



YANGZIJANG FINANCIAL HOLDING LTD.

(Company Registration No.: 202143180K)
(Incorporated in the Republic of Singapore)

NOTICE OF EXTRAORDINARY GENERAL MEETING

Unless otherwise defined, all capitalised terms herein shall bear the same meanings as used in the circular dated 12 August 2025 (the "Circular") issued by Yangzijiang Financial Holding Ltd. (the "Company").

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the "EGM") of the Company will be held at 60 Stevens Road, Level 2, Metropolitan YMCA Singapore, The Vine Ballroom, Singapore 257854, on Thursday, 4 September 2025 at 3.00 p.m. for the purpose of considering and, if thought fit, passing with or without modifications, the following ordinary resolutions and special resolution.

ORDINARY RESOLUTION 1 – THE PROPOSED SPIN-OFF, WHICH CONSTITUTES A MAJOR TRANSACTION UNDER CHAPTER 10 OF THE LISTING MANUAL

THAT subject to and contingent upon the passing of Ordinary Resolution 2, the Special Resolution and the satisfaction of the other conditions in the Circular, pursuant to Chapter 10 of the Listing Manual, approval be and is hereby given for the proposed spin-off of the Maritime Fund and Maritime Investments Business of the Company (the "Proposed Spin-off"), which constitutes a major transaction under Chapter 10 of the Listing Manual, and that:

- approval be and is hereby given for the Company to carry out and implement the Proposed Spin-off, as well as any other transactions contemplated thereunder;
- approval be and is hereby given for the payment of all fees and expenses relating to the Proposed Spin-off;
- the Company and any Director be and is/are hereby authorised and empowered to complete and do all such acts and things (including executing all such documents as may be required) and to approve, amend, modify, supplement and execute such documents, as they may consider expedient or necessary in connection with any of the aforesaid transactions or to give effect to any of the aforesaid transactions and generally to do all such things as he deems necessary or expedient for all the foregoing purposes; and
- any acts, matters and things done or performed, and/or documents signed, executed, sealed and/or delivered by any one Director in connection with the Proposed Spin-off and this resolution be and are hereby approved, confirmed and ratified.

ORDINARY RESOLUTION 2 – THE PROPOSED DILUTION

THAT subject to and contingent upon the passing of Ordinary Resolution 1 and the Special Resolution and the receipt of the relevant approvals set out in the Circular:

- pursuant to Rule 805(2) of the Listing Manual, approval be and is hereby given for the dilution of the Company's interest in YZJ Maritime by 20.0% or more resulting from the Proposed Placement;
- the Directors and each of them be and are hereby authorised to do all acts and things and to execute all such documents as they or he may consider necessary or expedient to give effect to the Proposed Placement as set out in these resolutions; and
- any acts, matters and things done or performed, and/or documents signed, executed, sealed and/or delivered by any one Director in connection with the Proposed Placement and this resolution be and are hereby approved, confirmed and ratified.

SPECIAL RESOLUTION – THE PROPOSED CAPITAL REDUCTION AND YZJ MARITIME DISTRIBUTION

THAT subject to and contingent upon the passing of Ordinary Resolution 1 and Ordinary Resolution 2, and the receipt of the relevant approvals set out in the Circular, pursuant to Regulation 11A of the Constitution of the Company and Section 78C of the Companies Act:

