital Cancellation*

- e. immediately following the Subdivision, the authorised share capital of the Company be altered by the cancellation of such number of unissued Class A ordinary shares of US\$0.0001 par value each and unissued Class B ordinary shares of US\$0.0001 par value each that will result in the Company having authorised share capital of US\$412,500 divided into 4,110,000,000 Class A ordinary shares of US\$0.0001 par value each and 15,000,000 Class B ordinary shares of US\$0.0001 par value each (the “**Cancellation**”); and

### *Authorised Share Capital Confirmation*

- f. immediately following the Share Capital Reduction, the Subdivision and Cancellation, the authorised share capital of the Company shall be US\$412,500 divided into 4,110,000,000 Class A ordinary shares of US\$0.0001 par value each and 15,000,000 Class B ordinary shares of US\$0.0001 par value each.
4. It is resolved as a special resolution that, subject to and immediately following the Share Capital Reduction and Reorganisation being effected, the Company adopt amended and restated memorandum of association, in the form attached to the proxy notice as Exhibit B, in substitution for, and to the exclusion of, the Company's existing memorandum of association, to reflect the Share Capital Reduction and Reorganisation.
5. It is resolved as an ordinary resolution to adjourn the EGM to a later date or dates or sine die, if necessary or desirable, in the opinion of the directors, to permit further solicitation and vote of proxies if, at the time of the Meeting, there are not sufficient votes for, or otherwise in connection with, the approval of the foregoing proposals.

**The Board of Directors recommends a vote "FOR" each of the Proposals No. 1-5.**

### **VOTING PROCEDURE FOR HOLDERS OF ORDINARY SHARES**

Shareholders entitled to vote at the EGM may do so either in person or by proxy. Those shareholders who are unable to attend the EGM are requested to read, complete, sign, date, and return the attached proxy card in accordance with the instructions set out therein.

### **ANNUAL REPORT TO SHAREHOLDERS**

Pursuant to the Marketplace Rules of Nasdaq Stock Market, which permit companies to make available their annual reports to shareholders on or through the Company's website, the Company posts its annual reports on the Company's website. The annual report for the fiscal year ended December 31, 2024 on Form 20-F (the "**2024 Annual Report**") has been filed with the U.S. Securities and Exchange Commission. The Company adopted this practice to avoid the considerable expense associated with mailing physical copies of such report to record holders. You may obtain a copy of the Company's 2024 Annual Report to shareholders by visiting the Company's website at <https://ir.chanson-international.net>. If you want to receive a paper or email copy of the Company's 2024 Annual Report to shareholders, you must request one. There is no charge to you for requesting a copy. Please make your request for a copy to the Investor Relations of the Company, available at <https://ir.chanson-international.net>.

**PROPOSAL NO. 1**

**SHARE CAPITAL INCREASE**

To consider and approve a proposal to increase the authorised share capital of the Company from US\$165,000,000 divided into 2,055,000,000 Class A ordinary shares of US\$0.08 par value each and 7,500,000 Class B ordinary shares of US\$0.08 par value each to US\$330,000,000 divided into 4,110,000,000 Class A ordinary shares of US\$0.08 par value each and 15,000,000 Class B ordinary shares of US\$0.08 par value each (the “**Share Capital Increase**”).

**RESOLUTIONS TO BE VOTED UPON**

The full text of the resolution to be proposed is as follows:

*It is resolved, as an ordinary resolution, that the authorised share capital of the Company be increased from US\$165,000,000 divided into 2,055,000,000 Class A ordinary shares of US\$0.08 par value each and 7,500,000 Class B ordinary shares of US\$0.08 par value each to US\$330,000,000 divided into 4,110,000,000 Class A ordinary shares of US\$0.08 par value each and 15,000,000 Class B ordinary shares of US\$0.08 par value each (the “**Share Capital Increase**”).*

**VOTE REQUIRED FOR APPROVAL**

Proposals No. 1 will be approved if a simple majority of the total votes properly cast in person or by proxy at the EGM by the holders of ordinary shares of the Company entitled to vote at the EGM vote “FOR” the proposal.

