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Jiu Rong Holdings Limited
久融控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 2358)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that an annual general meeting of Jiu Rong Holdings Limited (the "**Company**") will be held at Flat 8, 49/F., Office Tower, Convention Plaza, No. 1 Harbour Road, Wanchai, Hong Kong on Friday, 19 December 2025 at 10:00 a.m. to consider and, if thought fit, to pass with or without amendments, the following resolutions:

AS ORDINARY RESOLUTIONS

1. To receive and approve the audited consolidated financial statements and the reports of the directors (the "**Directors**") and auditor of the Company for the eighteen months ended 30 June 2025;

2. (a) To re-elect Mr. Chen Yunxiang as an executive Director;

   (b) To re-elect Ms. Liu Bingjie as an executive Director;

   (c) To re-elect Mr. Yan Zhendong as an executive Director;

(d) To re-elect Mr. Chen Zheng as an independent non-executive Director;

(e) To authorise the board of Directors to fix the Directors' remuneration;

3. To re-appoint ZHONGHUI ANDA CPA Limited (Hong Kong Certified Public Accountants) as the auditor of the Company and to authorise the board of Directors to fix its remuneration;

4. To, as special business, consider and, if thought fit, pass the following resolution as an ordinary resolution:

"**THAT**:

(a) subject to paragraph (c) below, pursuant to the Rules (the "**Listing Rules**") Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**"), the exercise by the Directors during the Relevant Period (as defined below) of all the powers of the Company to allot, issue and deal with unissued shares of the Company (the "**Shares**") and to make or grant offers, agreements and options, including warrants to subscribe for Shares, which might require the exercise of such powers be and the same is hereby generally and unconditionally approved;

(b) the approval in paragraph (a) above shall authorise the Directors during the Relevant Period to make or grant offers, agreements and options which might require the exercise of such powers after the end of the Relevant Period;

(c) the aggregate nominal amount of share capital allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to options or otherwise) by the Directors pursuant to the approval in paragraph (a) above, otherwise than pursuant to (i) a Rights Issue (as defined below); or (ii) the exercise of any options granted under the existing share option scheme of the Company; or (iii) any scrip dividend or similar arrangements providing for the allotment and issue of Shares in lieu of the whole or part of a dividend on Shares in accordance with the articles of the Company in force from time to time; or (iv) any issue of Shares upon the exercise of rights of subscription or conversion under the terms of any warrants of the Company or any securities which are convertible into Shares, shall not exceed the aggregate of:

(aa) 20 per cent. of the aggregate nominal amount of the share capital of the Company (excluding treasury shares) in issue on the date of the passing of this resolution; and

(bb) (if the Directors are so authorised by a separate ordinary resolution of the shareholders of the Company) the nominal amount of any share capital of the Company repurchased by the Company subsequent to the passing of this resolution (up to a maximum equivalent to 10 per cent. of the aggregate nominal amount of the share capital of the Company (excluding treasury shares) in issue on the date of the passing of resolution no. 5),

and the authority pursuant to paragraph (a) of this resolution shall be limited accordingly; and

(d) for the purposes of this resolution:

"Relevant Period" means the period from the date of the passing of this resolution until whichever is the earliest of:

(i) the conclusion of the next annual general meeting of the Company;

(ii) the expiration of the period within which the next annual general meeting of the Company is required by the articles of the Company, the Companies Act (as revised) of the Cayman Islands (the "**Companies Act**") or any other applicable laws of the Cayman Islands to be held; and

(iii) the passing of an ordinary resolution by the shareholders of the Company in general meeting revoking or varying the authority given to the Directors by this resolution;

"Rights Issue" means an offer of Shares, or offer or issue of warrants, options or other securities giving rights to subscribe for Shares open for a period fixed by the Directors to holders of Shares (other than any holders of treasury shares) on the register on a fixed record date in proportion to their then holdings of Shares (subject to such exclusion or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements, or having regard to any restrictions or obligations under the laws of, or the requirements of, or the expense or delay which may be involved in determining the existence or extent of any restrictions or obligations under the laws of, or the requirements of, any jurisdiction outside Hong Kong or any recognised regulatory body or any stock exchange outside Hong Kong)."

5. To, as special business, consider and, if thought fit, pass the following resolution as an ordinary resolution:

"**THAT**:

(a) the exercise by the Directors during the Relevant Period (as defined below) of all powers of the Company to purchase the Shares on the Stock Exchange or any other stock exchange on which the Shares may be listed and recognised by the Securities and Futures Commission and the Stock Exchange for such purpose, and otherwise in accordance with the rules and regulations of the Securities and Futures Commission, the Stock Exchange, the Companies Act and all other applicable laws in this regard, be and the same is hereby generally and unconditionally approved;

(b) the aggregate nominal amount of Shares which may be purchased by the Company pursuant to the approval in paragraph (a) during the Relevant Period shall not exceed 10 per cent. of the aggregate nominal amount of the issued share capital of the Company (excluding treasury shares) as at the date of the passing of this resolution and the authority pursuant to paragraph (a) of this resolution shall be limited accordingly; and

(c) for the purposes of this resolution, "Relevant Period" means the period from the date of the passing of this resolution until whichever is the earliest of:

(i) the conclusion of the next annual general meeting of the Company;

(ii) the expiration of the period within which the next annual general meeting of the Company is required by the articles of the Company, the Companies Act or any other applicable laws of the Cayman Islands to be held; and

(iii) the passing of an ordinary resolution by the shareholders of the Company in general meeting revoking or varying the authority given to the Directors by this resolution."

