

**Jayud Global Logistics Limited**

(Incorporated in the Cayman Islands with limited liability)  
(Nasdaq: JYD)

**NOTICE OF 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

To be held at 3 P.M. on May 22, 2026, Beijing Time

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## NOTICE OF AN ANNUAL GENERAL MEETING OF SHAREHOLDERS

**Notice is hereby given** that an annual general meeting (the “**AGM**”) of the shareholders of Jayud Global Logistics Limited (the “**Company**”) will be held at 3 P.M. on May 22, 2026, Beijing time (3 A.M. on May 22, 2026, U.S. Eastern Time), at Jayud Group 3A Building, No. 7 Gangqiao Road, Xialilang Community, Longgang District, Shenzhen, Guangdong, PRC. Holders of record of the class A ordinary shares of a par value of US\$0.005 each and class B ordinary shares of a par value of US\$0.005 each of the Company as of the close of business on April 2, 2026 (“the **Record Date**”) are cordially invited to attend the AGM, for the purpose of considering and, if thought fit, passing and approving the following resolution(s):

### **Proposal 1: 2025 Annual Report on Form 20-F**

By an ordinary resolution, to approve and ratify the Company’s audited financial statements and the Company’s annual report on Form 20-F for the fiscal year ended December 31, 2025;

### **Proposal 2: Share Consolidation and Authorization**

By an ordinary resolution, to approve, confirm and authorize the following share consolidation (collectively, the “**Share Consolidation and Authorization**”)

- (i) to approve and authorize the board of directors of the Company (the “**Board**”) to determine, in its sole discretion, as to how and when to implement and effect, a share consolidation (the “**Share Consolidation**”), whereby every issued and unissued ordinary share of a par value of US\$0.005 each of the Company be consolidated at a ratio of not less than two (2)-for-one (1) and not more than two hundred and fifty (250)-for-one (1) (the “**Range**”), with the exact ratio to be set at a whole number within the Range to be determined by the Board in its sole discretion within three years after the conclusion of the AGM; and
- (ii) to approve and authorize the Company, where the number of issued consolidated shares of any class held by any shareholder after and as a result of the Share Consolidation is not a whole number, to issue to that shareholder an additional fraction of one consolidated share of the same class (credited as fully paid by way of capitalization out of the share premium of the Company) which shall result in the number of consolidated shares of such class which are held by such shareholder being rounded up to the next whole number of consolidated shares of such class;

### **Proposal 3: Increase of Share Capital**

By an ordinary resolution, to approve that, concurrently with the Share Consolidation and Authorization being effectuated under the above-mentioned proposal, in the event that the aggregate number of authorized class A ordinary shares and authorized class B ordinary shares in the share capital of the Company is less than 50,000,000, the Board be authorized, at its absolute discretion, to increase the authorized share capital of the Company by the creation of additional class A ordinary shares and/or class B ordinary shares, in such manner and to such extent as the Board may determine in its absolute discretion, provided that the aggregate number of authorized class A ordinary shares and authorized class B ordinary shares following such increase shall be not less than 50,000,000 and that, as a result, the authorized share capital of the Company be correspondingly increased to an amount equal to the new par value determined under the above-mentioned proposal of Share Consolidation and Authorization multiplied by the aggregate number of authorized class A ordinary shares and authorized class B ordinary shares as so increased (collectively, the “**Increase of Share Capital**”);

**Proposal 4: Adoption of An Amended and Restated Memorandum and Articles of Association**

By a special resolution, to approve that, subject to approval by the shareholders of the proposal of the Share Consolidation and Authorization and the proposal of the Increase of Share Capital, and entirely conditional upon the effectiveness of the Share Consolidation and Authorization and Increase of Share Capital, with effect as of the date the Board may determine in its sole discretion, the Company adopt an amended and restated memorandum and articles of association annexed as Annex A hereto (the “**New M&A**”) in substitution for and to the exclusion of, the memorandum of association of the Company in effect immediately prior to effectiveness of the Share Consolidation and Authorization and Increase of Share Capital, so long as it is implemented within three years after the conclusion of the AGM.

