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, a licensed securities dealer or other registered institution in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Yida China Holdings Limited, you should at once hand this circular, together with the form of proxy, to the purchaser or transferee or to the bank, stockbroker, licensed securities dealer, registered institution in securities or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

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YIDA 亿达

YIDA CHINA HOLDINGS LIMITED

億達中國控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3639)

RE-ELECTION OF RETIRING DIRECTORS
AND
NOTICE OF THE 2026 ANNUAL GENERAL MEETING

A notice convening the Annual General Meeting of Yida China Holdings Limited to be held at Boardroom, Level 10, Yida Square, No. 93 Dongbei Road, Shahekou District, Dalian, Liaoning Province, PRC on 2 June 2026 at 10:00 a.m. is set out on pages 11 to 12 of this circular.

A form of proxy is published on the website of the Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.yidachina.com). Whether or not you are able to attend the Annual General Meeting, you are requested to complete the form of proxy in accordance with the instructions printed thereon and return it to the Company's share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for the holding of the Annual General Meeting. Completion and return of the form of proxy will not preclude shareholders from attending and voting at the Annual General Meeting if you so wish. If you attend and vote at the Annual General Meeting, the authority of your proxy will be revoked.

8 May 2026

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

"Annual General Meeting"	the 2026 annual general meeting of the Company to be convened and held at Boardroom, Level 10, Yida Square, No. 93 Dongbei Road, Shahekou District, Dalian, Liaoning Province, PRC on 2 June 2026 at 10:00 a.m. or any adjournment thereof, the notice of which is set out on pages 11 to 12 of this circular
"Articles of Association"	the amended and restated articles of association of the Company, as amended from time to time
"Audit Committee"	the audit committee of the company
"Board"	the board of the Directors
"China" or "PRC"	the People's Republic of China
"Company"	Yida China Holdings Limited (億達中國控股有限公司), an exempted company incorporated in the Cayman Islands with limited liability on 26 November 2007, with its Shares listed on the Main Board of the Stock Exchange
"Director(s)"	the director(s) of the Company
"Group"	the Company and its subsidiaries
"Hong Kong"	the Hong Kong Special Administrative Region of the People's Republic of China
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong
"Latest Practicable Date"	8 May 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 Rules"	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended from time to time
"Nomination Committee"	the nomination committee of the Company

"Remuneration Committee"	the remuneration committee of the Company
"RMB"	Renminbi, the lawful currency of the PRC
"SFO"	the 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) of US$0.01 each of the Company
"Shareholder(s)"	the holder(s) of the Share(s)
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"%"	per cent

YIDA CHINA HOLDINGS LIMITED
億達中國控股有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 3639)

Executive Directors:
Mr. Jiang Xiuwen *(Chairman and Chief Executive Officer)*
Mr. Yuan Wensheng

Non-executive Directors:
Mr. Lu Jianhua *(Vice Chairman)*
Mr. Wang Gang
Ms. Jiang Qian

Independent Non-executive Directors:
Mr. Guo Shaomu
Mr. Chen Yi Chuan
Mr. Tong Wing Chi

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

Headquarter in the PRC:
Block 4, Yida Plaza
93 Northeast Road
Shahekou District
Dalian, Liaoning Province
PRC

Principal place of business in Hong Kong:
Room 2008, 20/F
Dah Sing Financial Centre
248 Queen's Road East
Wanchai
Hong Kong

8 May 2026

To the Shareholders

Dear Sir or Madam,

RE-ELECTION OF RETIRING DIRECTORS AND NOTICE OF THE 2026 ANNUAL GENERAL MEETING

INTRODUCTION

The purpose of this circular is to give you the notice of the Annual General Meeting and the information in respect of the resolutions to be proposed at the Annual General Meeting in relation to, among others, the re-election of retiring Directors.

RE-ELECTION OF RETIRING DIRECTORS

In accordance with Article 84 of the Articles of Association, Mr. Yuan Wensheng, an executive Director, Ms. Jiang Qian, a non-executive Director, and Mr. Guo Shaomu, an independent non-executive Director, shall retire and be eligible, and shall offer themselves for re-election at the Annual General Meeting.