Abstentions and broker non-votes, while considered present for the purposes of establishing a quorum, will not count as a vote cast at the EGM

**THE BOARD OF DIRECTORS RECOMMENDS  
A VOTE FOR  
THE SHARE CAPITAL INCREASE.**

**PROPOSAL NO. 2**

**ADOPTION OF AMENDED AND RESTATED MEMORANDUM OF ASSOCIATION TO REFLECT THE SHARE CAPITAL INCREASE**

To consider and approve a proposal for the Company to, subject to and immediately following the Share Capital Increase being effected, adopt an amended and restated memorandum of association in substitution for, and to the exclusion of, the Company's existing memorandum of association, to reflect the Share Capital Increase.

The only substantive change to be made to the Company's current memorandum of association pursuant to this Proposal No. 2 is to update paragraph 8 of the Company's existing memorandum of association, which describes the authorised share capital of the Company.

The full text of the resolution to be proposed is as follows:

*It is resolved, as a special resolution, that subject to and immediately following the Share Capital Increase being effected, the Company adopt amended and restated memorandum of association, in the form attached to the proxy notice as Exhibit A, in substitution for, and to the exclusion of, the Company's existing memorandum of association, to reflect the Share Capital Increase.*

Proposal No. 2 will be approved if not less than two-thirds of the total votes properly cast in person or by proxy at the EGM by the holders of ordinary shares of the Company entitled to vote at the EGM vote "FOR" the proposal.

Abstentions and broker non-votes, while considered present for the purposes of establishing a quorum, will not count as a vote cast at the EGM.

**THE BOARD OF DIRECTORS RECOMMENDS  
A VOTE *FOR***

**ADOPTION OF AMENDED AND RESTATED MEMORANDUM OF ASSOCIATION TO REFLECT THE SHARE CAPITAL INCREASE.**

## PROPOSAL NO. 3

### SHARE CAPITAL REDUCTION AND REORGANISATION

To consider and approve a proposal for a reduction and reorganisation of the share capital of the Company from US\$330,000,000 divided into 4,110,000,000 Class A ordinary shares of US\$0.08 par value each and 15,000,000 Class B ordinary shares of US\$0.08 par value each to US\$412,500 divided into 4,110,000,000 Class A ordinary shares of US\$0.0001 par value each and 15,000,000 Class B ordinary shares of US\$0.0001 par value each.

It is noted that the Companies (Amendment) Act, 2024 of the Cayman Islands (the “**Amendment Act**”), which amended the Companies Act (2023 Revision) of the Cayman Islands, came into force on 1 January 2026. Amongst other things, the Amendment Act allows companies limited by shares or by guarantee to reduce their share capital without the need for court approval by passing a special resolution supported by a solvency statement (the “**Solvency Statement**”) signed by a director no more than 30 days before the date on which the special resolution is passed (the “**New Share Capital Reduction Regime**”). Under the Amendment Act, “solvency statement” is defined as “a statement made in the prescribed form to the effect that a full enquiry into the company’s affairs has been made and to the best of the directors’ knowledge and belief the company will be able to pay its debts as they fall due in the ordinary course of business commencing on the date of the statement.” The form of Solvency Statement has not yet been prescribed by the Cayman Islands Government or the Registrar of Companies of the Cayman Islands and, accordingly, companies limited by shares or by guarantee are not yet able to take advantage of the New Share Capital Reduction Regime.

Notwithstanding the above, the board of directors consider it to be in the best interests of the Company to present the following proposal to the shareholders of the Company at the EGM to approve the Share Capital Reduction so that the Company may proceed with the Share Capital Reduction in the event that the form of the Solvency Statement is prescribed before the date of the EGM.

It is noted that the directors of the Company, in accordance with the New Share Capital Reduction Regime, have determined that, having made a full enquiry into the affairs of the Company, to the best of their knowledge and belief, the Company is and will be able to pay its debts as they fall due in the ordinary course of business.

