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華億金控集團有限公司

SINOFORTUNE FINANCIAL HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 08123)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an extraordinary general meeting (the "**EGM**") of Sinofortune Financial Holdings Limited (the "**Company**") will be held at 16/F, CMA Building, 64-66 Connaught Road Central, Hong Kong on Tuesday, 21 April 2026 at 11:00 a.m. for the purpose of considering and, if thought fit, passing with or without modifications the following resolution:

AS A SPECIAL RESOLUTION

1. "**THAT** subject to and conditional upon (i) the signing by the directors of the Company a solvency statement in accordance with the requirements of the Companies Act; (ii) registration by the Registrar of Companies in the Cayman Islands of a copy of the solvency statement and the minute containing the particulars required under the Companies Act with respect to the Capital Reduction (as defined below); and (iii) The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") granting the listing of, and permission to deal in, the New Shares (as defined below) arising from the Capital Reorganization (as defined below), with effect from the date on which the aforesaid conditions are fulfilled (the "**Effective Date**"):

   (a) every 60 issued and unissued shares of the Company of a par value of HK$0.01 each be consolidated into one consolidated share (the "**Consolidated Shares**") of HK$0.60 each (the "**Share Consolidation**");

   (b) immediately following the Share Consolidation, the issued share capital of the Company be reduced by cancelling the paid-up capital of the Company to the extent of HK$0.59 on each of the issued Consolidated Shares such that the par value of each issued Consolidated Share will be reduced from HK$0.60 to HK$0.01 (the "**Capital Reduction**") and the amount deemed to be paid up on each issued share of the Company shall be HK$0.01 each;

(c) immediately following the Capital Reduction, each of the authorized but unissued Consolidated Shares of a par value of HK$0.60 each (including those arising from the Capital Reduction) be subdivided (the "**Share Subdivision**" and together with the Share Consolidation and the Capital Reduction, the "**Capital Reorganization**") into 60 shares of a par value of HK$0.01 each (the "**New Shares**");

(d) all fractional entitlements to the New Shares resulting from the Share Consolidation be disregarded and will not be issued to holders of the same but all such fractional New Shares shall be aggregated and, if possible, sold and the net proceeds shall be retained for the benefit of the Company in such manner and on such terms as the directors of the Company may think fit;

(e) the New Shares shall rank *pari passu* in all respects with each other and have the rights and privileges and be subject to the restrictions in respect of ordinary shares contained in the memorandum and articles of association of the Company;

(f) immediately following the Capital Reorganization, the authorized share capital of the Company will be changed from HK$100,000,000 divided into 10,000,000,000 Existing Shares of a par value of HK$0.01 each to HK$100,000,000 divided into 10,000,000,000 New Shares of a par value of HK$0.01 each;

(g) the credit arising from the Capital Reduction be applied towards offsetting the accumulated losses of the Company as at the effective date of the Capital Reduction (the "**Offset**"); and

(h) the directors of the Company be and are hereby authorised to do all such acts and things and execute (under hand or as a deed and where appropriate, under the common seal of the Company) all such documents on behalf of the Company, as they may consider necessary or expedient to give effect to or in connection with the implementation of the Capital Reorganization and the Offset."

By order of the Board
Sinofortune Financial Holdings Limited
Wang Jiawei
Chairman

Hong Kong, 27 March 2026

As at the date of this notice, the executive directors are Mr. Wang Jiawei and Ms. Lai Yuk Mui, the independent non-executive directors are Professor Zhang Benzheng, Mr. Li Jianxing, Professor Chen Shu Wen and Mr. Lee Kwun Kwan.

Notes:

1. A member of the Company entitled to attend and vote at the EGM is entitled to appoint one (or if holding two or more Shares, more than one proxy) to attend and vote in his stead. A proxy need not be a member of the Company.

2. To be valid, the form of proxy together with any power of attorney or other authority under which it is signed or a certified copy of that power of attorney or authority must be deposited with the Hong Kong branch share registrar and transfer office of the Company, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong at least 48 hours before the time appointed for the EGM (i.e. before 11:00 a.m. on 19 April 2026 (Sunday)) or any adjournment or postponement thereof.

3. In order to qualify for the right to attend and vote at the EGM, all relevant share certificates and properly completed transfer forms must be lodged for registration with the Company's Hong Kong branch share registrar and transfer office, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong before 4:30 p.m. on 14 April 2026 (Tuesday).

4. Completion and return of the form of proxy will not preclude a member from attending and voting in person at the EGM and in such event, the instrument appointing a proxy shall be revoked by operation of law.

5. The voting on the resolutions at the EGM will be conducted by way of a poll.

6. (a) Subject to paragraph (b) below, if a tropical cyclone warning signal No. 8 or above is expected to be hoisted or a black rainstorm warning signal is expected to be in force at any time between 8:00 a.m. and 5:00 p.m. on the date of the EGM, the EGM will be postponed or adjourned in accordance with the articles of association of the Company, and shareholders of the Company will be informed of the date, time and venue of the postponed or adjourned EGM by an announcement posted on the respective websites of the Company and Hong Kong Exchanges and Clearing Limited.

   (b) If a tropical cyclone warning signal No. 8 or above or a black rainstorm warning signal is lowered or cancelled 4 hours before the time of holding of the EGM (i.e. at or before 7:00 a.m.) and where conditions permit, the EGM will be held as scheduled.

   (c) The EGM will be held as scheduled when an amber or red rainstorm warning signal is in force.

   (d) After considering their own situations, shareholders should decide on their own whether or not they would attend the EGM under any bad weather condition and if they do so, they are advised to exercise care and caution.

7. There will be no distribution of corporate gifts and no serving of refreshments.

8. The Chinese translation of this notice is for reference only, and in case of any inconsistency, the English version shall prevail.

This notice, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange for the purpose of giving information with regard to the Company. The directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this notice is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this notice misleading.

This notice will remain on the "Latest Listed Company Information" page of the website of the Stock Exchange at http://www.hkexnews.hk for at least 7 days from the date of its posting and on the Company's website at http://www.sinofortune.hk.