The Nomination Committee considered that in view of their diverse and different educational backgrounds and professional knowledge and experience as set out in Appendix to this circular, Mr. Yuan Wensheng, an executive Director, Ms. Jiang Qian, a non-executive Director, and Mr. Guo Shaomu, an independent non-executive Director, will bring valuable perspectives, knowledge, skills and experiences to the Board for its efficient and effective functioning and their appointments will contribute to the diversity (in particular in terms of skills) of the Board, appropriate to the requirements of the Company's business.

Pursuant to the code provision B.2.3 in part 2 of the Corporate Governance Code as set out in Appendix C1 to the Listing Rules, where an independent non-executive Director serves an issuer for more than nine years, any further appointment of such an independent non-executive Director should be subject to a separate resolution to be approved by the Shareholders. As Mr. Guo Shaomu has served as an independent non-executive Director for more than nine years since his appointment in June 2014, separate resolution will be proposed at the Annual General Meeting to further appoint Mr. Guo Shaomu as an independent non-executive Director.

In assessing the re-election of Mr. Guo Shaomu as an independent non-executive Director, the Nomination Committee and the Board have considered his respective contribution and service to the Company, and reviewed his respective expertise and professional qualifications to determine whether Mr. Guo Shaomu satisfies the selection criteria under the nomination policy of the Company and the diversity standards (including but not limited to gender, age, cultural and educational background, professional experience, skills and knowledge) as set out in the board diversity policy of the Company. The Nomination Committee and the Board had also taken into account his respective contributions to the Board, including Mr. Guo Shaomu's experience in investment banking in Hong Kong, and his commitments to his role(s). The Nomination Committee and the Board consider that Mr. Guo Shaomu has the required character and integrity to act as a Director of the Company, and possesses broad and extensive experience and professional knowledge to bring objective and independent judgement to the Board.

The Nomination Committee has received the annual confirmation of independence based on the independence criteria as set out in Rule 3.13 of the Listing Rules from Mr. Guo Shaomu. In assessing the independence of Mr. Guo Shaomu, the Nomination Committee and the Board have assessed and reviewed such annual written confirmation and it is also noted that Mr. Guo Shaomu (i) does not have any relationship with any Directors, senior management or substantial Shareholders or controlling Shareholders of the Company; (ii) is not involved in any relationships or circumstances which would interfere with the exercise of his respective independent judgement as an independent non-executive Director; and (iii) has been providing

objective and independent views to the Company during his respective tenure of office. Based on the above, the Nomination Committee and the Board consider that Mr. Guo Shaomu is independent despite his respective years of service with the Company with reference to Rule 3.13 of the Listing Rules.

At the Annual General Meeting, separate ordinary resolutions will be proposed to re-elect Mr. Yuan Wensheng as executive Director, Ms. Jiang Qian as non-executive Director, and Mr. Guo Shaomu as independent non-executive Director.

The biographical details of the above-named Directors who are subject to re-election at the Annual General Meeting are set out in Appendix to this circular in accordance with the relevant requirements of the Listing Rules.

ANNUAL GENERAL MEETING

Set out on pages 11 to 12 of this circular is the notice of Annual General Meeting at which, inter alia, ordinary resolutions will be proposed to Shareholders to consider and approve the re-election of the retiring Directors.

A form of proxy is published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.yidachina.com). Whether or not you are able to attend the Annual General Meeting, you are requested to complete the form of proxy in accordance with the instructions printed thereon and return it to the Company's branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as possible but in any event not less than 48 hours before the time fixed for the holding of the Annual General Meeting. Completion and delivery of the form of proxy will not preclude you from attending and voting at the Annual General Meeting if you so wish. If you attend and vote at the Annual General Meeting, the authority of your proxy will be revoked.

All resolutions will be put to vote by way of poll at the Annual General Meeting pursuant to Rule 13.39(4) of the Listing Rules. An announcement on the poll results will be made by the Company after the Annual General Meeting in the manner prescribed under Rule 13.39(5) of the Listing Rules.