**Proposal 5: General Authorization**

By an ordinary resolution, to approve that, with respect to the matters duly approved under these resolutions at the AGM (collectively, the “**General Authorization**”):

- (i) GENG Xiaogang, a director of the Company and the chairman of the Board, be and is hereby authorized to do all such acts and things and execute all such documents, which are ancillary to the Share Consolidation and Authorization and Increase of Share Capital, and of administrative nature, on behalf of the Company, including under seal where applicable, as he/she consider necessary, desirable or expedient to give effect to the foregoing arrangements for the Share Consolidation and Authorization and Increase of Share Capital;
- (ii) the registered office provider of the Company be and is hereby authorized and instructed to make the necessary filings with the Registrar of Companies in the Cayman Islands in respect of the foregoing resolutions; and
- (iii) the Company’s share registrar and/or transfer agent be and is hereby instructed to update the register of members of the Company and that upon the surrender to the Company of the existing share certificates (if any) to be cancelled and that any director or officer of the Company be and is hereby instructed to prepare, sign, seal and deliver on behalf of the Company new share certificates upon request accordingly.

**Proposal 6: Authorization to Adjourn the Meeting**

By an ordinary resolution, to adjourn the AGM 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 AGM, there are not sufficient votes for, or otherwise in connection with, the approval of the foregoing proposals (the “**Authorization to Adjourn the Meeting**”).

Your vote is very important. Whether or not you plan to participate in the AGM, the Company encourages you to submit your proxy or voting instructions as soon as possible. For specific instructions on how to vote your shares, please refer to the accompanying Schedule A “proxy statement.”

By order of the Board

/s/ Xiaogang Geng  
Chief Executive Officer

Dated: April 22, 2026

## NOTES

**IF YOU HAVE EXECUTED A STANDING PROXY, YOUR STANDING PROXY WILL BE VOTED AS INDICATED IN NOTE 2 BELOW, UNLESS YOU ATTEND THE AGM IN PERSON OR SEND IN A SPECIFIC PROXY.**

- 1 A proxy need not be a shareholder of the Company. A shareholder entitled to attend and vote at the AGM is entitled to appoint one or more proxies to attend and vote in his/her stead.
- 2 Any standing proxy previously deposited by a shareholder with the Company will be voted in favor of the resolutions to be proposed at the AGM unless revoked prior to the AGM or the shareholder attends the AGM in person or executes a specific proxy.
- 3 A form of proxy for use at the AGM is enclosed. Whether or not you propose to attend the AGM in person, you are strongly advised to complete and sign the enclosed form of proxy in accordance with the instructions printed on it and then deposit it (together with any power of attorney or other authority under which it is signed or a notarially certified copy of that power or authority) in Transshare Corporation 17755 US Highway 19 N Suite 140 Clearwater FL 33764, Attention: Proxy Team or send copies of the foregoing by email [Proxy@Transshare.com](mailto:Proxy@Transshare.com) marked for the attention of Proxy Operation, as soon as possible and in any event not later than the close of business on two business days before meeting date May 22, 2026, Eastern time. Returning the completed forms of proxy will not preclude you from attending the AGM and voting in person if you so wish.
- 4 If two or more persons are jointly registered as holders of a share, the vote of the senior person who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of other joint holders. For this purpose seniority shall be determined by the order in which the names stand on the Company's register of shareholders in respect of the relevant shares.
- 5 A shareholder holding more than one share as of the Record Date (as defined below) entitled to attend and vote at the AGM need not cast the votes in respect of such shares in the same way on any resolution and therefore may vote a share or some or all such shares either for or against a resolution and/or abstain from voting a share or some or all of the shares and, subject to the terms of the instrument appointing any proxy, a proxy appointed under one or more instruments may vote a share or some or all of the shares in respect of which he is appointed either for or against a resolution and/or abstain from voting.
- 6 One or more shareholders holding shares which carry in aggregate (or representing by proxy) not less than one-third of all votes attaching to all shares in issue and entitled to vote at the AGM, present in person or by proxy or, if a corporate or other non-natural person, by its duly authorized representative, shall constitute a quorum.
- 7 The current chairperson of the Board, Mr. Xiaogang Geng, shall preside as the chairperson of the AGM.
- 8 In accordance with Article 161 of the currently effective memorandum and articles of association of the Company, the Company has established the close of business on April 2, 2026, Eastern time (the "**Record Date**"), as the record date for determining shareholders entitled to notice of, and to vote at the AGM and any adjournments or postponements thereof.
- 9 Shareholders may obtain a copy of the Company's annual report, free of charge, from the Company's website at [ir.jayud.com](http://ir.jayud.com) or from the SEC's website at [www.sec.gov](http://www.sec.gov).

