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MOKINGRAN JEWELLERY GROUP CO., LTD.

夢金園黃金珠寶集團股份有限公司

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

(Stock Code: 2585)

NOTICE OF 2025 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 2025 annual general meeting (the “AGM”) of MOKINGRAN JEWELLERY GROUP CO., LTD. (the “**Company**”) will be held at Mokingran Town, No. 1998 North Three Mile Road, Economic and Technological Development Zone, Changle County, Weifang City, Shandong Province at 2:30 p.m. on Friday, May 8, 2026 to consider and, if thought fit, approve the following resolutions. Unless otherwise defined, capitalized terms used herein shall have the same meanings as those defined in the circular of the Company dated April 16, 2026 (the “**Circular**”).

ORDINARY RESOLUTIONS

1. To receive, consider and approve the working report of the Board of Directors.
2. To consider and approve the profit distribution plan for 2025.
3. To consider and approve the application to banks and other financial institutions for Composite Credit Facilities for 2026.
4. To consider and approve the guarantee plan for 2026.
5. To receive, consider and approve the 2025 annual report of the Company.
6. To consider and approve the re-appointment of Deloitte Touche Tohmatsu as auditor of the Company and authorize the Board of Directors to determine its remuneration.
7. To consider and approve the estimated limit for the Company’s futures and derivatives transactions for 2026.

SPECIAL RESOLUTIONS

To consider and, if thought fit, pass with or without amendments, the following resolution as a special resolution:

8. **“THAT:**

- (1) the Board of Directors be and is hereby granted generally and unconditionally a general mandate to issue, allot and deal with additional ordinary Shares in the capital of the Company, and to make or grant offers, agreements, options and securities convertible or exchangeable into Shares or similar rights in respect thereof, subject to the following conditions:
 - (a) such mandate shall not exceed beyond the Relevant Period save that the Board of Directors may, during the Relevant Period, make or grant offers, agreements, options, or securities convertible or exchangeable into Shares or similar rights which might require the exercise of such powers before the end of the Relevant Period;
 - (b) the aggregate number of Shares allotted or conditionally or unconditionally to be allotted (whether pursuant to an option or otherwise) by the Board of Directors shall not exceed 20% of the aggregate number of Shares in issue as at the date of the passing of this resolution;
 - (c) the Board of Directors will only exercise its power under such mandate in accordance with the Company Law and the Listing Rules (may be amended from time to time) and only if all necessary approvals from the China Securities Regulatory Commission and/or relevant PRC government authorities are obtained;

For the purpose of this resolution:

“Relevant Period” means the period from the passing of this resolution until the earliest of:

- (A) the conclusion of the next annual general meeting of the Company following the passing of this resolution; or
- (B) the expiration of the 12-month period following the passing of this resolution; or
- (C) the date on which the authority set out in this resolution is revoked or varied by a special resolution of the shareholders of the Company in a general meeting; and

- (2) subject to the Board of Directors resolving to issue shares pursuant to subparagraph (1) of the relevant resolution, the Board of Directors be authorised to:
- (a) approve, execute and do or procure to be executed and done, all such documents, deeds and things as it may consider necessary in connection with the issue of such new Shares including, without limitation, determining the time and place of issuance, making all necessary applications to the relevant authorities, entering into an underwriting agreement (or any other agreement);
 - (b) determine the use of proceeds and make all necessary filings and registrations with the relevant PRC, Hong Kong and other authorities; and
 - (c) increase the registered capital of the Company in accordance with the actual increase of capital by issuing Shares pursuant to sub-paragraph (1) of this resolution, to register the increase of capital with the relevant authorities in PRC and to make such amendments to the Articles of Association as it thinks fit so as to reflect the increase and any other changes in the registered capital of the Company.”

9. **“THAT:**

- (1) the Board of Directors be and is hereby generally and unconditionally granted a general mandate to repurchase ordinary shares (all of which are H Shares) in issue on the Stock Exchange with an aggregate nominal value of not exceeding 10% of the aggregate nominal value of ordinary shares in issue as at the date of passing of such special resolution(s) at the AGM subject to the following conditions:
- (a) the special resolution(s) for approving the grant of the Repurchase Mandate being passed at the AGM;
 - (b) the approvals of and/or filings with SAFE (or its successor authority) and/or any other regulatory authorities as may be required by the laws, rules and regulations of PRC being obtained by the Company, if appropriate;
 - (c) the Company not having been required by any of its creditors to repay or to provide guarantee in respect of any amount due to any of them (or if the Company is so required by any of its creditors, the Company having, in its absolute discretion, repaid or provided guarantee in respect of such amount) pursuant to the provisions of the Articles of Association. If the Company determines to repay any amount to any of its creditors in circumstances described under conditions above, it expects to do so out of its internal resources. If the above conditions are not fulfilled, the Repurchase Mandate will not be exercisable by the Directors;