In relation to ordinary resolution numbered 4 regarding the proposed re-appointment of Prism Hong Kong Limited, Certified Public Accountants, as the auditors of the Company, and the authorisation to the Board to fix their remuneration, the estimated audit fee for the relevant reporting period has been determined by the Company and the auditors after taking into account, among other things, the expected scope of audit work and reporting requirements, the anticipated audit timetable, and the level of audit resources and expertise required. The estimated audit fee for the relevant reporting period is expected to be within the range of RMB3.5 million to RMB3.8 million. The estimated fee is a fair and reasonable assessment based on the facts and circumstances known at the relevant time and is provided for illustrative purposes only; it may be subject to adjustment prior to the final determination of the audit fee.

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 Group. 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.

RECOMMENDATION

The Directors consider that the re-election of the retiring Directors is in the best interests of the Company and the Shareholders as a whole. The Directors therefore recommend the Shareholders to vote in favour of all the resolutions to be proposed at the Annual General Meeting.

Yours faithfully
By order of the Board
Yida China Holdings Limited
Jiang Xiuwen
Chairman and Chief Executive Officer

The biographical details of the Directors (as required by the Listing Rules) proposed to be re-elected at the Annual General Meeting are set out below:

EXECUTIVE DIRECTOR

Mr. Yuan Wensheng (袁文勝), aged 56, was appointed as an executive Director on 31 March 2023. From July 1995 to January 2001, Mr. Yuan worked in the international business department and trade finance department of China Construction Bank (Shandong Branch). From February 2001 to January 2002, he served as the head of trade finance in the international business department of China Merchants Bank (Jinan Branch). From February 2002 to November 2006, he served as the general manager of the international business department and market department of Shenzhen Development Bank (Jinan Branch). From December 2006 to July 2013, Mr. Yuan joined China Minsheng Bank as a senior risk management specialist (at the level of deputy general manager of the head office department), in charge of the policy and portfolio management center, industry research center, product risk management center and operational risk management center. From August 2013 to June 2017, Mr. Yuan served as the general manager of the strategic planning department of Ping An Bank Head Office. From September 2018 to January 2023, Mr. Yuan joined China Minsheng Investment Corp., Ltd. ("**China Minsheng**", together with its subsidiaries, "**China Minsheng Group**"), the controlling shareholder of the Company, and served as the deputy director of the new industry research center, the executive director of the investment management team and the deputy general manager of the asset operation center. Mr. Yuan received his bachelor's degree in electrical automation from Shandong University of Science and Technology (山東科技大學) in 1993, a bachelor's degree in international trade from Nanjing University (南京大學) in 1995, and an MBA degree from Peking University (北京大學) in 2009. Mr. Yuan is a qualified lawyer and senior economist in the PRC.

As at the Latest Practicable Date, Mr. Yuan does not have any interests in the Shares, underlying shares or debentures which are required to be disclosed under Part XV of the SFO. Save as disclosed above, Mr. Yuan has no connection with other directors, senior management or substantial or controlling shareholders of the Company.

Mr. Yuan entered into a service contract with the Company in March 2026 for a term of three years commencing from 31 March 2026, which may be terminated by not less than one month's notice in writing served by either party on the other. Mr. Yuan is entitled to an emolument of HK$60,000 or RMB54,000 (in currencies actually accepted by Mr. Yuan) per annum in the Company as determined by the Board with reference to his job responsibility and prevailing market rate. Mr. Yuan shall also be entitled to discretionary bonus, share options under the share option scheme of the Company and other incentives as determined by the remuneration committee of the Company from time to time with reference to the remuneration policy of the Company. He is subject to retirement by rotation at least once every three years and re-election at the annual general meeting of the Company in accordance with the Articles of Association of the Company.

Save as disclosed above, there is no other information to be disclosed pursuant to any of the requirements set out in Rules 13.51(2)(h) to (v) of the Listing Rules in respect of Mr. Yuan and there are no other matters that need to be brought to the attention of the Shareholders in relation to his re-election.

NON-EXECUTIVE DIRECTOR

Ms. Jiang Qian (蔣倩), aged 37, was appointed as a non-executive Director on 11 February 2022. In 2015, Ms. Jiang joined Zhongmin Investment Management Co., Ltd., a wholly-owned subsidiary of China Minsheng Investment Corp., Ltd. (the controlling shareholder of the Company), and is currently acting as the vice president of the company. From 2012 to 2015, Ms. Jiang served as the senior project manager of the second trust and investment banking department of Hwabao Trust Co., Ltd. Ms. Jiang obtained a bachelor's degree in economics from Xi'an University of Finance and Economics in 2009 and a master's degree in finance from Fudan University in 2012. Ms. Jiang is a Chartered Financial Analyst. Since June 2022, Ms. Jiang has also been an executive Director of New Universe Environmental Group Limited (Stock Code: 0436).