- the issued and paid-up share capital of the Company be reduced by approximately S\$2.00 billion, from approximately S\$4.09 billion as at the Latest Practicable Date to approximately S\$2.09 billion as at the Latest Practicable Date (the "Proposed Capital Reduction") and that such reduction be effected by the YZJ Maritime Distribution to the Entitled Shareholders, being registered holders of the Shares, other than the Company, except that where the registered holder is The Central Depository (Pte) Limited ("CDP"), the term "Shareholders" shall mean the Depositors (other than the Company) as defined under the Companies Act as at a books closure date to be determined by the Directors (the "Books Closure Date");
- the YZJ Maritime Shares be distributed free of encumbrances and together with all rights attaching thereto on and from the Books Closure Date;
- any fractional entitlements to YZJ Maritime Shares be disregarded, or otherwise dealt with in such manner and on such terms and conditions as the Directors may, in their absolute discretion, deem fit for the benefit of the Company;
- where the Directors of the Company are of the view that the distribution of the YZJ Maritime Shares to any Shareholder whose registered address as recorded in the Register of Members of the Company or in the Depository Register maintained by CDP on the Books Closure Date is outside Singapore (the "Overseas Shareholders") may infringe any foreign law or may necessitate compliance with conditions or requirements which the Directors, in their sole and absolute discretion, regard as onerous or impracticable by reason of costs, delay or otherwise, such YZJ Maritime Shares shall not be distributed to such Overseas Shareholders, but shall be dealt with in the manner set out in paragraph (e) below;
- the YZJ Maritime Shares which would otherwise be distributed to the Overseas Shareholders pursuant to the YZJ Maritime Distribution be distributed to such person(s) as the Directors may appoint, who shall sell the same and thereafter distribute the aggregate amount of the net proceeds, after deducting all dealings and other expenses in connection therewith, proportionately among such Overseas Shareholders in accordance with their respective entitlements to the YZJ Maritime Shares as at the Books Closure Date, in full satisfaction of their rights to the YZJ Maritime Shares, provided that where the net proceeds to which any particular Overseas Shareholder is entitled are less than S\$10.00, such net proceeds shall be retained for the benefit of the Company, and no Overseas Shareholder shall have any claim whatsoever against the Company or any other person in connection therewith;
- the Directors and each of them be and are hereby authorised to do all acts and things (including, without limitation, executing all such documents as may be required) as they or each of them deem desirable, necessary or expedient to give effect to the Proposed Capital Reduction and YZJ Maritime Distribution as they or each of them may in their or each of their absolute discretion deem fit in the interests of the Company; and
- any acts, matters and things done or performed, and/or documents signed, executed, sealed and/or delivered by any one Director in connection with the Proposed Capital Reduction, the YZJ Maritime Distribution and this resolution be and are hereby approved, confirmed and ratified.

Shareholders should note that **Ordinary Resolution 1, Ordinary Resolution 2 and the Special Resolution are inter-conditional**, meaning that:

- the passing of the Special Resolution is conditional upon the passing of Ordinary Resolution 1 and Ordinary Resolution 2;
- the passing of Ordinary Resolution 1 is conditional upon the passing of Ordinary Resolution 2 and the Special Resolution; and
- the passing of Ordinary Resolution 2 is conditional upon the passing of Ordinary Resolution 1 and the Special Resolution.

BY ORDER OF THE BOARD

YANGZIJANG FINANCIAL HOLDING LTD.

Ren Yuanlin
Executive Chairman and CEO
12 August 2025

NOTES:

Access to Documents for the EGM

- The Company has opted for electronic dissemination of the Circular and printed copies of the Circular will not be sent to Shareholders. Instead, the Circular will be sent to Shareholders by electronic means via publication on SGXNet and the Company's corporate website at the URL <https://www.yzjfin.com/>.
- Printed copies of this Notice of EGM and the accompanying Proxy Form will be sent by post to Shareholders and have also been published on SGXNet and the Company's website (together with the Circular) at the URL <https://www.yzjfin.com/>.
- Shareholders may access the Circular, this Notice of EGM and the accompanying Proxy Form at the Company's website at the URL <https://www.yzjfin.com/>. Any Shareholder who wishes to request for a printed copy of the Circular should email their request to public@yzjfin.com no later than 26 August 2025 and provide their particulars as follows:
 - Full name (for individuals)/company name (for corporates);
 - NRIC or Passport Number (for individuals)/Company Registration Number (for corporates); and
 - Mailing address.

