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S.F. Holding Co., Ltd.
順豐控股股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 6936)

NOTICE OF THE 2025 SECOND EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2025 second extraordinary general meeting (the "**EGM**") of S.F. Holding Co., Ltd. (the "**Company**") will be held on Tuesday, December 30, 2025 at 3:00 p.m. at the meeting room of Block B, TK Chuangzhi Tiandi Building, Keji South 1st Road, Nanshan District, Shenzhen, Guangdong Province, the PRC to consider and, if thought fit, pass the following resolutions:

By way of special resolution:

1. To consider and approve proposed amendments to the Articles of Association of the Company.

By way of ordinary resolutions:

2. To consider and approve the proposed amendments to certain corporate governance measures of the Company:

    2.1. The Independent Non-executive Directors Work System (獨立非執行董事工作制度);

    2.2. The Management Measures to Prevent the Use of Funds by Controlling Shareholders, De Facto Controller and Other Related Parties (防範控股股東、實際控制人及其他關聯方資金佔用管理制度);

    2.3. The Management Measures of Remuneration of Directors and Senior Management (董事及高級管理人員薪酬管理制度);

    2.4. The Management Measures of Financing Proceeds (募集資金管理制度);

    2.5. The Management Measures for External Investments (對外投資管理制度);

    2.6. The Internal Control and Decision-making Measures for Related Parties Transactions (關聯交易內部控制及決策制度);

2.7. The Management Measures for External Guarantee (對外擔保管理制度); and

2.8. The Implementation Rules for Cumulative Voting (累積投票實施細則).

3. To consider and approve the re-election of non-independent directors for the seventh session of the board of directors of the Company (the "**Board**"):

3.1. To consider and approve the re-election of Mr. Wang Wei as a non-independent director of the seventh session of the Board; and

3.2. To consider and approve the re-election of Mr. Ho Chit as a non-independent director of the seventh session of the Board.

4. To consider and approve the re-election of independent directors for the seventh session of the Board:

4.1. To consider and approve the re-election of Mr. Chan Charles Sheung Wai as an independent director of the seventh session of the Board;

4.2. To consider and approve the re-election of Mr. Lee Carmelo Ka Sze as an independent director of the seventh session of the Board; and

4.3. To consider and approve the re-election of Dr. Ding Yi as an independent director of the seventh session of the Board.

5. To consider and approve the proposed remuneration plan for the directors of the seventh session of the Board.

6. To consider and approve the proposed general authorization of issuance of debt financing instruments by wholly-owned subsidiaries of the Company.

By way of special resolution:

7. To consider and approve the proposed provision of guarantee for the issuance of debt financing instruments by a wholly-owned subsidiary of the Company.

By Order of the Board
S.F. Holding Co., Ltd.
GAN Ling
Joint Company Secretary

Shenzhen, the PRC, December 8, 2025

Notes:

1. For the purpose of holding the EGM, the Register of Members will be closed from December 23, 2025 to December 30, 2025 (both days inclusive), during which period no transfer of H Shares will be registered. The H Shareholders whose names appear on the Register of Members at the close of business on December 30, 2025 (Record Date) are entitled to attend and vote at the EGM. In order to attend and vote at the EGM, the H Shareholders shall lodge all transfer documents together with the relevant share certificates to Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 4:30 p.m. on December 22, 2025.

2. Each H Shareholder who has the right to attend and vote at the EGM is entitled to appoint one or more proxies, whether a Shareholder or not, to attend and vote on his/her behalf at the EGM. If more than one proxy is appointed by a Shareholder, such proxies shall only exercise the voting rights represented by them by way of poll.

3. The form of proxy must be signed by the Shareholder or his/her attorney duly authorized in writing or, in the case of a legal person, must either be executed under its common seal or under the hand of a legal representative or other attorney duly authorized to sign the same. If the form of proxy is signed by an attorney of the appointer, the power of attorney authorized that attorney to sign, or other document of authorization, must be notarially certified.

