THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult a stockbroker or other registered dealer in securities, a bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in **Shanghai Forest Cabin Cosmetics Group Co., Ltd.**, you should at once hand this circular, together with the enclosed form of proxy, to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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林清轩
Forest Cabin

SHANGHAI FOREST CABIN COSMETICS GROUP CO., LTD.
上海林清軒化妝品集團股份有限公司

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

(Stock Code: 2657)

(1) 2025 DIRECTORS' REPORT
(2) AUDITED CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2025
(3) PROFIT DISTRIBUTION PLAN FOR THE YEAR ENDED DECEMBER 31, 2025
(4) 2025 ANNUAL REPORT
(5) REAPPOINTMENT OF AUDITOR FOR 2026
(6) 2025 FINAL ACCOUNTING PLAN
(7) 2026 FINANCIAL BUDGETARY PLAN
(8) PROPOSED APPOINTMENT OF EXECUTIVE DIRECTOR
(9) GENERAL MANDATE TO REPURCHASE SHARES
(10) GENERAL MANDATE TO ISSUE SHARES, SELL AND/OR TRANSFER TREASURY SHARES
(11) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION
(12) PROPOSED AMENDMENTS TO THE RULES OF PROCEDURE FOR SHAREHOLDERS' MEETINGS
(13) PROPOSED AMENDMENTS TO THE RULES OF PROCEDURE FOR BOARD MEETINGS
AND
NOTICE OF THE AGM

The notice convening the AGM of Shanghai Forest Cabin Cosmetics Group Co., Ltd. to be held at the Company's Meeting Room, 9th Floor, Building 3, No. 339 Tongpu Road, Putuo District, Shanghai, PRC on Friday, May 8, 2026 at 10 a.m. is set out on pages 18 to 20 of this circular. A form of proxy for use at the AGM is also enclosed and published on the websites of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the Company (www.forest-cabin.com).

Whether or not you are able to attend the AGM, please complete and sign the enclosed form of proxy in accordance with the instructions printed thereon and return it to the Company's H Share Registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for H Shareholders) or the Company's headquarters in the PRC at 9th Floor, Building 3, No. 339 Tongpu Road, Putuo District, Shanghai, PRC (for Domestic Shareholders) as soon as possible but in any event not less than 24 hours before the time appointed for the AGM (i.e. not later than 10 a.m. on Thursday, May 7, 2026) or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the AGM should you so wish, and in such event, the form of proxy that you have completed and returned will be deemed to be revoked.

All time and dates mentioned in this circular refer to Hong Kong time and dates.

April 17, 2026

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In this circular, the following words and expressions shall, unless the context otherwise requires, have the following respective meanings:

"AGM"	the 2025 annual general meeting of the Company to be held at the Company's Meeting Room, 9th Floor, Building 3, No. 339 Tongpu Road, Putuo District, Shanghai, PRC on Friday, May 8, 2026 at 10 a.m. or any adjourned thereof
"Articles of Association"	the articles of association of the Company, as amended, supplemented or otherwise modified from time to time
"Board"	the board of Directors of the Company
"CCASS"	the Central Clearing and Settlement System established and operated by Hong Kong Securities Clearing Company Limited
"Company"	Shanghai Forest Cabin Cosmetics Group Co., Ltd., a joint stock company incorporated in the PRC with limited liability, the H Shares of which are listed on the Stock Exchange with stock code of 2657
"Company Law"	Company Law of the People's Republic of China (《中華人民共和國公司法》)
"Controlling Shareholders Group"	has the meaning ascribed to it under the Listing Rules and, strictly in accordance with such meaning, includes Mr. SUN Laichun, Shanghai Fangjiaoshi Management Consulting Co., Ltd. (上海房角石管理諮詢有限公司), Shanghai Yuanhui Business Consulting Partnership (Limited Partnership) (上海元洄商務諮詢合夥企業(有限合夥)), Shanghai Yuantan Business Consulting Partnership (Limited Partnership) (上海元潭商務諮詢合夥企業(有限合夥)), Shanghai Lingren Management Consulting Co., Ltd. (上海泠人管理諮詢有限公司) and Shanghai Yuangan Investment Partnership (Limited Partnership) (上海元淦投資合夥企業(有限合夥)), and "Controlling Shareholder" shall mean any one of them
"CSRC"	the China Securities Regulatory Commission
"Director(s)"	the director(s) of the Company

