

INLIF LIMITED

(an exempted company incorporated in the Cayman Islands with limited liability)
(NASDAQ: INLF)

NOTICE OF 2026 EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 2026 extraordinary general meeting (the “**Meeting**”) of the holders (each a “**Shareholder**”, and, collectively, the “**Shareholders**”) of the Class A ordinary shares and Class B ordinary shares (collectively, the “**Ordinary Shares**”) of INLIF LIMITED (the “**Company**”) will be held on January 9, 2026, at 9:00 a.m., eastern time, at No. 88, Hongsi Road, Yangxi New Area, Honglai Town, Nan’an City, Quanzhou, the People’s Republic of China.

The Meeting and any or all adjournments thereof will be held for the Shareholders to consider and, if thought fit, approve the following proposals:

1. a proposal to approve, by ordinary resolution, with immediate effect, the increase of the Company’s authorized share capital **from** US\$50,000 divided into 350,000,000 Class A Ordinary Shares of par value US\$0.0001 each and 150,000,000 Class B Ordinary Shares of par value US\$0.0001 each **to** US\$350,000 divided into 3,350,000,000 Class A Ordinary Shares of par value US\$0.0001 each and 150,000,000 Class B Ordinary Shares of par value US\$0.0001 each (the “**Share Capital Increase**”);
2. a proposal to approve, by special resolution, subject to and immediately following the Share Capital Increase being effected, the Company adopting amended and restated memorandum and articles of association (“**A&R M&A**”), substantially in the form of **Exhibit A** attached hereto, in substitution for, and to the exclusion of, the Company’s existing amended and restated memorandum and articles of association, to reflect the Share Capital Increase;
3. a proposal to approve, by ordinary resolution, conditional upon the determination of a consolidation ratio by the board of Directors (the “**Board of Directors**”) to effectuate consolidation of all of the authorized (including the issued and outstanding and unissued but authorized) shares of the Company (collectively, the “**Shares**”) at any one time or multiple times within a period of three (3) years from the date of the Meeting at the consolidation ratio and effective time as the Board of Directors may determine in its sole discretion, provided always that the accumulated consolidation ratio for all such share consolidation(s) (together, the “**Share Consolidations**”, and each a “**Share Consolidation**”) shall not be less than 2:1 nor greater than 5,000:1, with such consolidated Shares having the same rights and being subject to the same restrictions (save as to par value) as the existing Shares of such class as set out in the Company’s then effective memorandum and articles of association;
4. a proposal to approve, by special resolution, the Company adopting an amended and restated memorandum and articles of association in substitution for, and to the entire exclusion of, the Company’s then existing memorandum and articles of association, to reflect the relevant Share Consolidation upon its effectiveness; and
5. a proposal to adjourn the Meeting to a later date or dates or sine die, if necessary, to permit further solicitation and vote of proxies if, at the time of the Meeting, there are not sufficient votes for, or otherwise in connection with, the approval of the foregoing proposals.

Registered Shareholders and duly appointed proxyholders will be able to attend, participate and vote at the Meeting or any adjournment thereof in person. Beneficial shareholders who hold their Ordinary Shares through a broker, investment dealer, bank, trust corporation, custodian, nominee or other intermediary who

have not duly appointed themselves as proxyholder will be able to attend as guests, but will not be able to participate in or vote at the Meeting.

A Shareholder who is entitled to attend and vote at the Meeting is entitled to appoint one or more proxies to attend and vote instead of that Shareholder. Such proxyholder need not be a member. Shareholders who are unable to attend the Meeting or any adjournment thereof and who wish to ensure that their Ordinary Shares will be voted are requested to complete, date and sign the enclosed form of proxy in accordance with the instructions set out in the form of proxy card and in the proxy statement accompanying this notice and (i) submit it online at <https://shareholders.transhare.com/pxlogin>, or (ii) mail it to:

**Proxy Team
Transhare Corporation
17755 US Highway 19 N
Suite 140
Clearwater FL 33764**

The foregoing items of business are described in the proxy statement accompanying this notice. Shareholders may obtain a copy of the proxy materials, as well as the Company's latest annual report, which was filed with the U.S. Securities and Exchange Commission on April 28, 2025, on the Company's website at <https://ir.yiwate88.com/sec-filings.html>.