4. To be valid, for H Shareholders, the form of proxy, and if the form of proxy is signed by a person under a power of attorney or other authority on behalf of the appointer, a notarially certified copy of that power of attorney or other authority, must be delivered to Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not less than 24 hours before the time for holding the EGM (i.e. not later than 3:00 p.m. on December 29, 2025, Hong Kong time) or any adjournment thereof in order for such documents to be valid.

5. If a proxy is appointed to attend the EGM on behalf of a Shareholder, he/she should produce his/her identity card and the form of proxy signed by the Shareholder or his/her legal representative or his/her duly authorized attorney, and specify the date of its issuance. If a legal person Shareholder appoints its corporate representative to attend the EGM, such representative should produce his/her identity card and the notarized copy of the resolution passed by the board of directors or other authorities, or other notarized copy of the licence issued by such legal person Shareholder. The form of proxy duly signed and submitted by HKSCC Nominees Limited are deemed to be valid, and it is not necessary for the proxy(ies) appointed by HKSCC Nominees Limited to produce the signed form of proxy when the proxy(ies) attend(s) the EGM. Completion and return of the form of proxy will not preclude a Shareholder from attending in person and voting at the EGM or any adjournment thereof should he/she so wish.

6. Pursuant to the Listing Rules, any vote of Shareholders at a general meeting must be taken by way of poll except where the chairman of the meeting, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. As such, the resolutions set out in the notice of the EGM will be voted on by poll.

7. Where there are joint registered holders of any share of the Company, only the person whose name stands first on the Register of Members in respect of such share may vote at the EGM, either personally or by proxy, in respect of such share as if he/she were solely entitled thereto.

8. The EGM is estimated to last for no more than half a day and will be conducted in Mandarin.

9. **Please kindly be advised that no gifts or marketable securities will be distributed at the EGM. Shareholders who attend the EGM in person or by proxy shall bear their own transportation, dining and accommodation expenses.**

10. Should you have any queries regarding the EGM, please contact Tricor Investor Services Limited at (852) 2980 1333 during business hours from Monday to Friday (excluding public holidays), 9:00 a.m. to 5:00 p.m.

11. References to time and dates in this notice are to Hong Kong time and dates.

12. The cumulative voting method shall be adopted for the voting of resolutions No. 3 and No. 4. The cumulative voting method refers to the voting for the re-election of non-independent directors or independent directors at general meetings where each share is entitled to the same number of votes which equals to the total number of non-independent directors or independent directors to be elected, and the entire votes, represented by the shares held by each Shareholder, can be equally cast for each candidate or can be consolidated to vote for one or certain candidate(s). For example, if a Shareholder holds 100 Shares, then he/she is entitled to 200 votes and 300 votes for resolutions No. 3 and No. 4, respectively. He/she may cast his/her respective votes equally to each of the candidates of non-independent directors or independent directors with 100 votes for each; or cast respective votes entirely for one or certain candidate(s) of non-independent directors or independent directors.

    Please note with particular attention that the sum of your votes cast for all candidates of non-independent directors or independent directors shall not exceed the entire votes represented by the shares held by each Shareholder. That is, if the total votes a Shareholder cast for one, certain or all candidate(s) of non-independent directors or independent directors exceed his/her entire votes represented by the shares held by him/her, then all the votes will be invalid; if the total votes a Shareholder cast for one, certain or all candidate(s) of non-independent directors or independent directors are fewer than his/her entire votes represented by the shares held by him/her, then the votes cast by him/her shall be valid, and the votes not cast shall be deemed to have been waived by him/her. If a non-independent director or independent director candidate obtains more than half of the votes representing total number of shares with voting rights (assuming the cumulative voting has not been adopted) from the Shareholders attending the EGM, he/she will be deemed as elected.

As at the date of this notice, the Board of the Company comprises Mr. Wang Wei as chairman and executive Director, Mr. Ho Chit, Ms. Wang Xin and Mr. Xu Bensong being the executive Directors, and Mr. Chan Charles Sheung Wai, Mr. Lee Carmelo Ka Sze and Dr. Ding Yi being the independent non-executive Directors.