"Domestic Shareholder(s)"	holder(s) of Domestic Shares
"Domestic Share(s)"	domestic unlisted share(s) in the share capital of the Company, with a nominal value of RMB0.2 each, which is/are not listed on any stock exchange
"Group"	the Company and its subsidiaries from time to time
"H Share(s)"	overseas-listed foreign share(s) in the share capital of the Company, with a nominal value of RMB0.2 each, which are traded in Hong Kong dollars and listed on the Stock Exchange
"H Share Registrar"	Tricor Investor Services Limited
"H Shareholder(s)"	holder(s) of H Shares
"Hong Kong"	the Hong Kong Special Administrative Region of the People's Republic of China
"Hong Kong dollars" or "HK$"	Hong Kong dollar, the lawful currency of Hong Kong
"Latest Practicable Date"	April 15, 2026, being the latest practicable date prior to the printing of this circular for the purpose of ascertaining certain information contained in this circular
"Listing Date"	December 30, 2025
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange, as amended, supplemented or otherwise modified from time to time
"PRC"	the People's Republic of China, excluding Hong Kong, Macau Special Administrative Region and Taiwan region for the purpose of this circular
"RMB"	Renminbi, the lawful currency of the PRC
"Rules of Procedure for Board Meetings"	the Rules of Procedure for Board Meetings of the Company, as amended, supplemented or otherwise modified from time to time
"Rules of Procedure for Shareholders' Meetings"	the Rules of Procedure for Shareholders' Meetings of the Company, as amended, supplemented or otherwise modified from time to time

"SFO"	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
"Share(s)"	ordinary share(s) in the share capital of the Company, with a nominal value of RMB0.2 each, including H Shares and Domestic Shares
"Shareholder(s)"	holder(s) of the Shares
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"subsidiary(ies)"	has the same meaning ascribed to it under the Listing Rules
"substantial shareholder(s)"	has the meaning ascribed to it under the Listing Rules
"Takeovers Code"	the Code on Takeovers and Mergers, as amended, supplemented or otherwise modified from time to time
"treasury share(s)"	has the same meaning ascribed to it under the Listing Rules
"%"	per cent

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(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 2657)

Executive Directors:
Mr. SUN Laichun
Mr. GAO Hongqi

Non-executive Director:
Ms. JING Aimei

Independent Non-executive Directors:
Mr. ZHU Qian
Mr. LIU Yuliang
Ms. QIANG Yilan

Registered Office in the PRC:
Room 201, Area A, 2F, Building 1
No. 1177, Xinmiao 3rd Road
Xinqiao Town
Songjiang District
Shanghai, PRC

Headquarters and Principal Place of Business in the PRC:
9th Floor, Building 3
No. 339 Tongpu Road
Putuo District
Shanghai, PRC

Principal Place of Business in Hong Kong:
40th Floor, Dah Sing Financial Centre
No. 248 Queen's Road East
Wanchai
Hong Kong

April 17, 2026

To the Shareholders

Dear Sir/Madam,

(1) 2025 DIRECTORS' REPORT
(2) AUDITED CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2025
(3) PROFIT DISTRIBUTION PLAN FOR THE YEAR ENDED DECEMBER 31, 2025
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AND
NOTICE OF THE AGM

I. INTRODUCTION

The purpose of this circular is to provide you with (i) all the information reasonably necessary to enable you to make an informed decision on whether to vote for or against the proposed resolutions at the AGM; and (ii) a notice of the AGM.

II. MATTER TO BE CONSIDERED AT THE AGM

1. 2025 Directors' Report

An ordinary resolution will be proposed at the AGM to approve the 2025 Directors' report of the Company. The resolution has been considered and approved by the Board at the eleventh meeting of the first session of the Board and the Board meeting for the year 2025. The main contents of the report are contained in the "Directors' Report" section of the 2025 annual report published by the Company on the Company's website and the HKEXnews website of the Stock Exchange.

2. Audited Consolidated Financial Statements for the Year Ended December 31, 2025

An ordinary resolution will be proposed at the AGM to approve the audited consolidated financial statements of the Group for the year ended December 31, 2025. The resolution has been considered and approved by the Board at the eleventh meeting of the first session of the Board and the Board meeting for the year 2025. The audited consolidated financial statements for the year ended December 31, 2025 are contained in the 2025 annual report published by the Company on the Company's website and the HKEXnews website of the Stock Exchange.

3. Profit Distribution Plan for the Year Ended December 31, 2025

An ordinary resolution will be proposed at the AGM to approve the profit distribution plan of the Company for the year ended December 31, 2025. The resolution has been considered and approved by the Board at the eleventh meeting of the first session of the Board and the Board meeting for the year 2025.

