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FS.COM Limited

深圳市飛速創新技術股份有限公司

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

(Stock code: 3355)

Notice of the 2025 Annual General Meeting

NOTICE IS HEREBY GIVEN THAT the 2025 annual general meeting (the “**AGM**”) of FS.COM Limited (the “**Company**”) will be held at Salon Hall, 5th Floor, Park Hyatt Shenzhen, No. 5023 Yitian Road, Futian District, Shenzhen, PRC on Thursday, May 28, 2026 at 10:00 a.m. for the purpose of considering and, if thought fit, passing the following resolutions. In this notice, unless the context otherwise requires, capitalised terms used herein shall have the same meanings as defined in the Company’s circular dated May 8, 2026 (the “**Circular**”).

ORDINARY RESOLUTIONS

1. To consider and approve the work report of the Board for 2025;
2. To consider and approve the work report of the Supervisory Committee for 2025;
3. To consider and approve the financial statements for 2025;
4. To consider and approve the annual report for 2025;
5. To consider and approve the profit distribution plan for 2025;
6. To consider and approve the proposed remuneration of the Directors and Supervisors;
7. To consider and approve the proposed re-appointment of Deloitte Touche Tohmatsu as the auditor of the Company for 2026 and to authorize the Board or a person authorized by the Board to determine their remuneration; and
8. To consider and approve the use of self-owned funds for cash management.

SPECIAL RESOLUTIONS

9. To consider and if thought fit, pass with or without amendments, the resolution regarding the proposed grant of a general mandate to issue H Shares:

- (1) To authorise the Board and the persons authorised by the Board (unless otherwise provided by the applicable laws and regulations in respect of matters of sub-delegation) to decide at their absolute discretion to allot, issue and deal with additional H Shares based on the needs of the Company from time to time and market conditions, and to determine the terms and conditions of the allotment, issuance and dealing of additional H Shares, including but not limited to:
- a. subject to market conditions and the needs of the Company, to decide to allot, issue and deal with (including the sale or transfer of any treasury shares, if applicable) additional H Shares of the Company (including, but not limited to, ordinary shares, warrants, convertible bonds and other securities carrying rights to subscribe for or convert into Shares of the Company), and to make or grant offers, agreements and options which would or might require the exercise of such powers;
 - b. the number of H Shares approved by the Board to be allotted or conditionally or unconditionally agreed to be allotted, issued and otherwise dealt with (excluding Shares issued by way of capitalization of capital reserve) shall not exceed 20% of the total number of issued H Shares of the Company (excluding any treasury shares) on the date of approval of this resolution by the AGM;
 - c. to formulate and implement specific issuance plans, including but not limited to the class of Shares to be issued, pricing method and/or issue price (including price range), number of Shares to be issued, target subscribers, use of proceeds, the timing of issuance, the period of issuance, whether to offer Shares to existing Shareholders on a pro rata basis, and other matters required to be included in the specific issuance plan by relevant laws, regulations, regulatory documents and requirements of relevant regulatory authorities;
 - d. to engage intermediaries in relation to the issuance matters under the general mandate; to approve and execute all acts, deeds, documents and other related matters as may be necessary, appropriate, desirable or incidental to the issuance; to review, approve and execute on behalf of the Company agreements relating to the issuance, including but not limited to placing and underwriting agreements and engagement agreements with intermediaries;
 - e. to review, approve and execute, on behalf of the Company, statutory documents to be submitted to the relevant regulatory authorities in connection with the issuance. To complete the relevant approval procedures in accordance with the requirements of the regulatory authorities and the place of listing of the Company, and to handle all necessary filing, registration and record-filing procedures with the relevant governmental authorities in Hong Kong and/or any other regions and jurisdictions (as applicable);
 - f. to amend the agreements and statutory documents mentioned in items d and e above in accordance with relevant laws, regulations, regulatory documents and requirements of relevant regulatory authorities;
 - g. to approve the increase in the registered capital of the Company following the issuance of new H Shares and to make such amendments to the Articles of Association relating to the total share capital, shareholding

structure and other relevant matters as the Board considers appropriate and necessary, and to authorize the management of the Company to complete relevant procedures and take any other necessary actions as may be required under domestic and overseas requirements.