The Board of Directors unanimously recommends that the shareholders vote "FOR" for all the items.

The Board of Directors has fixed the close of business on December 8, 2025 as the record date (the "**Record Date**") for determining the shareholders entitled to receive notice of and to vote at the Meeting or any adjournment thereof. As of the Record Date, there were 6,400,000 shares of Class A Ordinary Shares and 12,500,000 shares of Class B Ordinary Shares issued and outstanding and entitled to vote. Only holders of Ordinary Shares of the Company on the Record Date are entitled to receive notice of and to vote at the Meeting or any adjournment thereof.

The notice of the Meeting, this proxy statement, and the proxy card will be sent to shareholders on or about December 23, 2025.

By Order of the Board of Directors,

/s/ Wenzao Huang

Wenzao Huang
Chairman of the Board of Directors

Quanzhou, China

December 18, 2025

INLIF LIMITED
2026 EXTRAORDINARY GENERAL MEETING
January 9, 2026
9:00 a.m., eastern time

PROXY STATEMENT

The board of directors (the “**Board of Directors**”) of INLIF LIMITED (the “**Company**”) is soliciting proxies for the 2026 extraordinary general meeting (the “**Meeting**”) of the holders (each a “**Shareholder**”, and, collectively, the “**Shareholders**”) of the Class A ordinary shares and Class B ordinary shares (collectively, the “**Ordinary Shares**”) of the Company to be held on January 9, 2026, at 9:00 a.m., eastern time, at No. 88, Hongsi Road, Yangxi New Area, Honglai Town, Nan’an City, Quanzhou, the People’s Republic of China.

Only holders of Ordinary Shares of the Company of record at the close of business on December 8, 2025 (the “**Record Date**”) are entitled to attend and vote at the Meeting or at any adjournment thereof. The shareholders entitled to vote and present, in person or by proxy or (in the case of a shareholder being a corporate entity) by its duly authorized representative, representing not less than one-third of the outstanding Ordinary Shares of the Company carrying the right to vote at the Meeting, shall form a quorum.

Any shareholder entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on such shareholder’s behalf. A proxy need not be a shareholder of the Company. *Each holder of a Class A Ordinary Share shall be entitled to one (1) vote per share, and each holder of a Class B Ordinary Share shall be entitled to twenty (20) votes per share.* The Class A and Class B Ordinary Shares shall vote together as a single class on all matters submitted to a vote of shareholders, except as may otherwise be required by law.

PROPOSALS TO BE VOTED ON

1. a proposal to approve, by ordinary resolution, with immediate effect, the increase of the Company’s authorized share capital *from* US\$50,000 divided into 350,000,000 Class A Ordinary Shares of par value US\$0.0001 each and 150,000,000 Class B Ordinary Shares of par value US\$0.0001 each *to* US\$350,000 divided into 3,350,000,000 Class A Ordinary Shares of par value US\$0.0001 each and 150,000,000 Class B Ordinary Shares of par value US\$0.0001 each (the “**Share Capital Increase**”);
2. a proposal to approve, by special resolution, subject to and immediately following the Share Capital Increase being effected, the Company adopting amended and restated memorandum and articles of association (“**A&R M&A**”), substantially in the form of **Exhibit A** attached hereto, in substitution for, and to the exclusion of, the Company’s existing amended and restated memorandum and articles of association, to reflect the Share Capital Increase;
3. a proposal to approve, by ordinary resolution, conditional upon the determination of a consolidation ratio by the board of Directors (the “**Board of Directors**”) to effectuate consolidation of all of the authorized (including the issued and outstanding and unissued but authorized) shares of the Company (collectively, the “**Shares**”) at any one time or multiple times within a period of three (3) years from the date of the Meeting at the consolidation ratio and effective time as the Board of Directors may determine in its sole discretion, provided always that the accumulated consolidation ratio for all such share consolidation(s) (together, the “**Share Consolidations**”, and each a “**Share Consolidation**”) shall not be less than 2:1 nor greater than 5,000:1, with such consolidated Shares having the same rights and being subject to the same restrictions (save as to par value) as the existing Shares of such class as set out in the Company’s then effective memorandum and articles of association;