#### RESOLUTION TO BE VOTED UPON

The full text of the resolution to be proposed is as follows:

*It is resolved, as a special resolution, subject to the Share Capital Increase being effected and all further requirements prescribed by sections 14, 14A and 14B of the Companies Act (Revised) (the “**Companies Act**”) relating to share capital reductions being complied with, that (together, the “**Share Capital Reduction and Reorganisation**”):*

##### *Share Capital Reduction*

- a. the par value of each issued and outstanding Class A ordinary share of US\$0.08 par value each and Class B ordinary share of US\$0.08 par value each in the share capital of the Company be reduced to US\$0.0001 by cancelling US\$0.0799 of the paid-up capital on each of the issued and outstanding Class A ordinary shares of US\$0.08 par value each and Class B ordinary shares of US\$0.08 par value each (the “**Share Capital Reduction**”);*
- b. following the Share Capital Reduction, the amount deemed to be paid up on each issued and outstanding share of the Company shall be US\$0.0001;*

- c. *the credit arising from the Share Capital Reduction be transferred to a distributable reserve account of the Company which may be utilised by the Company as the board of directors of the Company may deem fit and as permitted under the Companies Act, the Company's memorandum and articles of association, and all relevant applicable laws, including, without limitation, eliminating or setting off any accumulated losses of the Company (if any) from time to time;*

*Share Capital Subdivision*

- d. *immediately following the Share Capital Reduction:*
- i. *each authorised but unissued Class A ordinary share of US\$0.08 par value each be subdivided into 800 Class A ordinary shares of US\$0.0001 par value each; and*
  - ii. *each authorised but unissued Class B ordinary share of US\$0.08 par value each be subdivided into 800 Class B ordinary shares of US\$0.0001 par value each,*

*(the “Subdivision”);*

*Share Capital Cancellation*

- e. *immediately following the Subdivision, the authorised share capital of the Company be altered by the cancellation of such number of unissued Class A ordinary shares of US\$0.0001 par value each and unissued Class B ordinary shares of US\$0.0001 par value each that will result in the Company having authorised share capital of US\$412,500 divided into 4,110,000,000 Class A ordinary shares of US\$0.0001 par value each and 15,000,000 Class B ordinary shares of US\$0.0001 par value each (the “Cancellation”); and*

*Authorised Share Capital Confirmation*

- f. *immediately following the Share Capital Reduction, the Subdivision and Cancellation, the authorised share capital of the Company shall be US\$ 412,500 divided into 4,110,000,000 Class A ordinary of US\$0.0001 par value each and 15,000,000 Class B ordinary shares of US\$0.0001 par value each .*

**VOTE REQUIRED FOR APPROVAL**

Proposal No. 3 will be approved if not less than two-thirds of the total votes properly cast in person or by proxy at the EGM by the holders of ordinary shares of the Company entitled to vote at the EGM vote “FOR” the proposal.

Abstentions and broker non-votes, while considered present for the purposes of establishing a quorum, will not count as a vote cast at the EGM.

**THE BOARD OF DIRECTORS RECOMMENDS  
A VOTE FOR  
SHARE CAPITAL REDUCTION AND REORGANISATION.**

**PROPOSAL NO. 4**

**ADOPTION OF AMENDED AND RESTATED MEMORANDUM OF ASSOCIATION TO REFLECT THE SHARE CAPITAL REDUCTION AND REORGANISATION**

To consider and approve a proposal for the Company to, subject to and immediately following the Share Capital Reduction and Reorganisation being effected, adopt an amended and restated memorandum of association in substitution for, and to the exclusion of, the Company's existing memorandum of association, to reflect the Share Capital Reduction and Reorganisation.

The only substantive change to be made to the Company's current memorandum of association pursuant to this Proposal No. 4 is to update paragraph 8 of the Company's existing memorandum of association, which describes the authorised share capital of the Company.

**RESOLUTION TO BE VOTED UPON**

The full text of the resolution to be proposed is as follows:

*It is resolved, as a special resolution, that subject to and immediately following the Share Capital Reduction and Reorganisation being effected, the Company adopt amended and restated memorandum of association, in the form attached to the proxy notice as Exhibit B, in substitution for, and to the exclusion of, the Company's existing memorandum of association, to reflect the Share Capital Reduction and Reorganisation.*

**VOTE REQUIRED FOR APPROVAL**

Proposal No. 4 will be approved if not less than two-thirds of the total votes properly cast in person or by proxy at the EGM by the holders of ordinary shares of the Company entitled to vote at the EGM vote "FOR" the proposal.

Abstentions and broker non-votes, while considered present for the purposes of establishing a quorum, will not count as a vote cast at the EGM.