- (2) To agree that, upon approval and authorization by the AGM of the above matters, the Board and its authorized persons may implement the specific matters relating to the issuance of additional H Shares based on the needs of the Company and other market conditions.
 - (3) To authorize the Board and its authorized persons to approve, execute and publish relevant documents, announcements and circulars, and make relevant information disclosures in accordance with applicable laws, regulations, regulatory documents, requirements of relevant regulatory authorities and regulatory rules of the place of listing of the Company.
 - (4) For the purpose of this resolution, the general mandate to issue additional H Shares of the Company shall be effective from the date of its approval by the AGM until the earlier of the following:
 - a. the date of conclusion of the Company's annual general meeting for the year 2026 to be held in 2027; or
 - b. the date on which the general mandate to issue H Shares is revoked or varied by a special resolution of a general meeting.
10. To consider and if thought fit, pass with or without amendments, the resolution regarding the proposed grant of a general mandate to repurchase H Shares:
- (1) Subject to paragraphs (2) and (3) below, the Board be and is hereby authorized to exercise all powers of the Company to repurchase the issued H Shares of the Company (the "**H Shares**") on The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") during the Relevant Period (as defined below), in compliance with all applicable laws, regulations, rules and/or requirements of the relevant governmental or regulatory authorities in charge of securities affairs in China, the Stock Exchange or any other governmental or regulatory authority.
 - (2) Subject to the approval granted in paragraph (1) above, the total number of H Shares of the Company authorized to be repurchased during the Relevant Period shall not exceed 5% of the total number of issued and fully paid H Shares of the Company as at the date of passing of this resolution (excluding H Shares that have been repurchased but not cancelled; excluding treasury shares, if any).
 - (3) The approval set out in paragraph (1) above is conditional upon satisfaction of each of the following conditions:
 - a. the special resolution regarding the grant of the Repurchase Mandate having been approved at the AGM;

- b. the Company having obtained the approval from relevant regulatory authorities (if applicable) as may be stipulated under the PRC laws, rules and regulations; and
 - c. the Company has not 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 has, 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.
- (4) Upon obtaining the approval of all relevant regulatory authorities in China for the repurchase of such H Shares (if applicable) and upon the Board resolving to repurchase H Shares pursuant to paragraph (1) of this resolution, the Board or its authorized persons be and is hereby authorized to carry out the following matters, including but not limited to:
- a. formulating and implementing specific repurchase plans in accordance with the provisions of relevant laws and regulations such as the Company Law, the Hong Kong Listing Rules and the Articles of Association, including but not limited to determining the timing, term, price and quantity of the repurchase;
 - b. notifying creditors and making announcements in accordance with the provisions of laws and regulations such as the Company Law and the Articles of Association;
 - c. opening overseas share accounts and fund accounts and handling the corresponding foreign exchange change registration procedures (if necessary);
 - d. performing relevant approval or filing procedures in accordance with applicable laws, regulations and regulatory requirements (if involved);
 - e. holding the repurchased H Shares as treasury shares and disposing of such shares in accordance with the provisions of the Articles of Association and the Hong Kong Listing Rules, or handling the cancellation of the repurchased shares, reducing the registered capital of the Company to reflect the number of H Shares repurchased pursuant to the Repurchase Mandate, amending the relevant contents of the Articles of Association concerning the total share capital, share capital structure, etc., and handling the change registration and filing procedures;

- f. signing and handling all other documents and matters related to the repurchase of shares; and
 - g. authorising the Board to delegate the above powers to the Chairman of the Company and the persons authorised by him to specifically handle the above matters within the scope of the above authorization.
- (5) For the purpose of this resolution, “**Relevant Period**” means the period commencing from the date on which the resolution is considered and passed at the AGM and ending on the earlier of the following:
- a. the date of conclusion of the Company’s annual general meeting for the year 2026 to be held in 2027; or
 - b. the date on which the general mandate to repurchase H Shares is revoked or varied by a special resolution of a general meeting.