Submission of Proxy Forms to Vote

- A member of the Company who is not a relevant intermediary is entitled to appoint not more than two proxies to attend physically, speak and vote at the EGM. Where such member's proxy form appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy (expressed as a percentage as a whole) shall be specified in the proxy form. If no percentage is specified, the first named proxy shall be deemed to represent 100 per cent of the shareholdings and the second named proxy shall be deemed to be an alternate to the first named proxy.
 - A member of the Company who is a relevant intermediary is entitled to appoint more than two proxies to attend, speak and vote at the meeting, but each proxy must be appointed to exercise the rights attached to a different Share or Shares held by such member. Where such member's proxy form appoints more than two proxies, the number and class of Shares in relation to which each proxy has been appointed shall be specified in the proxy form. In relation to a relevant intermediary who wishes to appoint more than two proxies, it should annex to the proxy form the list of proxies, setting out, in respect of each proxy, the name, address, NRIC/passport number and proportion of shareholding (number of Shares, class of Shares and percentage) in relation to which the proxy has been appointed. For the avoidance of doubt, a CPF Agent Bank who intends to appoint CPF/SRS investors as its proxies shall comply with this Note.

"Relevant intermediary" has the meaning ascribed to it in Section 181 of the Companies Act 1967 of Singapore.

- A proxy need not be a member of the Company.
- The instrument appointing a proxy or proxies must, (a) if submitted by post, be lodged at the registered office of the Company at 9 Raffles Place, #26-01, Republic Plaza, Singapore 048619 or (b) if submitted electronically, be submitted via email to public@yzjfin.com (Attention: YZJFH Team), in any case, by no later than 3.00 p.m. on 1 September 2025, being not less than 72 hours before the time appointed for the EGM. Completion and return of the instrument appointing a proxy shall not preclude a member from attending and voting at the EGM. Any appointment of a proxy or proxies shall be deemed to be revoked if a member attends the EGM in person and, in such event, the Company reserves the right to refuse to admit any person or persons appointed under the instrument of proxy, to the EGM.
- The Company shall be entitled to reject an instrument of proxy which is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified on the instrument of proxy. In addition, in the case of Shares entered in the Depository Register, the Company may reject an instrument of proxy if the member, being the appointor, is not shown to have Shares entered against his name in the Depository Register as at 72 hours before the time appointed for holding the EGM, as certified by The Central Depository (Pte) Limited to the Company. A Depositor shall not be regarded as a member of the Company entitled to attend the EGM and vote thereat unless his name appears on the Depository Register 72 hours before the time appointed for the EGM.

Submission of Questions

- Shareholders can submit substantial and relevant questions relating to the resolutions to be tabled for approval at the EGM, in advance of the EGM, to the Company electronically via email to yzjfh@financialpr.com.sg (Attention: YZJFH Team), by 3.00 p.m. on 28 August 2025.
- When submitting substantial and relevant questions electronically via email or by post, Shareholders must provide the Company with the following details to enable the Company to verify their status as Shareholders: (a) status: individual shareholder or corporate representative; (b) full name/full company name (as per CDP/CPF/SRS/Scrip-based records); (c) NRIC/FIN/Passport number/Registration number; (d) email address; and (e) contact number (optional).
- Persons who hold Shares through Relevant Intermediaries (as defined under Section 181(6) of the Companies Act) (other than CPF/SRS investors) should contact their respective Relevant Intermediaries through which they hold such Shares to submit their questions relating to the resolution to be tabled for approval at the EGM based on the abovementioned instructions.

Other Information

- We will publish the minutes of the EGM on our corporate website and SGXNet within one month after EGM, and the minutes will include the responses to substantial and relevant questions from Shareholders which are addressed during the EGM.
- The voting at the EGM will be conducted by poll.

Personal Data Privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the EGM and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents or service providers) for the purpose of the processing, administration and analysis by the Company (or its agents or service providers) of proxies and representatives appointed for the EGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, take-over rules, regulations and/or guidelines (collectively, the "Purposes"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents or service providers), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents or service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.