4. a proposal to approve, by special resolution, the Company adopting an amended and restated memorandum and articles of association in substitution for, and to the entire exclusion of, the Company's then existing memorandum and articles of association, to reflect the relevant Share Consolidation upon its effectiveness; and
5. a proposal to adjourn the Meeting to a later date or dates or sine die, if necessary, to permit further solicitation and vote of proxies if, at the time of the Meeting, there are not sufficient votes for, or otherwise in connection with, the approval of the foregoing proposals.

The Board of Directors recommends a vote "FOR" each of the Proposals No. 1–5.

QUORUM AND VOTING PROCEDURE FOR HOLDERS OF ORDINARY SHARES

The quorum for the Meeting is the holders representing not less than one-third of the outstanding Ordinary Shares of the Company carrying the right to vote at the Meeting, being individuals present in person or by proxy or if a corporation or other non-natural person by its duly authorized representative or proxy. For this purpose, the voting power of the Class A Ordinary Shares and the Class B Ordinary Shares shall be counted together in determining whether the requisite quorum is present.

Shareholders entitled to vote at the Meeting may do so in person at the Meeting. Shareholders who are unable to attend the Meeting or any adjournment thereof and who wish to ensure that their Ordinary Shares will be voted are requested to complete, date and sign the enclosed form of proxy in accordance with the instructions set out in the form of proxy and in this proxy statement and (i) submit it online at <https://shareholders.transhare.com/pxlogin>, or (ii) mail it to:

**Proxy Team
Transhare Corporation
17755 US Highway 19 N
Suite 140
Clearwater FL 33764**

Each holder of a Class A Ordinary Share shall be entitled to one (1) vote per share, and each holder of a Class B Ordinary Share shall be entitled to twenty (20) votes per share.

The Class A and Class B Ordinary Shares shall vote together as a single class on all matters submitted to a vote of shareholders, except as may otherwise be required by law.

Abstentions and broker non-votes, while considered present for the purposes of establishing a quorum, will not count as a vote cast at the Meeting.

ANNUAL REPORT TO SHAREHOLDERS

The Company's annual report for the year ended December 31, 2024 (the "**2024 Annual Report**") was filed with the U.S. Securities and Exchange Commission on April 28, 2025 and made available to the Company's shareholders at <https://ir.yiwate88.com/sec-filings.html>. The Company adopted this practice to avoid the considerable expense associated with mailing physical copies of such report to its shareholders. You may obtain a copy of the 2024 Annual Report by visiting the Company's website at <https://ir.yiwate88.com/sec-filings.html>. If you want to receive a paper or electronic copy of the Company's 2024 Annual Report, you may request one. There is no charge to you for requesting a copy. Please make your request for a copy to the Investor Relations department of the Company, at ir@yiwate88.com.

PROPOSAL NO. 1

INCREASE IN THE AUTHORIZED SHARE CAPITAL AND THE NUMBER OF AUTHORIZED CLASS A ORDINARY SHARES

The Board of Directors has approved, and has directed that there be submitted to the shareholders of the Company for approval, by ordinary resolution, with immediate effect, the increase of the Company's authorized share capital from US\$50,000 divided into 350,000,000 Class A Ordinary Shares of par value US\$0.0001 each and 150,000,000 Class B Ordinary Shares of par value US\$0.0001 each to US\$350,000 divided into 3,350,000,000 Class A Ordinary Shares of par value US\$0.0001 each and 150,000,000 Class B Ordinary Shares of par value US\$0.0001 each (the "*Share Capital Increase*").

RESOLUTION TO BE VOTED UPON

The full text of the resolution to be proposed is as follows:

"RESOLVED, AS AN ORDINARY RESOLUTION, that the Company's authorized share capital be immediately increased **from** US\$50,000 divided into 350,000,000 Class A Ordinary Shares of a par value of US\$0.0001 each and 150,000,000 Class B Ordinary Shares of a par value of US\$0.0001 each, **to** US\$350,000 divided into 3,350,000,000 Class A Ordinary Shares of a par value of US\$0.0001 each and 150,000,000 Class B Ordinary Shares of a par value of US\$0.0001 each."