The Board has resolved to propose the declaration of a final dividend of RMB0.95 per share for the year ended December 31, 2025, amounting to RMB134,671,273.25 in aggregate, subject to the approval of Shareholders at the AGM. The dividend is expected to be paid on or before July 8, 2026. The final dividend will be paid in Hong Kong dollars to H Shareholders. The final dividend paid in Hong Kong dollars will be converted from RMB to Hong Kong dollars based on the average selling price of the relevant foreign currency announced by the People's Bank of China one calendar week before the AGM. The final dividend to be paid to Domestic Shareholders will be paid in RMB.

4. 2025 Annual Report

An ordinary resolution will be proposed at the AGM to approve the 2025 annual report of the Company. The resolution has been considered and approved by the Board at the eleventh meeting of the first session of the Board and the Board meeting for the year 2025. The full text of the report is published on the Company's website and the HKEXnews website of the Stock Exchange.

5. Reappointment of Auditor for 2026

An ordinary resolution will be proposed at the AGM to approve the reappointment of Ernst & Young as the Company's auditor for 2026, with the term to commence upon approval at the AGM. It is also proposed to authorize the Board to fix the remuneration for Ernst & Young in accordance with the industry standard and the actual situation of the audit work of the Company. The resolution has been considered and approved by the Board at the eleventh meeting of the first session of the Board and the Board meeting for the year 2025.

6. 2025 Final Accounting Plan

An ordinary resolution will be proposed at the AGM to approve the 2025 final accounting plan of the Company. The resolution has been considered and approved by the Board at the eleventh meeting of the first session of the Board and the Board meeting for the year 2025. The relevant content of such plan is contained in the 2025 annual report published by the Company on the Company's website and the HKEXnews website of the Stock Exchange.

7. 2026 Financial Budgetary Plan

An ordinary resolution will be proposed at the AGM to approve the 2026 financial budgetary plan of the Company. The resolution has been considered and approved by the Board at the eleventh meeting of the first session of the Board and the Board meeting for the year 2025.

The 2026 financial budgetary plan is primarily prepared based on the Company's strategic planning, macroeconomic and industry analysis, historical operational data, key business assumptions, and relevant laws, regulations, and accounting policies.

8. Proposed Appointment of Executive Director

Reference is made to the announcement of the Company dated March 24, 2026, in relation to, among others, the proposed appointment of executive Director.

In accordance with the provisions of the Company Law and the Articles of Association, the Board proposes to appoint Mr. SUN Fuchun ("**Mr. SUN**") as an

executive Director of the first session of the Board. His tenure shall commence on the date of consideration and approval at the AGM until the expiry of the first session of the Board.

The above proposed appointment of executive Director will take effect upon approval by the Shareholders by an ordinary resolution at the AGM.

Biographical details of Mr. SUN are set out as follows:

Mr. SUN Fuchun, aged 52, is the deputy general manager of the Company. He is primarily responsible for the sales and sales training of the Group. Mr. SUN joined the Group in June 2015 and successively served as the sales supervisor and deputy general manager and general manager of sales since then. He also serves as a director in several subsidiaries of the Company. Prior to joining the Group, Mr. SUN served as the general manager of Orion Co., Ltd. (奧里昂有限責任公司) from April 2001 to November 2011, and served as the general manager of Shenyang Danbo Fang Cosmetics Co., Ltd. (瀋陽淡泊坊化妝品有限公司) from December 2011 to May 2015.

Mr. SUN obtained a diploma in computer science and technology from Jilin University of Finance and Economics (吉林財經大學) in the PRC in January 2011 through correspondence learning and an EMBA certificate from Liaoning University (遼寧大學) in the PRC in October 2014. He also graduated from international business retail president class at Shanghai Jiao Tong University (上海交通大學國際商業零售總裁班) in the PRC in June 2021. Mr. SUN Fuchun holds the title of corporate coach-trainer (Phase 1) from China Corporate Coach Union (中國企業教練聯合會) in June 2018; and a title of senior marriage counsellor from China National Personnel Talents Training Net (中國國家人事人才培訓網) in August 2021. He has been a member of the Shanghai Committee of China Democratic National Construction Association (中國民主建國會上海市委員會) since June 2023. Mr. SUN is the brother of Mr. SUN Laichun, the Chairman of the Board, executive Director and president and controlling shareholder of the Company. As at the Latest Practicable Date, Mr. SUN was deemed to be interested in 1,250,000 H shares of the Company as defined in Part XV of the SFO.

As at the Latest Practicable Date, save as disclosed above, Mr. SUN does not (i) have any relationship with any Directors, senior management, substantial shareholders or controlling shareholders (as defined in the Listing Rules) of the Company; (ii) hold any position in the Company or any of its subsidiaries; (iii) hold any other directorships in any public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years; and (iv) have any interest in shares of the Company or its associated corporations within the meaning of the SFO.