**THE BOARD OF DIRECTORS RECOMMENDS  
A VOTE *FOR***

**ADOPTION OF AMENDED AND RESTATED MEMORANDUM OF ASSOCIATION TO REFLECT THE SHARE CAPITAL REDUCTION AND REORGANISATION.**

**PROPOSAL NO. 5**

**ADJOURNMENT**

Proposal No. 5, if adopted, will allow the Board of Directors to adjourn the EGM to a later date or dates or sine die, if necessary, to permit further solicitation and vote of proxies if, at the time of the EGM, there are not sufficient votes for, or otherwise in connection with, the approval of the foregoing proposals. If Proposal No. 5 is not approved by shareholders, the Board of Directors may not be able to adjourn the EGM to a later date in the event that there are insufficient votes for, or otherwise in connection with, the approval of the foregoing proposals.

**RESOLUTION TO BE VOTED UPON**

The full text of the resolution to be proposed is as follows:

*It is resolved, as an ordinary resolution, to adjourn the Meeting to a later date or dates or sine die, if necessary or desirable, in the opinion of the directors, to permit further solicitation and vote of proxies if, at the time of the Meeting, there are not sufficient votes for, or otherwise in connection with, the approval of the foregoing proposals.*

**VOTE REQUIRED FOR APPROVAL**

Proposal No. 5 will be approved if a simple majority of the total votes properly cast in person or by proxy at the EGM by the holders of ordinary shares of the Company entitled to vote at the EGM vote "FOR" the proposal.

Abstentions and broker non-votes, while considered present for the purposes of establishing a quorum, will not count as a vote cast at the EGM.

**THE BOARD OF DIRECTORS RECOMMENDS  
A VOTE *FOR*  
THE ADJOURNMENT.**

**OTHER MATTERS**

The Board of Directors is not aware of any other matters to be submitted to the EGM. If any other matters properly come before the EGM, it is the intention of the persons named in the enclosed form of proxy to vote the ordinary shares they represent as the Board of Directors may recommend.

By order of the Board of Directors

Date: February 4, 2026

*/s/ Gang Li*

\_\_\_\_\_  
Gang Li

Chief Executive Officer, Director and Chairman of the Board  
of Directors

**EXHIBIT A**

**Amended and Restated Memorandum of Association in Proposal No. 2**

Exhibit A-1

---

**Companies Act (Revised)**

**Company Limited by Shares**

---

**Amended and Restated  
Memorandum of Association  
of  
Chanson International Holding  
香颂国际控股公司**

---

(Adopted by special resolution passed on [●])

---

Exhibit A-2

---

**Companies Act (Revised)**

**Company Limited by Shares**

**Amended and Restated  
Memorandum of Association**

**of**

**Chanson International Holding  
香颂国际控股公司**

(Adopted by special resolution passed on [●])

- 1 The name of the Company is Chanson International Holding 香颂国际控股公司.
- 2 The Company's registered office will be situated at the offices of Harneys Fiduciary (Cayman) Limited, 4th Floor, Harbour Place, 103 South Church Street, PO Box 10240, Grand Cayman, KY1-1002 Cayman Islands, or at such other place in the Cayman Islands as the directors may at any time decide.
- 3 The Company's objects are unrestricted. As provided by section 7(4) of the Companies Act (Revised), the Company has full power and authority to carry out any object not prohibited by any law of the Cayman Islands.
- 4 The Company has unrestricted corporate capacity. Without limitation to the foregoing, as provided by section 27 (2) of the Companies Act (Revised), the Company has and is capable of exercising all the functions of a natural person of full capacity irrespective of any question of corporate benefit.
- 5 Nothing in any of the preceding paragraphs permits the Company to carry on any of the following businesses without being duly licensed, namely:
  - (a) the business of a bank or trust company without being licensed in that behalf under the Banks and Trust Companies Act (Revised); or
  - (b) insurance business from within the Cayman Islands or the business of an insurance manager, agent, sub-agent or broker without being licensed in that behalf under the Insurance Act (Revised); or
  - (c) the business of company management without being licensed in that behalf under the Companies Management Act (Revised).