As at the Latest Practicable Date, Ms. Jiang does not have any interests in the Shares, underlying shares or debentures which are required to be disclosed under Part XV of the SFO. Save as disclosed above, Ms. Jiang does not have relationships with other directors, senior management or substantial or controlling shareholders of the Company.

Ms. Jiang entered into a letter of appointment with the Company in February 2025 for a term of three years commencing from 11 February 2025, which may be terminated by not less than one month's notice in writing served by either party on the other. Ms. Jiang is entitled to an emolument of HK$60,000 per annum as determined by the Board with reference to her job responsibility and prevailing market rate. Ms. Jiang shall also be entitled to discretionary bonus, share options under the share option scheme of the Company and other incentives as determined by the remuneration committee of the Company from time to time with reference to the remuneration policy of the Company. She is subject to retirement by rotation at least once every three years and re-election at the annual general meeting of the Company in accordance with the Articles of Association of the Company.

Save as disclosed above, there is no other information to be disclosed pursuant to any of the requirements set out in Rules 13.51(2)(h) to (v) of the Listing Rules in respect of Ms. Jiang and there are no other matters that need to be brought to the attention of the Shareholders in relation to her re-election.

INDEPENDENT NON-EXECUTIVE DIRECTOR

Mr. Guo Shaomu (郭少牧), aged 60, was appointed as an independent non-executive Director on 1 June 2014. Mr. Guo is also a member of the Audit Committee, the chairman of the Remuneration Committee and a member of the Nomination Committee. Mr. Guo has over 13 years of experience in investment banking in Hong Kong. From February 2000 to February 2001, Mr. Guo served as an associate of corporate finance of Salomon Smith Barney, an investment bank principally engaged in providing financial services (an investment banking arm of Citigroup Inc.), where he was primarily responsible for supporting the marketing and execution efforts of the China team. From March 2001 to September 2005, Mr. Guo served as an associate and an associate director of global investment banking of HSBC Investment Banking, an investment bank principally engaged in providing financial services, where he was primarily responsible for the execution of China-related transactions. From October 2005 to April 2007, Mr. Guo served as a vice president and a director of the real estate team of J.P. Morgan Investment Banking Asia, an investment bank principally engaged in providing financial services, where he was primarily responsible for marketing efforts covering the real estate sector in China. From April 2007 to April 2013, Mr. Guo served as a director and a managing director of the real estate team of Morgan Stanley Investment Banking Asia, an investment bank principally engaged in providing financial services, where he was one of the key members responsible for the business in the real estate sector in the Greater China region. Mr. Guo currently serves as an independent non-executive director in Fantasia Holdings Group Co., Limited (stock code: 1777) and Shanghai Heart Care Medical Technology Corporation Limited (stock code: 6609) listed on the Stock Exchange. Mr. Guo was an independent non-executive director of Ganglong China Property Group Limited (stock code: 6968) between June 2020 and December 2023 and was an independent non-executive director of Sunkwan Properties Group Limited (stock code: 6900, the listing status cancelled on 27 October 2025) during the period from 27 October 2020 to 31 July 2024. Mr. Guo was also an independent director of Galaxy Core Inc., a company listed on the Shanghai Stock Exchange (stock code: 688728) between March 2020 and March 2026. Mr. Guo received his bachelor's degree in electrical engineering from Zhejiang University in July 1989, a master's degree in computer engineering from the University of Southern California in May 1993 and a master's degree in business administration from the School of Management of Yale University in May 1998.

As at the Latest Practicable Date, Mr. Guo does not have any interests in the Shares which are required to be disclosed under Part XV of the SFO. Mr. Guo has no connection with other directors, senior management or substantial or controlling shareholders of the Company.