VOTE REQUIRED FOR APPROVAL

The approval of Proposal No. 1 requires an ordinary resolution under Cayman Islands law and the Company's third amended and restated memorandum and articles of association currently in effect, being the affirmative vote of the holders of a simple majority of the Ordinary Shares who, being present and entitled to vote at the Meeting, vote at the Meeting.

Abstentions and broker non-votes, while considered present for the purposes of establishing a quorum, will not count as a vote cast at the Meeting.

The Share Capital Increase will become effective upon approval by the shareholders.

At present, the share capital of the Company is US\$50,000 divided into 350,000,000 Class A Ordinary Shares of a par value of US\$0.0001 each and 150,000,000 Class B Ordinary Shares of a par value of US\$0.0001 each.

The availability of additional authorized but unissued Class A Ordinary Shares could, in the future, result in dilution if the Company decides to issue more shares. This could affect the Company's earnings per share, book value per share, and the relative voting power and interest of current shareholders, should the Company issue new shares in the future. The Company may choose to issue new shares for a variety of reasons, including capital raising efforts, acquisitions, or other corporate purposes. While such issuances could be dilutive to existing shareholders, they could also serve to strengthen the Company's financial position or enable strategic growth.

In addition, the availability of additional shares of Class A Ordinary Shares for issuance could, under certain circumstances, discourage or make more difficult any efforts to obtain control of the Company. The Board of Directors is not aware of any attempt, or contemplated attempt, to acquire control of the Company, nor is this proposal being presented with the intent that it be used to prevent or discourage any acquisition

attempt. However, nothing would prevent the Board of Directors from taking any such actions that it deems to be consistent with its fiduciary duties.

**THE BOARD OF DIRECTORS RECOMMENDS
A VOTE *FOR*
THE INCREASE IN THE AUTHORIZED SHARE CAPITAL AND THE NUMBER OF
AUTHORIZED CLASS A ORDINARY SHARES**

PROPOSAL NO. 2

THE ADOPTION OF THE AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION

The board of directors has approved, and has directed that there be submitted to the shareholders of the company for approval, as a special resolution, subject to and immediately following the Share Capital Increase being effected under Proposal No. 1, the Company adopting amended and restated memorandum and articles of association (“*A&R M&A*”), substantially in the form of Exhibit A attached hereto, in substitution for, and to the exclusion of, the Company’s existing amended and restated memorandum and articles of association, to reflect the Share Capital Increase.

RESOLUTION TO BE VOTED UPON

The full text of the resolution to be proposed is as follows:

“RESOLVED, AS A SPECIAL RESOLUTION, subject to and immediately following the Share Capital Increase being effected, the Company adopt an amended and restated memorandum and articles of association (“*A&R M&A*”), substantially in the form of Exhibit A attached hereto, in substitution for, and to the exclusion of, the Company’s existing amended and restated memorandum and articles of association, to reflect the Share Capital Increase.”

VOTE REQUIRED FOR APPROVAL

The approval of Proposal No. 2 requires a special resolution under Cayman Islands law and the Company’s third amended and restated memorandum and articles of association currently in effect, being the affirmative vote of a majority of not less than two thirds (2/3) of the holders of the ordinary shares who, being present and entitled to vote at the Meeting, vote at the Meeting.

Abstentions and broker non-votes, while considered present for the purposes of establishing a quorum, will not count as a vote cast at the meeting.

The adoption of the amended and restated memorandum and articles of association will become effective upon approval of our shareholders subject to and immediately following the Share Capital Increase being effected under Proposal No. 1.