- 6 The Company will not trade in the Cayman Islands with any person, firm or corporation except in furtherance of its business carried on outside the Cayman Islands. Despite this, the Company may effect and conclude contracts in the Cayman Islands and exercise in the Cayman Islands any of its powers necessary for the carrying on of its business outside the Cayman Islands.
- 7 The Company is a company limited by shares and accordingly the liability of each member is limited to the amount (if any) unpaid on that member's shares.
- 8 The share capital of the Company is US\$330,000,000 divided into 4,110,000,000 Class A ordinary shares of US\$0.08 par value each and 15,000,000 Class B ordinary Shares of US\$0.08 par value each. Subject to the Companies Act (Revised) and the Company's articles of association, the Company has power to do any one or more of the following:
- (a) to redeem or repurchase any of its shares; and
  - (b) to increase or reduce its capital; and
  - (c) to issue any part of its capital (whether original, redeemed, increased or reduced):
    - (i) with or without any preferential, deferred, qualified or special rights, privileges or conditions; or
    - (ii) subject to any limitations or restrictionsand unless the condition of issue expressly declares otherwise, every issue of shares (whether declared to be ordinary, preference or otherwise) is subject to this power; or
  - (d) to alter any of those rights, privileges, conditions, limitations or restrictions.
- 9 The Company has power to register by way of continuation as a body corporate limited by shares under the laws of any jurisdiction outside the Cayman Islands and to be deregistered in the Cayman Islands.

**EXHIBIT B**

**Amended and Restated Memorandum of Association in Proposal No. 4**

Exhibit B-1

---

**Companies Act (Revised)**

**Company Limited by Shares**

---

**Amended and Restated  
Memorandum of Association  
of  
Chanson International Holding  
香颂国际控股公司**

---

(Adopted by special resolution passed on [●])

---

Exhibit B-2

---

**Companies Act (Revised)**

**Company Limited by Shares**

**Amended and Restated  
Memorandum of Association**

**of**

**Chanson International Holding  
香颂国际控股公司**

(Adopted by special resolution passed on [●])

- 1 The name of the Company is Chanson International Holding 香颂国际控股公司.
- 2 The Company's registered office will be situated at the offices of Harneys Fiduciary (Cayman) Limited, 4th Floor, Harbour Place, 103 South Church Street, PO Box 10240, Grand Cayman, KY1-1002 Cayman Islands, or at such other place in the Cayman Islands as the directors may at any time decide.
- 3 The Company's objects are unrestricted. As provided by section 7(4) of the Companies Act (Revised), the Company has full power and authority to carry out any object not prohibited by any law of the Cayman Islands.
- 4 The Company has unrestricted corporate capacity. Without limitation to the foregoing, as provided by section 27 (2) of the Companies Act (Revised), the Company has and is capable of exercising all the functions of a natural person of full capacity irrespective of any question of corporate benefit.
- 5 Nothing in any of the preceding paragraphs permits the Company to carry on any of the following businesses without being duly licensed, namely:
  - (a) the business of a bank or trust company without being licensed in that behalf under the Banks and Trust Companies Act (Revised); or
  - (b) insurance business from within the Cayman Islands or the business of an insurance manager, agent, sub-agent or broker without being licensed in that behalf under the Insurance Act (Revised); or
  - (c) the business of company management without being licensed in that behalf under the Companies Management Act (Revised).
- 6 The Company will not trade in the Cayman Islands with any person, firm or corporation except in furtherance of its business carried on outside the Cayman Islands. Despite this, the Company may effect and conclude contracts in the Cayman Islands and exercise in the Cayman Islands any of its powers necessary for the carrying on of its business outside the Cayman Islands.

- 7 The Company is a company limited by shares and accordingly the liability of each member is limited to the amount (if any) unpaid on that member's shares.
- 8 The share capital of the Company is US\$412,500 divided into 4,110,000,000 Class A ordinary shares of US\$0.0001 par value each and 15,000,000 Class B ordinary Shares of US\$0.0001 par value each. Subject to the Companies Act (Revised) and the Company's articles of association, the Company has power to do any one or more of the following:
- (a) to redeem or repurchase any of its shares; and
  - (b) to increase or reduce its capital; and
  - (c) to issue any part of its capital (whether original, redeemed, increased or reduced):
    - (i) with or without any preferential, deferred, qualified or special rights, privileges or conditions; or
    - (ii) subject to any limitations or restrictionsand unless the condition of issue expressly declares otherwise, every issue of shares (whether declared to be ordinary, preference or otherwise) is subject to this power; or
  - (d) to alter any of those rights, privileges, conditions, limitations or restrictions.
- 9 The Company has power to register by way of continuation as a body corporate limited by shares under the laws of any jurisdiction outside the Cayman Islands and to be deregistered in the Cayman Islands.