6. "**THAT** conditional upon the passing of the ordinary resolutions no. 4 and no. 5 in the notice convening the annual general meeting of the Company, the aggregate number of shares of the Company which are repurchased by the Company pursuant to and in accordance with the said ordinary resolution no. 5 shall be added to the aggregate number of shares of the Company that may be allotted or agreed conditionally or unconditionally to be allotted by the directors of the Company pursuant to and in accordance with ordinary resolution no. 4 as set out in the notice of the annual general meeting of the Company."

SPECIAL RESOLUTION

To consider and, if thought fit, to pass with or without amendments, the following resolutions as a special resolution:

7. "**THAT** (a) the proposed amendments to the existing amended and restated memorandum and articles of association of the Company (the "**Proposed Amendments**"), details of which are set out in Appendix III of the circular of the Company dated 25 November 2025, be and are hereby approved; (b) the new amended and restated memorandum and articles of association of the Company (the "**New M&A**") produced at the meeting and initialled by the chairman of the meeting for the purposes of identification be and is hereby approved and adopted in substitution for and to the exclusion to the existing amended and restated memorandum and articles of association of the Company with effect from the close of the meeting; and (c) (i) any of the directors of the Company shall be and is hereby authorised to do all such acts and things and execute all documents or make such arrangements as he/she may, in his/her absolute discretion, consider necessary or expedient to give effect to the adoption of the New M&A and to make such filing in Hong Kong as is necessary in connection with this resolution, and (ii) the Company's registered office provider be and is hereby authorised and instructed to make such filing with the Registrar of Companies in the Cayman Islands as is necessary in connection with this resolution."

QUESTIONS FROM SHAREHOLDERS

The Board considers that the annual general meeting is an important opportunity for Shareholders to express their views by raising questions and voting. Shareholders' participation in the annual general meeting are considered to be important. The Board wishes to emphasise that Shareholders can raise questions during the annual general meeting. Shareholders who would like to raise questions in relation to any resolution set out in this notice or the business of the Company at the annual general meeting can submit questions by 10:00 a.m. on Wednesday, 17 December 2025 (being not less than 48 hours before the time appointed for holding the annual general meeting or any adjournment thereof) via telephone hotline at +852 2688 6312 providing personal particulars as follows for verification purposes:

a) Full name;

b) Registered address;

c) Number of Shares held;

d) Hong Kong Identity Card Number or passport number (in case of natural person)/company registration number (in case of body corporate);

e) Contact telephone number; and

f) Email address.

Shareholders attending the annual general meeting can also submit questions during the annual general meeting.

The Board will arrange to answer the questions raised by Shareholders at the annual general meeting and those submitted in advance to the extent possible.

Yours faithfully
For and on behalf of
Jiu Rong Holdings Limited
Chen Yunxiang
Executive Director

Hong Kong, 25 November 2025

Registered office:
Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman
KY1-1111
Cayman Islands

Head office and principal place of business in Hong Kong:
Flat 8, 49/F.
Office Tower
Convention Plaza
No. 1 Harbour Road
Wanchai
Hong Kong

Notes:

1. A member entitled to attend and vote at the annual general meeting convened by the above notice is entitled to appoint one or more proxy to attend and, subject to the provisions of the articles of the Company, to vote on his behalf. A proxy need not be a member of the Company but must be present in person at the annual general meeting to represent the member. If more than one proxy is so appointed, the appointment shall specify the number and class of Shares in respect of which each such proxy is so appointed.

2. In order to be valid, the form of proxy must be deposited together with a power of attorney or other authority, if any, under which it is signed or a certified copy of that power or authority, at the offices of the Company's branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited at Rooms 1712–16, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time for holding the annual general meeting or any adjournment thereof. Completion and return of a form of proxy will not preclude a shareholder of the Company from attending in person and voting at the annual general meeting or any adjournment thereof, should he so wish and in such event, the instrument appointing a proxy shall be deemed to be revoked.

3. In relation to resolution no. 2, of Mr. Chen Yunxiang, Ms. Liu Bingjie, Mr. Yan Zhendong and Mr. Chen Zheng will retire from office at the annual general meeting in accordance with the Articles and, being eligible, will offer themselves for re-election. Biographical details of these Directors are set out in Appendix II to this circular.

4. In relation to proposed resolutions no. 4 and no. 6 above, approval is being sought from the shareholders for the grant to the Directors of a general mandate to authorise the allotment and issue of shares of the Company under the Listing Rules. The Directors have no immediate plans to issue any new shares of the Company other than Shares which may fall to be issued under the share option scheme of the Company or any scrip dividend scheme which may be approved by shareholders.

5. In relation to proposed resolution no. 5 above, the Directors wish to state that they will exercise the powers conferred thereby to repurchase Shares in circumstances which they deem appropriate for the benefit of the shareholders of the Company. An explanatory statement containing the information necessary to enable the shareholders to make an informed decision to vote on the proposed resolution as required by the Listing Rules is set out in Appendix I to this circular.

6. The transfer books and Register of Members of the Company will be closed from Wednesday, 17 December 2025 to Friday, 19 December 2025, both days inclusive. During such period, no share transfers will be effected. In order to qualify for attending the annual general meeting, all duly completed share transfer documents, accompanied by the relevant share certificates, must be lodged with the Company's branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited, at Rooms 1712–16, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Tuesday, 16 December 2025. The record date for the purpose of determining the eligibility of the Shareholders to attend and vote at the annual general meeting is therefore Friday, 19 December 2025.

7. A form of proxy for use by shareholders at the annual general meeting is enclosed.

8. For the avoidance of doubt, holder of treasury share of the Company (if any) are not entitled to vote at the annual general meeting.

As at the date of this notice, the Executive Directors are Mr. Chen Yunxiang, Ms. Liu Bingjie and Mr. Yan Zhendong, the Independent Non-executive Directors are Mr. Chen Zheng, Mr. Wong Chi Kin and Mr. Hua Nengdong.