Bairong Inc.
百融雲創

(A company controlled through weighted voting rights and incorporated in the Cayman Islands with limited liability)

(Stock Code: 6608)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an extraordinary general meeting (the "**EGM**") of Bairong Inc. (the "**Company**") will be held at Room 1819, 18th Floor, China Building, 29 Queen's Road Central, Central, Hong Kong on Thursday, 16 July 2026 at 10:00 a.m. for the following purposes:

ORDINARY RESOLUTION

"**THAT**

(a) the warrant placing agreement dated 20 April 2026 (which was amended and supplemented by a supplemental agreement dated 17 June 2026 (the "**Supplemental Agreement**")) (the "**Warrant Placing Agreement**") entered into between the Company as issuer and Lego Securities Limited as placing agent (the "**Placing Agent**"), pursuant to which the Placing Agent has conditionally agreed to place, on a best effort basis, subject to the fulfilment of certain terms and conditions as set out in the Warrant Placing Agreement, to not less than six (6) warrant placees at the issue price of HK$0.29 each, up to 37,393,500 non-listed transferable warrants (the "**Warrants**") conferring rights to subscribe new class B ordinary shares with a par value of US$0.00002 each in the share capital of the Company, exercisable in whole or in part at any time during the exercise period of two (2) years commencing from the date of issue of the Warrants (a copy of the Warrant Placing Agreement, the Supplemental Agreement and the draft instrument have been marked "A", "B" and "C" respectively, and initialled by the chairman of the EGM for identification purpose) be and are hereby approved, ratified and confirmed;

(b) the creation and issue of the Warrants by the Company in accordance with the terms and conditions of the Warrant Placing Agreement and the instrument of the Warrants be and are hereby approved, ratified and confirmed;

(c) conditional upon, among others, The Stock Exchange of Hong Kong Limited granting the listing of, and permission to deal in, the Warrant Shares (as defined below), the directors of the Company be and are hereby granted a specific mandate for the allotment and issue of up to a maximum number of 37,393,500 new class B ordinary shares with a par value of US$0.00002 each in the share capital of the Company (the "**Warrant Share(s)**") credited as fully paid at the initial exercise price of HK$8.0 per Warrant Share (subject to adjustments and the terms and conditions as set out in the draft instrument), which may fall to be allotted and issued upon the exercise of the subscription rights attaching to the Warrants; and

(d) any one director of the Company be and is hereby authorised to do all such acts and things (including, without limitation, signing, executing (under hand or under seal), perfecting and delivery of all agreements, documents and instruments) which are in his opinion necessary, appropriate, desirable or expedient to implement or to give effect to the terms of the Warrant Placing Agreement and the transactions contemplated thereunder and all other matters incidental thereto or in connection therewith and to agree to and make such variation, amendment and waiver of any of the matters relating thereto or in connection therewith."

By order of the Board
Bairong Inc.
Zhang Shaofeng
Chairman and Executive Director

Hong Kong, 26 June 2026

Registered Office:
PO Box 309, Ugland House
Grand Cayman KY1-1104
Cayman Islands

Headquarters:
1-3/F, Tower A, No. 10 Furong Street
Chaoyang District, Beijing, China

Principal Place of Business in Hong Kong:
31/F, Tower Two, Times Square
1 Matheson Street, Causeway Bay
Hong Kong

Notes:

(1) A form of proxy for use at the EGM is enclosed herewith.

(2) The register of members of the Company will be closed from Monday, 13 July 2026 to Thursday, 16 July 2026 (both days inclusive) during which period no transfer of share(s) will be effected. In order to determine the eligibility to attend and vote at the EGM, all transfer of share(s), accompanied by the relevant share certificate(s) with the properly completed transfer form(s) either overleaf or separately, must be lodged with the share registrar of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for registration not later than 4:30 p.m. on Friday, 10 July 2026. The record date for determining shareholders' eligibility to attend and vote at the EGM is Thursday, 16 July 2026.

(3) Any shareholder entitled to attend and vote at the EGM or at any adjourned meeting thereof (as the case may be) is entitled to appoint another person as his/her proxy to attend and vote instead of him/her. A shareholder who is the holder of two or more shares may appoint not more than two proxies, or more than two proxies provided that the shareholder is a clearing house (who must be an individual or individuals) to attend and vote instead of him/her on the same occasion. A proxy need not be a shareholder of the Company but must attend the EGM or at any adjourned meeting thereof (as the case may be) in person to represent him/her.

(4) In order to be valid, a form of proxy in the prescribed form together with the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power or authority, must be lodged with the share registrar of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, not later than 48 hours (i.e. not later than 10:00 a.m., on Tuesday, 14 July 2026, Hong Kong time) before the time appointed for holding the EGM or any adjourned meeting thereof (as the case may be). Such prescribed form of proxy for use at the EGM is also published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.brgroup.com).

(5) Completion and return of the form of proxy will not preclude shareholders from attending and voting in person at the EGM or at any adjourned meeting thereof (as the case may be) should they so wish, and in such event, the form of proxy shall be deemed to be revoked.

(6) Where there are joint registered holders of any share(s), any one of such joint holders may attend and vote at the EGM or at any adjourned meeting thereof (as the case may be), either in person or by proxy, in respect of such share(s) as if he/she was solely entitled thereto, but if more than one of such joint holders are present at the EGM or at any adjourned meeting thereof (as the case may be), the most senior shall alone be entitled to vote, whether in person or by proxy. For this purpose, seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.

(7) The ordinary resolution set out above will be determined by way of a poll.

As at the date of this notice, the Board comprises of Mr. Zhang Shaofeng, Ms. Wang Qing and Mr. Chan Chun Kit as executive Directors, Professor Liao Jianwen as non-executive Director, and Professor Chen Zhiwu, Mr. Zhou Hao and Dr. Li Yao as independent non-executive Directors.