As at the Latest Practicable Date, save as disclosed above, there are no other matters relating to the proposed appointment of Mr. SUN that are required to be brought to the attention of the Shareholders and the Stock Exchange, nor is there any information regarding Mr. SUN that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

Subject to the approval of the proposed appointment of Mr. SUN at the AGM, the Company will enter into a service contract with him. Mr. SUN's remuneration as a Director will be determined and reviewed annually by the Board with the recommendation of the remuneration committee of the Board and by reference to the prevailing market practice, the remuneration policy of the Company, his experience, and duties and responsibilities within the Company. Mr. SUN is entitled to receive an annual salary of RMB1.20 million as the deputy general manager of the Company. Also, Mr. SUN may receive bonus, discretionary bonus and other benefits in kind, subject to the recommendation of the remuneration committee of the Board and approval of the Board.

9. General Mandate to Repurchase Shares

For the interest of the Company, the Board will propose a special resolution at the AGM to grant a general repurchase mandate (the "**Repurchase Mandate**") to the Board to repurchase the Company's issued H Shares (excluding any treasury shares) not exceeding 10% of the total number of H Shares (excluding any treasury shares) of the Company in issue as at the date of the passing of the resolution by Shareholders in light of the market conditions and the needs of the Company, and to authorize the Board to do all actions, acts, matters and business necessary or desirable for the purpose of or in connection with the exercise of the Repurchase Mandate.

The Repurchase Mandate shall be effective from the date of the passing of the resolution at the AGM and shall expire on the earlier of: (a) the conclusion of the next annual general meeting of the Company; or (b) the revocation or variation of the mandate under the resolution by a special resolution at any general meeting of the Company.

The explanatory statement required by the Listing Rules to be sent to Shareholders is set out in Appendix I to this circular. The explanatory statement contains the information reasonably necessary to enable Shareholders to make an informed decision on whether to vote for or against the granting of the Repurchase Mandate.

10. General Mandate to Issue Shares, Sell and/or Transfer Treasury Shares

For the interest of the Company, the Board will propose a special resolution at the AGM to grant a general mandate (the "**Issue Mandate**") to the Board to allot, issue or otherwise deal with additional Shares and/or to sell or transfer treasury shares not exceeding 20% of the total number of Shares in issue (excluding treasury shares) as at the date of the passing of the resolution in light of the market conditions and the needs of the Company, and to authorize the Board to make corresponding amendments to the Articles of Association as it deems appropriate to reflect the capital structure of the Company upon the allotment or issuance of additional Shares under such mandate.

The Issue Mandate shall be effective from the date of the passing of the resolution at the AGM and shall expire on the earlier of: (a) the conclusion of the next annual general meeting of the Company; or (b) the revocation or variation of the mandate under the resolution by a special resolution at any general meeting of the Company.

11. Proposed Amendments to the Articles of Association

Reference is made to the announcement of the Company dated March 24, 2026 in relation to, among others, the proposed amendments to the Articles of Association.

In accordance with the relevant provisions of the Company Law and in light of the Company's actual circumstances, the Company proposes to amend the Articles of Association. The proposed amendments to the Articles of Association are as follows:

Articles	**Original articles**	**Amended articles**
Article 17	Shares of the Company are issued in an open, fair and impartial manner, and each share of the same class has the same rights. Shares of the same class and in the same issue shall be issued on the same conditions and at the same price. Subscribers shall pay the same price for each Share subscribed.	Shares of the Company are issued in an open, fair and impartial manner, and each share of the same class has the same rights. Shares of the same class and in the same issue shall be issued on the same conditions and at the same price. Subscribers shall pay the same price for each Share subscribed.
Article 46 (III)	~~To consider and approve the annual financial budgetary plans and final accounting plans of the Company;~~	(delete)
Article 81 (IV)	~~Annual financial budgets and final accounting plans of the Company;~~	(delete)
Article 82 (II)	The division, merger, dissolution, liquidation ~~or change of company form~~ of the Company;	The division, **spinning off,** merger, dissolution, liquidation of the Company;

