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NATIONAL UNITED RESOURCES HOLDINGS LIMITED
國家聯合資源控股有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 254)

NOTICE OF GENERAL MEETING

NOTICE IS HEREBY GIVEN that a general meeting of National United Resources Holdings Limited (the "**Company**") will be held at 2/F., 35-45B, Bonham Strand, Sheung Wan, Hong Kong on Wednesday, 13 August 2025 at 11:00 a.m. (the "**Meeting**") for considering and, if thought fit, passing with or without amendments, the following resolutions as ordinary resolutions of the Company:

ORDINARY RESOLUTIONS

1. "**THAT** subject to and conditional upon, among other things, the Listing Committee (the "**Listing Committee**") of The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") granting approval for the listing of, and permission to deal in, the Consolidated Shares (as defined below) in issue, with effect from the second business day immediately following the day of passing of this resolution, being a day on which the shares of the Company are traded on the Stock Exchange:

   (a) every ten (10) existing ordinary shares in the share capital of the Company be consolidated into one (1) ordinary share (each a "**Consolidated Share**"), and such Consolidated Share(s) shall rank pari passu in all respects with each other and have the rights and privileges and be subject to the restrictions contained in the articles of association of the Company (the "**Share Consolidation**");

(b) any fractional Consolidated Shares resulting from the Share Consolidation will be disregarded and will not be issued to the holders of the same, but all such fractional Consolidated Shares will be aggregated and, if possible, sold for the benefit of the Company in such manner and on such terms as the directors of the Company (the "**Director(s)**") may think fit; and

(c) any one or more Directors and such person or persons authorised by the Directors be and are hereby authorised to take such actions, do all such acts and things and execute all such further documents or deeds (including under seal, where applicable) as they may, in their absolute discretion, consider necessary, appropriate, desirable or expedient for the purpose of, or in connection with, the implementation of or giving effect to or the completion of any matters relating to the Share Consolidation."

2. "**THAT** conditional upon the passing of the resolution numbered 1 above and:

(a) subject to the fulfilment of the terms and conditions set out in the subscription agreement dated 16 July 2025 (the "**First Subscription Agreement**") entered into between the Company and Kang Si（康思）(the "**First Subscriber**") pursuant to which the Company has agreed to allot and issue, and the First Subscriber has agreed to subscribe for, 55,000,000 new Consolidated Shares (the "**Subscription Share(s)**") at the subscription price of HK$0.40 per Subscription Share, the First Subscription Agreement and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;

(b) subject to the fulfilment of the terms and conditions set out in the subscription agreement dated 16 July 2025 (the "**Second Subscription Agreement**") entered into between the Company and Li Ziwei（李紫薇）(the "**Second Subscriber**") pursuant to which the Company has agreed to allot and issue, and the Second Subscriber has agreed to subscribe for, 25,000,000 Subscription Shares at the subscription price of HK$0.40 per Subscription Share, the Second Subscription Agreement and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;

(c) subject to the fulfilment of the terms and conditions set out in the subscription agreement dated 16 July 2025 (the "**Third Subscription Agreement**") entered into between the Company and Xiao Yu (肖煜) (the "**Third Subscriber**") pursuant to which the Company has agreed to allot and issue, and the Third Subscriber has agreed to subscribe for, 25,000,000 Subscription Shares at the subscription price of HK$0.40 per Subscription Share, the Third Subscription Agreement and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;

(d) subject to the fulfilment of the terms and conditions set out in the subscription agreement dated 16 July 2025 (the "**Fourth Subscription Agreement**") entered into between the Company and Wang Jingru (王靖儒) (the "**Fourth Subscriber**") pursuant to which the Company has agreed to allot and issue, and the Fourth Subscriber has agreed to subscribe for, 7,500,000 Subscription Shares at the subscription price of HK$0.40 per Subscription Share, the Fourth Subscription Agreement and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;

(e) subject to the fulfilment of the terms and conditions set out in the subscription agreement dated 16 July 2025 (the "**Fifth Subscription Agreement**") entered into between the Company and Meng Na (蒙娜) (the "**Fifth Subscribe**r") pursuant to which the Company has agreed to allot and issue, and the Fifth Subscriber has agreed to subscribe for, 12,500,000 Subscription Shares at the subscription price of HK$0.40 per Subscription Share, the Fifth Subscription Agreement and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;

(f) subject to the Listing Committee granting the listing of, and permission to deal in, up to 125,000,000 Subscription Shares, the Directors be and are hereby granted a specific mandate for the allotment and issue of up to 125,000,000 Subscription Shares in accordance with the terms of the First Subscription Agreement, the Second Subscription Agreement, the Third Subscription Agreement, the Fourth Subscription Agreement and/or the Fifth Subscription Agreement (as the case may be); and

(g) any one Director be and is hereby authorised to do all such acts and things and execute any supplemental agreements or all such documents which he/she consider necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the First Subscription Agreement, the Second Subscription Agreement, the Third Subscription Agreement, the Fourth Subscription Agreement and/or the Fifth Subscription Agreement (as the case may be) and the transactions contemplated thereunder."

By Order of the Board
National United Resources Holdings Limited
Ji Kaiping
Chairman

Hong Kong, 29 July 2025

Registered office and principal place of business:
Suites 1106-08, 11th Floor,
The Chinese Bank Building,
61-65 Des Voeux Road Central,
Hong Kong

Notes:

1. For determining the entitlement of the Shareholders to attend and vote at the Meeting, the register of members of the Company will be closed from Thursday, 7 August 2025 to Wednesday, 13 August 2025 (both days inclusive) during which period no transfer of Shares will be registered. In order to be eligible to attend and vote at the Meeting, all transfers of Shares accompanied by the relevant share certificates must be lodged with the Company's share registrar and transfer office, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration not later than 4:30 p.m. on Wednesday, 6 August 2025. The record date for attending and voting at the Meeting is Wednesday, 13 August 2025.

2. A member entitled to attend and vote at the Meeting is entitled to appoint one or more proxies to attend and, on a poll, vote instead of him/her. A proxy need not be a member of the Company but must attend the Meeting and at any adjournment thereof in person to represent you.

3. In order to be valid, the proxy form completed in accordance with the instructions set out therein, together with the power of attorney or other authority, if any, under which it is signed (or a notarially certified copy of that power or authority), must be deposited at the Company's share registrar and transfer office, Tricor Investor Services Limited not less than 48 hours before the time appointed for the Meeting (i.e. no later than 11:00 a.m. on Monday, 11 August 2025 (Hong Kong time)) or any adjournment thereof (as the case may be).

4. The form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be under its seal or under the hand of an officer or attorney duly authorised.

5. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose, seniority will be determined by the order in which the names stand in the register of members in respect of the joint holding.

As at the date of this notice, the executive Directors are Mr. Ji Kaiping (Chairman), Mr. Guo Peiyuan, Ms. Mao Na, Mr. Tian Xin and Mr. Qiu Keshan, the non-executive Director is Mr. An Jingwen, and the independent non-executive Directors are Mr. Li Wen, Mr. Qiu Ke and Mr. Zhang Hao.