Mr. Guo entered into a letter of appointment with the Company in June 2023 for a term of three years commencing from 27 June 2023, which may be terminated by not less than one month's notice in writing served by either party on the other. Mr. Guo is entitled to a director's fee of RMB300,000 per annum as determined by the Board with reference to his job responsibility and prevailing market rate. Mr. Guo shall also be entitled to discretionary bonus, share options under the share option scheme of the Company and other incentives as determined by the remuneration committee of the Company from time to time with reference

to the remuneration policy of the Company. He is subject to retirement by rotation at least once every three years and re-election at the annual general meeting of the Company in accordance with the Articles of Association of the Company.

Save as disclosed above, there is no other information to be disclosed pursuant to any of the requirements set out in Rules 13.51(2)(h) to (v) of the Listing Rules in respect of Mr. Guo and there are no other matters that need to be brought to the attention of the Shareholders in relation to his re-election.

YIDA CHINA HOLDINGS LIMITED
億達中國控股有限公司

(Incorporated in the Cayman Islands with limited liability)
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NOTICE OF THE 2026 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the annual general meeting of Yida China Holdings Limited (the "**Company**") will be convened and held at Boardroom, Level 10, Yida Square, No. 93 Dongbei Road, Shahekou District, Dalian, Liaoning Province, PRC on 2 June 2026 at 10:00 a.m. for the following purposes:

ORDINARY RESOLUTIONS

To consider and if thought fit, pass the following resolutions (with or without modification) as ordinary resolutions of the Company:

1. To receive, consider and adopt the audited consolidated financial statements for the year ended 31 December 2025 of the Company and the reports of the board of directors (the "**Directors**") and the auditors of the Company.

2. To re-elect the following persons as Directors:

   (a) Mr. Yuan Wensheng (as executive Director);

   (b) Ms. Jiang Qian (as non-executive Director); and

   (c) Mr. Guo Shaomu (as independent non-executive Director (he has served as an independent non-executive Director for over nine years)).

3. To authorise the board of Directors (the "**Board**") to fix the remuneration of the Directors.

4. To re-appoint Prism Hong Kong Limited as the auditor of the Company for the financial year ending 31 December 2026 and authorise the Board to fix its remuneration.

By order of the Board
Yida China Holdings Limited
Jiang Xiuwen
Chairman and Chief Executive Officer

Hong Kong, 8 May 2026

Notes:

(i) A shareholder entitled to attend and vote at the above meeting is entitled to appoint another person as his/her proxy to attend and vote instead of him/her; a proxy need not be a shareholder of the Company.

(ii) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the vote(s) of the other joint holder(s) and for this purpose seniority shall be determined as that one of the said persons so present whose name stands first on the register in respect of such share shall alone be entitled to vote in respect thereof.

(iii) In order to be valid, a form of proxy must be deposited the Company's share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong together with the power of attorney or other authority (if any) under which it is signed (or a certified copy thereof) not less than 48 hours before the time appointed for the holding of the above meeting or any adjournment thereof. The completion and return of the form of proxy shall not preclude shareholders of the Company from attending and voting in person at the above meeting (or any adjourned meeting thereof) if they so wish.

(iv) For determining the entitlement to attend and vote at the above meeting, the transfer books and register of members will be closed from Thursday, 28 May 2026 to Tuesday, 2 June 2026, both days inclusive, during which period no share transfers can be registered. In order to be eligible to attend and vote at the above meeting, unregistered holders of shares of the Company should ensure that all share transfer documents accompanied by the relevant share certificates must be lodged with the Company's Share Registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Wednesday, 27 May 2026. The record date for such purposes is Tuesday, 2 June 2026.

(v) In respect of ordinary resolution no. 2 above, Mr. Yuan Wensheng, an executive Director, Ms. Jiang Qian, a non-executive Director, and Mr. Guo Shaomu, an independent non-executive Director, shall retire and being eligible, shall offer themselves for re-election at the above meeting. Details of the above directors are set out in Appendix to the Circular.

As at the date of this notice, the executive Directors are Mr. Jiang Xiuwen and Mr. Yuan Wensheng; the non-executive Directors are Mr. Lu Jianhua, Mr. Wang Gang and Ms. Jiang Qian; and the independent non-executive Directors are Mr. Guo Shaomu, Mr. Chen Yi Chuan and Mr. Tong Wing Chi.