CHANSON INTERNATIONAL HOLDING  
 89 XINBANG CHUANQIBO ZHONGYUAN INDUSTRIAL PARK  
 NO. 100 GUANGYUAN ROAD, SHUMINGOOU DISTRICT  
 URUMUQI, XINJIANG, CHINA 830017



**SCAN TO  
 VIEW MATERIALS & VOTE**



**EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS**

**VOTE BY INTERNET**

*Before The Meeting* - Go to [www.proxyvote.com](http://www.proxyvote.com) or scan the QR Barcode above

Use the Internet to transmit your voting instructions and for electronic delivery of information up until 11:59 p.m. Eastern Time the day before the cut-off date or meeting date. Have your proxy card in hand when you access the web site and follow the instructions to obtain your records and to create an electronic voting instruction form.

*During The Meeting* - Go to [www.virtualshareholdermeeting.com/CHSN2026](http://www.virtualshareholdermeeting.com/CHSN2026)

You may attend the meeting via the Internet and vote during the meeting. Have the information that is printed in the box marked by the arrow available and follow the instructions.

**VOTE BY PHONE - 1-800-690-6903**

Use any touch-tone telephone to transmit your voting instructions up until 11:59 p.m. Eastern Time the day before the cut-off date or meeting date. Have your proxy card in hand when you call and then follow the instructions.

**VOTE BY MAIL**

Mark, sign and date your proxy card and return it in the postage-paid envelope we have provided or return it to Vote Processing, c/o Broadridge, 51 Mercedes Way, Edgewood, NY 11717.

TO VOTE, MARK BLOCKS BELOW IN BLUE OR BLACK INK AS FOLLOWS:

V83819-TBD

KEEP THIS PORTION FOR YOUR RECORDS  
 DETACH AND RETURN THIS PORTION ONLY

THIS PROXY CARD IS VALID ONLY WHEN SIGNED AND DATED.

**CHANSON INTERNATIONAL HOLDING**

The Board of Directors recommends you vote FOR the following proposals:

- |  | For                      | Against                  | Abstain                  |
|--|--------------------------|--------------------------|--------------------------|
| 1. <b>Share Capital Increase</b><br>It is resolved, as an ordinary resolution, that the authorised share capital of the Company be increased from US\$165,000,000 divided into 2,055,000,000 Class A ordinary shares of US\$0.08 par value each and 7,500,000 Class B ordinary shares of US\$0.08 par value each to US\$330,000,000 divided into 4,110,000,000 Class A ordinary shares of US\$0.08 par value each and 15,000,000 Class B ordinary shares of US\$0.08 par value each (the "Share Capital Increase").  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 2. <b>Amended and Restated Memorandum of Association (Share Capital Increase)</b><br>It is resolved, as a special resolution that, subject to and immediately following the Share Capital Increase being effected, the Company adopt amended and restated memorandum of association, in the form attached to the proxy notice as Exhibit A, in substitution for, and to the exclusion of, the Company's existing memorandum of association, to reflect the Share Capital Increase.   | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 3. <b>Share Capital Reduction and Reorganisation</b><br>It is resolved as a special resolution, subject to the Share Capital Increase being effected and all further requirements prescribed by sections 14, 14A and 14B of the Companies Act (Revised) (the "Companies Act") relating to share capital reductions being complied with, that (together, the "Share Capital Reduction and Reorganisation"):<br><br>Share Capital Reduction<br>a. the par value of each issued and outstanding Class A ordinary share of US\$0.08 par value each and Class B ordinary share of US\$0.08 par value each in the share capital of the Company be reduced to US\$0.0001 by cancelling US\$0.0799 of the paid-up capital on each of the issued and outstanding Class A ordinary shares of US\$0.08 par value each and Class B ordinary shares of US\$0.08 par value each (the "Share Capital Reduction");<br>b. following the Share Capital Reduction, the amount deemed to be paid up on each issued and outstanding share of the Company shall be US\$0.0001; the credit arising from the Share Capital Reduction be transferred to a distributable reserve account of the Company which may be utilised by the Company as the board of directors of the Company may deem fit and as permitted under the Companies Act, the Company's memorandum and articles of association, and all relevant applicable laws, including, without limitation, eliminating or setting off any accumulated losses of the Company (if any) from time to time;<br><br>Share Capital Subdivision<br>d. immediately following the Share Capital Reduction:<br>(i) each authorised but unissued Class A ordinary share of US\$0.08 par value each be subdivided into 000 Class A ordinary shares of US\$0.0001 par value each; and<br>(ii) each authorised but unissued Class B ordinary share of US\$0.08 par value each be subdivided into 000 Class B ordinary shares of US\$0.0001 par value each, (the "Subdivision"). | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