For Reporting Purposes

11. To consider the Work Report of the Independent Non-executive Directors for 2025.

Details of the above resolutions proposed at the AGM are contained in the Circular, which is available on the websites of the Hong Kong Stock Exchange (www.hkexnews.hk) and the Company (www.fs.com).

By order of the Board
FS.COM Limited
Xiang Wei
Chairman and Executive Director

Hong Kong, May 8, 2026

Notes:

1. The resolutions at the AGM (except for any resolution relating to a procedural or administrative matter which the chairman decides to allow to be voted on by a show of hands) will be taken by poll pursuant to the Listing Rules. The results of the poll will be published on the websites of the Hong Kong Stock Exchange and the Company in accordance with the Listing Rules.
2. Any Shareholder of the Company entitled to attend and vote at the AGM is entitled to appoint more than one proxy to attend and vote at the meeting in his stead. A proxy need not be a Shareholder of the Company. If more than one proxy is appointed, the number of shares in respect of which each such proxy is so appointed must be specified in the relevant form of proxy. Every Shareholder present in person or by proxy shall have one vote for each share held by him.

3. In order to be valid, the form of proxy together with the power of attorney or other authority, if any, under which it is signed or a certified copy of that power of attorney or authority, must be deposited at the Company's H Share Registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 24 hours before the time appointed for the AGM or the adjourned meeting (as the case may be) (i.e. 10:00 a.m. on Wednesday, May 27, 2026 (Hong Kong time)). Completion and delivery of the form of proxy will not preclude you from attending and voting in person at the AGM and, in such event, the aforementioned form of proxy shall be deemed to have been revoked.
4. In order to determine the entitlement to attend and vote at the AGM, the Company will suspend registration for transfer of shares from Friday, May 22, 2026 to Thursday, May 28, 2026 (both dates inclusive), during which period no transfer of Shares will be registered. In order to be eligible to attend and vote at the AGM, unregistered holders of shares of the Company should ensure that all transfer documents accompanied by the relevant share certificates are lodged with the Company's H Share Registrar, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration not later than 4:30 p.m. on Thursday, May 21, 2026. Shareholders whose names appear on the register of members of the Company on Thursday, May 28, 2026 shall be entitled to attend and vote at the AGM.
5. In order to determine the entitlement of Shareholders to the proposed final dividend (subject to approval by the Shareholders at the AGM), the Company will suspend registration for transfer of shares from Monday, June 8, 2026 to Wednesday, June 10, 2026 (both dates inclusive), during which period no transfer of Shares will be registered. In order to determine the entitlement to the proposed final dividend, all completed share transfer documents together with the relevant share certificates must be lodged with the Company's H Share Registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong before 4:30 p.m. on Friday, June 5, 2026. Shareholders whose names appear on the register of members of the Company on Wednesday, June 10, 2026 shall be entitled to receive the proposed final dividend.
6. Where there are joint registered holders of any share, any one of such persons may vote at the AGM, either personally or by proxy, in respect of such share as if he were solely entitled thereto; but if more than one of such joint holders be present at the AGM personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such shares shall alone be entitled to vote in respect thereof.
7. References to time and dates in this notice are to Hong Kong time and dates.
8. The contact details of the Company are as follows:

Address: 1903-1904, Block C, China Resources Land Building, Da Chong Community, Yuehai Street, Nanshan District, Shenzhen, Guangdong Province, the PRC

Email: ir@feisu.com
9. Shareholders who attend the AGM in person or their proxies shall be responsible for their own travelling and accommodation expenses. Shareholders or their proxies who attend the AGM must produce their identity documents for identification. Where a shareholder is a legal person, the legal representative of that shareholder or the person authorized by its Board or other governing body shall produce a copy of the authorization documents of the Board or other governing body of such shareholder appointing such person to attend the AGM.

As at the date of this notice, the board of directors of the Company comprises Mr. Xiang Wei and Mr. Zeng Di as executive directors; Mr. Peng Chao and Mr. Zhao Pan as non-executive directors; and Mr. Ran Long, Dr. Guo Fei and Ms. Wang Jing as independent non-executive directors.