THE BOARD OF DIRECTORS RECOMMENDS A VOTE *FOR* THE ADOPTION OF THE AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION

PROPOSAL NO. 3

THE AUTHORIZATION OF IMPLEMENTATION OF CONSOLIDATION OF THE COMPANY'S ORDINARY SHARES BY THE BOARD OF DIRECTORS

The Board of Directors of has approved, and has directed that there be submitted to the shareholders of the Company for approval, as an ordinary resolution, for the Board of Directors to implement one or more consolidations of the Company's authorized shares within three (3) years following the date of this Meeting, with the Board of Directors having the sole discretion to determine the specific ratio or ratios and the timing of any such consolidation(s), provided that all such consolidation(s) implemented pursuant to this authorization shall, in the aggregate, not be less than 2:1 nor greater than 5,000:1.

RESOLUTION TO BE VOTED UPON

The full text of the resolution to be proposed is as follows:

“RESOLVED, AS AN ORDINARY RESOLUTION:

(a) conditional upon the approval of the Board of Directors in its sole discretion, with effect as of the date the Board of Directors may determine:

(i) all of the authorized, issued and outstanding shares of the Company (collectively, the “*Shares*”) be consolidated, at any one time or multiple times within a period of three (3) years from the date of the Meeting, at the exact consolidation ratio and effective time as the Board of Directors may determine in its sole discretion, provided always that the accumulated consolidation ratio for all such share consolidation(s) (together, the “*Share Consolidations*”, and each a “*Share Consolidation*”) shall not be less than 2:1 nor greater than 5,000:1, with such consolidated Shares having the same rights and being subject to the same restrictions (save as to par value) as the existing Shares of such class as set out in the Company's then effective memorandum and articles of association;

(ii) no fractional Shares be issued in connection with the Share Consolidation(s) and, in the event that a shareholder would otherwise be entitled to receive a fractional Share upon a Share Consolidation, any fractional share be rounded to the nearest whole share at the participant level; and

(iii) any change to the Company's authorized share capital in connection with, and as necessary to effect, the Share Consolidation(s), be and is hereby approved, such amendment to be determined by the Board of Directors in its sole discretion;

(b) any one director or officer of the Company be and is hereby authorized for and on behalf of the Company to do all such other acts or things necessary or desirable to implement, carry out, and give effect to the Share Consolidation(s), if and when deemed advisable by the Board of Directors in its sole discretion.”

VOTE REQUIRED FOR APPROVAL

The approval of Proposal No. 3 requires an ordinary resolution under Cayman Islands law and the Company's third amended and restated memorandum and articles of association currently in effect, being the affirmative vote of the holders of a majority of the ordinary shares who, being present and entitled to vote at the Meeting, vote at the Meeting.

Abstentions and broker non-votes, while considered present for the purposes of establishing a quorum, will not count as a vote cast at the Meeting.

The authorization of implementation of consolidation of the Company's Ordinary Shares by the Board of Directors will become effective upon approval of our shareholders.

The Share Consolidation(s) would apply to all authorized shares of the Company, including both issued and unissued shares of Class A and Class B Ordinary Shares, and would be completed on a proportional basis. As a result, the numbers of Ordinary Shares held by our shareholders, following any Share Consolidation, would be proportionally reduced without affecting the voting powers and interests of our current shareholders.

The primary motivation for the proposed Share Consolidations is to help the Company comply with the listing requirements by Nasdaq related to the minimum bid price and to provide the Company with better flexibility to effectuate any Share Consolidation through the approvals of the Board of Directors, as the Board of Directors may deem in the best interest of the Company. While any reverse stock split is expected to increase the stock price of the Company's Class A Ordinary Shares in the short term immediately following any Share Consolidation, there is no guarantee that the stock price will remain above these required levels. The price may still fluctuate or decrease over time, and market conditions or other factors could cause the price to dip below the minimum bid price, despite any Share Consolidation. Therefore, the Company cannot guarantee that the reverse stock split will effectively resolve ongoing bid price issues in the long term.

The Board of Directors is acting proactively to ensure the Company is in compliance with applicable listing standards, but there is no guarantee that Share Consolidation(s), if effectuated, will prevent future price fluctuations or compliance issues.

If the Board of Directors elects to implement one or more Share Consolidations under this authorization, the Company will file a notice of amendment to the Company's authorized share capital and an amended memorandum of association with the Registrar of Companies in the Cayman Islands to reflect the resulting par value per share and share capital. Each Share Consolidation will become effective upon the Board of Directors passing a resolution to approve such Share Consolidation.