Articles	Original articles	Amended articles
Article 101 (VI)	Persons who have been banned from the securities market by the relevant regulatory authorities where the relevant period remains unexpired;	(VI) Persons who have been banned from the securities market by the relevant regulatory authorities where the relevant period remains unexpired;
Article 108	A director may propose to resign prior to the expiration of his/her term of office. A written resignation report shall be submitted to the Board when a director resigns. The resignation takes effect on the date on which the Company receives the resignation report, and the Company will disclose the relevant situation ~~within two days~~.....	A director may propose to resign prior to the expiration of his/her term of office. A written resignation report shall be submitted to the Board when a director resigns. The resignation takes effect on the date on which the Company receives the resignation report, and the Company will disclose the relevant situation **on the date it receives the resignation report**.....
Article 116 (IV)	~~To develop the annual financial budgetary plans and final accounting plans of the Company;~~	(delete)
Article 116	.....Except for the resolutions of the Board in respect of the matters specified in items ~~(VI)~~, ~~(VII)~~ and ~~(XII)~~ of the preceding paragraph which shall be voted and approved by more than two-thirds of all non-connected directors, resolutions of the Board in respect of all other matters may be voted and approved by more than half of the directors.....	.....Except for the resolutions of the Board in respect of the matters specified in items **(V)**, **(VI)** and **(XI)** of the preceding paragraph which shall be voted and approved by more than two-thirds of all non-connected directors, resolutions of the Board in respect of all other matters may be voted and approved by more than half of the directors.

The proposed amendments to the Articles of Association are subject to the approval of the Shareholders by a special resolution at the AGM.

12. Proposed Amendments to the Rules of Procedure for Shareholders' Meetings

Reference is made to the announcement of the Company dated March 24, 2026 in relation to, among others, the proposed amendments to the Rules of Procedure for Shareholders' Meetings.

In accordance with the relevant provisions of the Company Law and in light of the Company's actual circumstances and the amendments to the Articles of Association, the Company proposes to amend the Rules of Procedure for Shareholders' Meetings. The proposed amendments to the Rules of Procedure for Shareholders' Meetings are as follows:

Articles	Original articles	Amended articles
Article 39	The following matters shall be adopted by way of an ordinary resolution of the shareholders' meeting: …… ~~(IV) Annual financial budgets and final accounting plans of the Company;~~ ……	(delete)

The proposed amendments to the Rules of Procedure for Shareholders' Meetings are subject to the approval of the Shareholders by a special resolution at the AGM.

13. Proposed Amendments to the Rules of Procedure for Board Meetings

Reference is made to the announcement of the Company dated March 24, 2026 in relation to, among others, the proposed amendments to the Rules of Procedure for Board Meetings.

In accordance with the relevant provisions of the Company Law and in light of the Company's actual circumstances and the amendments to the Articles of Association, the Company proposes to amend the Rules of Procedure for Board Meetings.

The proposed amendments to the Rules of Procedure for Board Meetings are as follows:

Articles	Original articles	Amended articles
Article 4	The board of directors exercises the following powers: …… ~~(IV) To develop the annual financial budgetary plans and final accounting plans of the Company;~~ ……	(delete)
Article 16	Where a director has connected relationship with the enterprise involved in the matters to be resolved at the meeting of the Board, such director shall not exercise the voting rights on such resolution, nor shall they exercise the voting rights on behalf of other directors. The meeting of the Board shall not be held unless more than half of the non-connected directors are present, and the resolutions of the meeting of the Board shall be passed by more than half of the non-connected directors (in the case of items ~~(VI)~~, ~~(VII)~~ and ~~(XII)~~ of Article 116 of the Articles of Association, the resolutions shall be passed by more than two thirds of the non-connected directors). If the number of non-connected directors attending the meeting of the Board is less than three, such matter shall be submitted to the shareholders' meeting for deliberation.	Where a director has connected relationship with the enterprise involved in the matters to be resolved at the meeting of the Board, such director shall not exercise the voting rights on such resolution, nor shall they exercise the voting rights on behalf of other directors. The meeting of the Board shall not be held unless more than half of the non-connected directors are present, and the resolutions of the meeting of the Board shall be passed by more than half of the non-connected directors (in the case of items **(V)**, **(VI)** and **(XI)** of Article 116 of the Articles of Association, the resolutions shall be passed by more than two thirds of the non-connected directors). If the number of non-connected directors attending the meeting of the Board is less than three, such matter shall be submitted to the shareholders' meeting for deliberation.

The proposed amendments to the Rules of Procedure for Board Meetings are subject to the approval of the Shareholders by a special resolution at the AGM.

III. AGM ARRANGEMENT AND CLOSURE OF REGISTER OF MEMBERS

The Company will convene the AGM at the Company's Meeting Room, 9th Floor, Building 3, No. 339 Tongpu Road, Putuo District, Shanghai, PRC on Friday, May 8, 2026 at 10 a.m. for the Shareholders to consider and, if thought fit, to approve above relevant resolutions. Details of the AGM and resolutions to be considered at the meeting are set out in the notice of AGM dated April 17, 2026.