**Share Capital Cancellation**

e. immediately following the Subdivision, the authorised share capital of the Company be altered by the cancellation of such number of unissued Class A ordinary shares of US\$0.0001 par value each and unissued Class B ordinary shares of US\$0.0001 par value each that will result in the Company having authorised share capital of US\$412,500 divided into 4,110,000,000 Class A ordinary shares of US\$0.0001 par value each and 15,000,000 Class B ordinary shares of US\$0.0001 par value each (the "Cancellation"); and

**Authorized Share Capital Confirmation**

f. immediately following the Share Capital Reduction, the Subdivision and Cancellation, the authorised share capital of the Company shall be US\$412,500 divided into 4,110,000,000 Class A ordinary shares of US\$0.0001 par value each and 15,000,000 Class B ordinary shares of US\$0.0001 par value each.

- |  | For                      | Against                  | Abstain                  |
|--|--------------------------|--------------------------|--------------------------|
| 4. <b>Amended and Restated Memorandum of Association (Share Capital Reduction and Reorganisation)</b><br>It is resolved, as a special resolution that, subject to and immediately following the Share Capital Reduction and Reorganisation being effected, the Company adopt amended and restated memorandum of association, in the form attached to the proxy notice as Exhibit B, in substitution for, and to the exclusion of, the Company's existing memorandum of association, to reflect the Share Capital Reduction and Reorganisation. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 5. <b>Adjournment</b><br>It is resolved, as an ordinary resolution, to adjourn the EGM to a later date or dates or sine die, if necessary or desirable, in the opinion of the directors, to permit further solicitation and vote of proxies if, at the time of the Meeting, there are not sufficient votes for, or otherwise in connection with, the approval of the foregoing proposals.  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

**NOTE:** Such other business as may properly come before the meeting or any adjournment thereof.

Please sign exactly as your name(s) appear(s) hereon. When signing as attorney, executor, administrator, or other fiduciary, please give full title as such. Joint owners should each sign personally. All holders must sign, if a corporation or partnership, please sign in full corporate or partnership name by authorised officer.

Signature [PLEASE SIGN WITHIN BOX] Date

Signature (Joint Owners) Date

**Important Notice Regarding the Availability of Proxy Materials for the  
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS:**

The Notice and Proxy Statement is available at [www.proxyvote.com](http://www.proxyvote.com).

V83820-TBD

**CHANSON INTERNATIONAL HOLDING**

**EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS  
to be held on February 23, 2026, at 10:00 a.m., Eastern Time**

**THIS PROXY IS SOLICITED ON BEHALF OF THE BOARD OF DIRECTORS**

The undersigned shareholder of Chanson International Holding, a Cayman Islands company (the "Company"), hereby acknowledges receipt of the Notice of Extraordinary General Meeting of Shareholders (the "Meeting") and the Proxy Statement, each dated February 2, 2026, and hereby appoints \_\_\_\_\_ of \_\_\_\_\_ or, if no person is otherwise specified, the chairman of the Meeting, as proxy, with full power of substitution, on behalf and in the name of the undersigned, to represent the undersigned at the Meeting of the Company to be held on February 23, 2026, at 10:00 a.m., Eastern Time, at B9 Xinjiang Chuangbo Zhigu Industrial Park, No. 100 Guangyuan Road, Shuimogou District, Urumqi, Xinjiang, China 830017, with the ability given to the shareholders to join virtually at [www.virtualshareholdermeeting.com/CHSN2026](http://www.virtualshareholdermeeting.com/CHSN2026), and to vote all shares which the undersigned would be entitled to vote if then and there personally present, on the matters set forth herein as specified by the undersigned on the reverse.

**This proxy, when properly executed, will be voted in the manner directed herein. If no such direction is made, this proxy will be voted in accordance with the Board of Directors' recommendations.**

**CONTINUED AND TO BE SIGNED ON REVERSE SIDE**