**THE BOARD OF DIRECTORS RECOMMENDS
A VOTE *FOR*
THE AUTHORIZATION OF IMPLEMENTATION OF CONSOLIDATION OF THE
COMPANY'S ORDINARY SHARES BY THE BOARD OF DIRECTORS**

PROPOSAL NO. 4

THE ADOPTION OF AN AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION TO REFLECT ANY SHARE CONSOLIDATION UPON ITS EFFECTIVENESS

The board of directors has approved, and has directed that there be submitted to the shareholders of the company for approval, as a special resolution, subject to and following any Share Consolidation being effected by the Board of Directors pursuant to the authority granted under Proposal No. 3, the Company adopting an amended and restated memorandum and articles of association, in substitution for, and to the entire exclusion of, the Company's then existing amended and restated memorandum and articles of association, to reflect the relevant Share Consolidation upon its effectiveness.

RESOLUTION TO BE VOTED UPON

The full text of the resolution to be proposed is as follows:

“RESOLVED, AS A SPECIAL RESOLUTION, subject to and immediately following a Share Consolidation being effected, the Company adopt an amended and restated memorandum and articles of association in substitution for, and to the entire exclusion of, the Company's then existing memorandum and articles of association, to reflect the relevant Share Consolidation upon its effectiveness.”

VOTE REQUIRED FOR APPROVAL

The approval of Proposal No. 4 requires a special resolution under Cayman Islands law and the Company's third amended and restated memorandum and articles of association currently in effect, being the affirmative vote of a majority of not less than two thirds (2/3) of the holders of the ordinary shares who, being present and entitled to vote at the Meeting, vote at the Meeting.

Abstentions and broker non-votes, while considered present for the purposes of establishing a quorum, will not count as a vote cast at the meeting.

The adoption of the amended and restated memorandum and articles of association will become effective upon approval of our shareholders subject to and following any Share Consolidation being effected by the Board of Directors pursuant to the authority granted under Proposal No. 3.

THE BOARD OF DIRECTORS RECOMMENDS A VOTE *FOR*

THE ADOPTION OF AN AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION TO REFLECT ANY SHARE CONSOLIDATION UPON ITS EFFECTIVENESS

PROPOSAL NO. 5

ADJOURNMENT OF THE MEETING

The board of directors has approved, and has directed that there be submitted to the shareholders of the Company for approval to adjourn the Meeting to a later date or dates or sine die, if necessary, to permit further solicitation and vote of proxies if, at the time of the Meeting, there are not sufficient votes for, or otherwise in connection with, the approval of the foregoing proposals.

VOTE REQUIRED FOR APPROVAL

The approval of Proposal No. 5 requires an ordinary resolution under Cayman Islands law and the Company's third amended and restated memorandum and articles of association currently in effect, being the affirmative vote of the holders of a majority of the ordinary shares who, being present and entitled to vote at the Meeting, vote at the Meeting.

RESOLUTION TO BE VOTED UPON

The full text of the resolution to be proposed is as follows:

“RESOLVED, AS AN ORDINARY RESOLUTION, to adjourn the meeting to a later date or dates or sine die, if necessary, to permit further solicitation and vote of proxies if, at the time of the meeting, there are not sufficient votes for, or otherwise in connection with, the approval of the foregoing proposals.”

Abstentions and broker non-votes, while considered present for the purposes of establishing a quorum, will not count as a vote cast at the meeting.

THE BOARD OF DIRECTORS RECOMMENDS A VOTE *FOR* THE ADJOURNMENT OF THE MEETING

OTHER MATTERS

The Board of Directors is not aware of any other matters to be submitted to the Meeting. If any other matters properly come before the Meeting, it is the intention of the persons named in the enclosed form of proxy to vote the shares they represent as the Board of Directors may recommend.

December 18, 2025

By order of the Board of Directors

/s/ Wenzao Huang

Wenzao Huang

Chairman of the Board of Directors

Exhibit A

Amended and Restated Memorandum and Articles of Association