Holders of H Shares and Domestic Shares whose names appear on the register of members of the Company on Friday, May 8, 2026 will be entitled to attend the AGM upon completion of the necessary registration procedures. The register of members will be closed from Tuesday, May 5, 2026 to Friday, May 8, 2026, both days inclusive, during which period no transfer of Shares will be effected.

In order to be eligible to attend and vote at the AGM, holders of Shares (where applicable) are therefore required to lodge their respective transfer documents and the relevant Share certificates to the Company's H Share Registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for H Shareholders) or the Company's headquarters in the PRC at 9th Floor, Building 3, No. 339 Tongpu Road, Putuo District, Shanghai, PRC (for Domestic Shareholders) no later than 4:30 p.m. on Monday, May 4, 2026.

Holders of H Shares and Domestic Shares whose names appear on the register of members of the Company on Tuesday, May 19, 2026 will be entitled to the 2025 final dividend. The register of members will be closed from Thursday, May 14, 2026 to Tuesday, May 19, 2026, both days inclusive, during which no transfer of Shares will be registered.

In order to be eligible for the 2025 final dividend, holders of Shares (where applicable) are therefore required to lodge their respective transfer documents and the relevant Share certificates to the Company's H Share Registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for H Shareholders) or the Company's headquarters in the PRC at 9th Floor, Building 3, No. 339 Tongpu Road, Putuo District, Shanghai, PRC (for Domestic Shareholders) no later than 4:30 p.m. on Wednesday, May 13, 2026.

A form of proxy for use at the AGM is enclosed with this circular, which has also been published on the website of each of the Stock Exchange (www.hkexnews.hk) and the Company (www.forest-cabin.com).

IV. VOTING AT THE AGM

Pursuant to Rule 13.39 of the Listing Rules, any vote of the Shareholders at the AGM must be taken by poll except where the chairman, 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. The Company will announce the results of the poll after the AGM in the manner prescribed under Rule 13.39(5) of the Listing Rules.

As at the Latest Practicable Date, to the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, no Shareholder was required to abstain from voting on the resolutions to be proposed at the AGM.

V. RECOMMENDATION

The Board considers that all resolutions set out in the notice of the AGM are in the best interests of the Company and the Shareholders as a whole. Accordingly, the Board recommends all Shareholders to vote in favor of the relevant resolutions to be proposed at the AGM.

VI. RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules 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 circular 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 circular misleading.

By order of the Board
SHANGHAI FOREST CABIN COSMETICS GROUP CO., LTD.
Mr. SUN Laichun
Chairman of the Board, Executive Director and President

This appendix serves as an explanatory statement, as required by the Listing Rules, to provide the requisite information to enable you to make an informed decision on whether to vote for or against the special resolution to grant the repurchase general mandate to the Board. Neither the explanatory statement set out herein nor the proposed share repurchase has any unusual features.

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REGISTERED CAPITAL

As at the Latest Practicable Date, the registered capital of the Company was RMB28,351,847, and the total number of issued Shares of the Company was 141,759,235 Shares, including 33,570,658 Domestic Shares and 108,188,577 H Shares, with a nominal value of RMB0.2 each. Subject to the passing of the proposed resolution regarding the grant of the repurchase general mandate and on the basis that the total number of Shares in issue of the Company remains unchanged on or prior to the date of the AGM, the Company will be entitled to repurchase a maximum of 10,818,857 H Shares under the Repurchase Mandate, which represents the maximum of 10% of the total number of the H Shares in issue of the Company (excluding treasury shares, if any) as of the date of passing the relevant resolution.

The Company may cancel the Shares repurchased under the mandate and/or hold them as treasury shares subject to the circumstances (e.g. market conditions, purpose of repurchase and its capital management needs) at the relevant time of the repurchase.

REASONS FOR THE REPURCHASE OF H SHARES

The Directors believe that the Repurchase Mandate is in the interests of the Company and the Shareholders as a whole. The grant of the Repurchase Mandate will demonstrate the Company's confidence in its own business outlook and prospects. The Repurchase Mandate will only be exercised if the Directors believe that such repurchase will benefit the Company and its Shareholders as a whole.

FUNDING OF REPURCHASE

In repurchasing the Shares, the Company may only apply funds from the Company's internal resources legally available for such purpose in accordance with the Articles of Association, the Listing Rules and applicable laws, regulations and rules of the PRC, or other funds that meet the requirements of laws and regulations.

In accordance with the laws or administrative regulations of the PRC and subject to the approval of relevant authorities (if any), the Company has the right to repurchase H Shares in accordance with its Articles of Association. The Company shall not repurchase H Shares on the Stock Exchange for a consideration other than cash or for settlement otherwise than in accordance with the trading rules of the Stock Exchange from time to time.