- (d) the Repurchase Mandate will expire on the earlier of (i) the conclusion of the next annual general meeting of the Company; or (ii) the expiry of a period of 12 months following the passing of the relevant resolution(s) at the AGM; or (iii) the date on which the authority conferred by the special resolution(s) is revoked or varied by a special resolution of the Shareholders in a general meeting;
 - (e) the Repurchase Mandate shall not be exercisable at any time after inside information has come to the Company's knowledge until the information is made publicly available;
 - (f) the Repurchase Mandate shall not be exercisable by the Company during the period of one month immediately preceding the earlier of (i) the date of the board meeting (as such date is first notified to the Stock Exchange in accordance with the Listing Rules) for the approval of the Company's results for any year, half-year, quarterly (if applicable) or any other interim period (whether or not required under the Listing Rules); and (ii) the deadline for the Company to announce its results for any year or half-year under the Listing Rules, or quarterly or any other interim period (whether or not required under the Listing Rules), and ending on the date of the results announcement; and
- (2) subject to the Board of Directors resolving to repurchase Shares pursuant to subparagraph (1) of this resolution, the Board of Directors be and is hereby authorized to do all such deeds, acts, matters and things necessary or desirable for the purpose of or in connection with the exercise of the general mandate to repurchase Shares, including, among others, to amend the Articles of Association and to cancel the Shares repurchased upon the exercise of such general mandate.”

Further details of the above resolutions submitted to the AGM are set out in the Circular and are available for viewing on the website of the Stock Exchange (www.hkexnews.hk) and the website of the Company (www.mokingran.com).

Yours faithfully
On behalf of the Board
MOKINGRAN JEWELLERY GROUP CO., LTD.
WANG Zhongshan
Chairman

Shandong, PRC
April 16, 2026

Notes:

1. In order to determine the list of Shareholders entitled to attend and vote at the AGM, the registers of members of the Company will be closed from Tuesday, May 5, 2026 to Friday, May 8, 2026 (both days inclusive), during which no transfer of Shares will be registered. Shareholders whose names appear on the registers of members of the Company on Tuesday, May 5, 2026 shall be entitled to attend and vote at the AGM. In order for the Shareholders to qualify to attend and vote at the AGM, all transfers accompanied by the relevant share certificates must be lodged with the Company's H Share registrar 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 by 4:30 p.m. on Monday, May 4, 2026 for registration.

The Board of Directors proposes to distribute a final dividend of RMB0.3 per share (including tax) for the year ended December 31, 2025, subject to the approval of the 2025 profit distribution plan by Shareholders at the AGM.

In order to determine the list of Shareholders entitled to the final dividend, the register of members of the Company will be closed from Thursday, May 14, 2026 to Tuesday, May 19, 2026 (both days inclusive), during which no transfer of shares will be effected. The record date for the purpose of determining the eligibility of the Proposed Final Dividend is Tuesday, May 19, 2026. To be eligible for receiving the Proposed Final Dividend, holders of H Shares whose transfer documents have not been registered are required to deposit all completed documents relating to share transfer accompanied by the relevant share certificates to the H Share registrar of the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 4:30 p.m. on Wednesday, May 13, 2026.

2. Shareholders may, by completing the form of proxy of the Company, appoint one or more proxies to attend and vote at the AGM (or any adjournment thereof) on their behalf. A proxy needs not be a Shareholder.
3. Shareholders must use the form of proxy of the Company for appointing a proxy and the appointment must be in writing. The form of proxy must be signed by the relevant Shareholder or by a person duly authorized by the relevant Shareholder in writing (“**Power of Attorney**”). If the form of proxy is signed by the person authorized by the relevant Shareholder as aforesaid, the relevant Power of Attorney and other relevant documents of authorization (if any) must be notarized. If a corporate Shareholder appoints a person other than its legal representative to attend the AGM (or any adjournment thereof) on its behalf, the relevant form of proxy must be affixed with the company seal of the corporate Shareholder or duly signed by its director or any other person duly authorized by that corporate Shareholder of the Company as required by the articles of association of such company.
4. To be valid, the form of proxy and the relevant notarized Power of Attorney (if any) and other relevant documents of authorization (if any) as mentioned in Note 3 above must be delivered to the Company's H Share registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 24 hours before the time appointed for the AGM (or any adjournment thereof) (i.e. before 2:30 p.m. on Thursday, May 7, 2026). Completion and return of the form of proxy shall not preclude you from attending, and voting in person at the AGM or any adjournment thereof if you so desire.
5. A Shareholder or his proxy should produce proof of identity when attending the AGM (or any adjournment thereof). If a corporate Shareholder's legal representative or any other person duly authorized by such corporate Shareholder attends the AGM (or any adjournment thereof), such legal representative or other person shall produce his proof of identity, and proof of designation as a legal representative or the valid authorization document (as the case may be).
6. The AGM (or any adjournment thereof) is expected to last less than one day. Shareholders or their proxies who attend the AGM (or any adjournment thereof) shall bear their own travelling, meal and accommodation expenses.

7. The address of the Company's H Share registrar, Computershare Hong Kong Investor Services Limited is:

Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (For lodging share transfer documents)

17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (For deposit of proxy form)

Tel No.: 852-2862-8555

Fax No.: 852-2865-0990

8. Pursuant to Rule 13.39(4) of the Listing Rules, any vote of shareholders at a general meeting must be taken by poll except where the chairman of the general meeting, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands.

As at the date of this notice, the Board comprises Mr. WANG Zhongshan, Ms. ZHANG Xiuqin, Mr. WANG Guoxin and Mr. WANG Zegang as executive Directors; and Mr. BAI Xianyue, Mr. WENG Xin and Mr. DING Xiaodong as independent non-executive Directors.