IMPACT OF REPURCHASE

The Directors are of the view that, in light of the liquid cash resources of the Company amounting to approximately RMB1,541.5 million as at December 31, 2025, the Board believes that the current financial resources of the Company would be sufficient to implement the Share repurchase while maintaining a solid financial position. The number of H Shares to be repurchased under any circumstance and the price and other terms of repurchase will be determined by the Directors after taking into account the current situation and the best interests of the Company as appropriate.

STATUS OF H SHARES REPURCHASED

Following a repurchase of H Shares, the Company may cancel any repurchased H Shares and/or hold them as treasury shares subject to, among others, market conditions and its capital management needs at the relevant time of the repurchase, which may change due to evolving circumstances. Shareholders and potential investors of the Company should pay attention to any announcement to be published by the Company in the future, including but without limitation, any relevant next day disclosure return (which shall set out, amongst others, the number of repurchased H Shares that are to be held in treasury or cancelled upon settlement of such repurchase, and where applicable, disclose the reasons for any deviation from the intention statement previously disclosed) and any relevant monthly return.

Once the H Shares are repurchased by the Company, the Shareholders' rights attached to the repurchased H Shares will be suspended. The Company will, upon completion of the Share repurchase, give clear written instruction to the Company's H Share Registrar in Hong Kong, Tricor Investor Services Limited, and the relevant brokers to update the record to clearly identify the repurchased H Shares held in CCASS as treasury shares.

MARKET PRICES OF H SHARES

The highest and lowest prices of the H Shares traded on the Stock Exchange during each of the months from the Listing Date up to and including the Latest Practicable Date were as follows:

	H Share *(HK$)*	
Month	**Highest**	**Lowest**
2025		
December (since the Listing Date)	91.65	78.00
2026		
January	96.00	74.45
February	89.00	66.00
March	73.50	57.60
April (as of the Latest Practicable Date)	65.30	51.10

DIRECTORS' UNDERTAKING

Directors will exercise the Company's power to repurchase as appropriate under the Repurchase Mandate and in accordance with the Listing Rules, the Articles of Association and applicable laws, regulations and rules of the PRC.

INTEREST DISCLOSURE

To the knowledge of Directors having made all reasonable enquiries, none of the Directors nor their close associates (as defined in the Listing Rules) have any present intention to sell any Shares to the Company if the Repurchase Mandate is approved at the AGM.

None of the core connected persons (as defined in the Listing Rules) of the Company have notified the Company that they have an intention to sell any Shares held by them to the Company, or have undertaken not to do so, in the event that the repurchase general mandate is exercised.

TAKEOVERS CODE

If, as a result of the exercise of the power to repurchase Shares by the Company under the Repurchase Mandate, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase in equity will be treated as an acquisition for the purpose of Rule 32 of the Takeovers Code. Accordingly, a Shareholder, or a group of Shareholders acting in concert (within the meaning of the Takeovers Code), depending on the level of increase in the Shareholders' interests, could obtain or consolidate his/her/its/their control of the Company and thereby become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code.

As at the Latest Practicable Date, to the knowledge and belief of Directors, the Controlling Shareholders Group is entitled to exercise the voting rights of 99,637,145 Shares, which account for approximately 70.29% of the Company's total issued share capital. If the Repurchase Mandate is fully exercised and assuming no further Shares are issued or repurchased prior to such full exercise, the proportion of the interest of the voting rights held by the Controlling Shareholders Group in the Company to the total share capital of the Company will therefore increase to approximately 76.09% (if it does not participate in such repurchase). Moreover, the Board will not exercise the Repurchase Mandate if the repurchase of H Shares will result in the total number of H Shares held by the public Shareholders falling below the prescribed minimum percentage required by the Stock Exchange.

REPURCHASE OF SHARES MADE BY THE COMPANY

During the period from the Listing Date up to and including the Latest Practicable Date, the Company has not repurchased any Shares (whether on the Stock Exchange or otherwise).

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林清轩
Forest Cabin

SHANGHAI FOREST CABIN COSMETICS GROUP CO., LTD.
上海林清軒化妝品集團股份有限公司

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

(Stock Code: 2657)

NOTICE OF THE 2025 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 2025 annual general meeting (the "**AGM**") of Shanghai Forest Cabin Cosmetics Group Co., Ltd. (the "**Company**") will be held at the Company's Meeting Room, 9th Floor, Building 3, No. 339 Tongpu Road, Putuo District, Shanghai, PRC on Friday, May 8, 2026 at 10 a.m. for considering and, if thought fit, passing, the following resolutions. In this notice, unless the context otherwise requires, capitalized terms used herein shall have the same meanings as defined in the circular of the Company (the "**Circular**") dated April 17, 2026.

ORDINARY RESOLUTIONS

1. To consider and approve the 2025 Directors' report.

2. To consider and approve the 2025 financial statements.

3. To consider and approve the 2025 profit distribution plan.

4. To consider and approve the 2025 annual report.

5. To consider and approve the reappointment of the auditor for 2026 and authorize the Board to determine its remuneration.

6. To consider and approve the 2025 final accounting plan.

7. To consider and approve the 2026 financial budgetary plan.

8. To consider and approve the appointment of Mr. SUN Fuchun as an executive Director of the Company.

SPECIAL RESOLUTIONS

9. To consider and approve the grant of a general mandate to repurchase Shares.

10. To consider and approve the grant of a general mandate to issue Shares, sell and/or transfer treasury shares.

11. To consider and approve the amendments to the Articles of Association.

12. To consider and approve the amendments to the Rules of Procedure for Shareholders' Meetings.

13. To consider and approve the amendments to the Rules of Procedure for Board Meetings.

For details of the above resolutions, please refer to the Circular.

By order of the Board
SHANGHAI FOREST CABIN COSMETICS GROUP CO., LTD.
Mr. SUN Laichun
Chairman of the Board, Executive Director and President

April 17, 2026

Notes:

(1) Pursuant to Rule 13.39(4) of the Listing Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, votes of the Shareholder(s) at the AGM shall be taken by poll.

(2) Any Shareholder entitled to attend and vote at the AGM is entitled to appoint one or more proxies to attend and vote on his/her/its behalf at the AGM. A proxy need not be a Shareholder. Shareholders shall have one vote for each Share that they hold.

(3) In order to determine the holders of Shares who are entitled to attend the AGM, the register of members of the Company shall be closed from Tuesday, May 5, 2026 to Friday, May 8, 2026 (both days inclusive), during which no transfer of H Shares will be registered. Holders of H Shares and Domestic Shares whose names appear on the register of members on Friday, May 8, 2026 are entitled to attend the AGM.

In order to be entitled to attend and vote at the AGM, holders of Shares whose transfers have not been registered shall lodge the transfer documents together with the relevant Share certificates at the H Share Registrar of the Company, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for H Shareholders) or the Company's headquarters in the PRC at 9th Floor, Building 3, No. 339 Tongpu Road, Putuo District, Shanghai, PRC (for Domestic Shareholders) no later than 4:30 p.m. on Monday, May 4, 2026.

Holders of H Shares and Domestic Shares whose names appear on the register of members of the Company on Tuesday, May 19, 2026 will be entitled to the 2025 final dividend. The register of members will be closed from Thursday, May 14, 2026 to Tuesday, May 19, 2026, both days inclusive, during which no transfer of Shares will be registered.

In order to be eligible for the 2025 final dividend, holders of Shares whose transfers have not been registered shall lodge their respective transfer documents and the relevant Share certificates to the Company's H Share Registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for H Shareholders) or the Company's headquarters in the PRC at 9th Floor, Building 3, No. 339 Tongpu Road, Putuo District, Shanghai, PRC (for Domestic Shareholders) no later than 4:30 p.m. on Wednesday, May 13, 2026.

(4) The instruments appointing a proxy must be in writing under the hand of the Shareholder or his/her attorney duly authorized in writing. If the Shareholder is a corporation, that instrument must be either under the company seal or under the hand of its director or duly authorized attorney. If that instrument is signed by an attorney of the Shareholder, the power of attorney authorizing that attorney to sign or other authorization documents must be notarized.

(5) The proxy form together with the power of attorney or other authorization document (if any) must be deposited at the H Share Registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for H Shareholders) or the Company's headquarters in the PRC at 9th Floor, Building 3, No. 339 Tongpu Road, Putuo District, Shanghai, PRC (for Domestic Shareholders), not less than 24 hours before the time appointed for holding the AGM or any adjournment thereof (as the case may be).

Completion and return of the form of proxy will not preclude Shareholders from attending and voting in person at the meeting or any adjourned meeting should such Shareholders so wish.

(6) The meeting is expected to be concluded within a day. Shareholders (in person or by proxy) attending the meeting are responsible for their own transportation and accommodation expenses. Shareholders or their proxies attending the meeting shall produce the identity documents.

(7) All times refer to Hong Kong local time, except as otherwise stated.

As at the date of this notice, the Board comprises: (i) Mr. SUN Laichun and Mr. GAO Hongqi as executive Directors; (ii) Ms. JING Aimei as non-executive Director; and (iii) Mr. ZHU Qian, Mr. LIU Yuliang and Ms. QIANG Yilan as independent non-executive Directors.