## Schedule A

### Jayud Global Logistics Limited

#### PROXY STATEMENT

##### **Introduction**

This proxy statement is furnished in connection with the solicitation by the board of directors (the “Board”) of Jayud Global Logistics Limited (the “Company”) of proxies for the annual general meeting of the shareholders of the Company (the “AGM”) to be held at 3 P.M. on May 22, 2026, Beijing time (3 A.M. on May 22, 2026, U.S. Eastern Time), at Jayud Group 3A Building, No. 7 Gangqiao Road, Xialilang Community, Longgang District, Shenzhen, Guangdong, PRC, and at any adjournment(s) or postponement(s) thereof, for the purposes set forth in the accompanying Notice of the AGM.

The Board has fixed April 2, 2026 as the record date (the “Record Date”) for determining shareholders entitled to receive notice of, and to vote at the AGM. Holders of record of the class A ordinary shares of a par value of US\$0.005 each of the Company (the “Class A Ordinary Shares”) and class B ordinary shares of a par value of US\$0.005 each of the Company (the “Class B Ordinary Shares”, together with the Class A Ordinary Shares, the “Ordinary Shares”) at the close of business on the Record Date are entitled to receive notice of and to vote in respect of the matters requiring shareholders’ vote at the AGM.

On or about April 22, 2026, we will first send our shareholders our proxy materials, including this proxy statement Notice of Annual General Meeting, and the proxy card. This proxy statement can also be accessed, free of charge, on our investor relations website (<https://ir.jayud.com/>), and the SEC’s website (<http://www.sec.gov>).

##### **Quorum**

The quorum of the AGM shall be constituted by shareholders holding Ordinary Shares, including Class A Ordinary Shares and Class B Ordinary Shares, carry in aggregate not less than one-third (1/3) of all votes attaching to all shares in issue and entitled to vote at the meeting, present in person or by proxy or, if a corporation or other non-natural person, by its duly authorized representative. Each Class A Ordinary Share issued and outstanding as of the close of business on the Record Date is entitled to one (1) vote on all matters subject to vote at the AGM. Each Class B Ordinary Share issued and outstanding as of the close of business on the Record Date is entitled to fifty (50) votes on all matters subject to vote at the AGM.

##### **Voting by Holders of Class A Ordinary Shares**

Each Class A Ordinary Share issued and outstanding as of the close of business on the Record Date is entitled to one (1) vote at the AGM. Class A Ordinary Shares that are properly voted via the Internet or for which proxy cards are properly dated, executed and returned as instructed in the proxy cards no later than 48 hours before the time appointed for the holding of the AGM, as applicable, the Class A Ordinary Shares they represent will be voted by the proxy holder at the meeting, or at any adjournment or postponement thereof, in accordance with the instructions of the shareholder. The proxy holder will also vote in the discretion of such proxy holder on any other matters that may properly come before the meeting, or at any adjournment or postponement thereof. Where any holder of Class A Ordinary Shares affirmatively abstains from voting on any particular resolution, the votes attaching to such Class A Ordinary Shares will not be included or counted in the determination of the number of Class A Ordinary Shares present and voting for the purposes of determining whether such resolution has been passed (but they will be counted for the purposes of determining the quorum, as described above).

##### **Voting by Holders of Class B Ordinary Shares**

Each Class B Ordinary Share issued and outstanding as of the close of business on the Record Date is entitled to fifty (50) votes at the AGM. Class B Ordinary Shares that are properly voted via the Internet or for which proxy cards are properly dated, executed and returned as instructed in the proxy cards no later than 48 hours before the time appointed for the holding of the AGM, the Class B Ordinary Shares they represent will be voted by the proxy holder at the meeting, or at any adjournment or postponement thereof, in accordance with the instructions of the shareholder. The proxy holder will also vote in the discretion of such proxy holder on any other matters that may properly come before the meeting, or at any adjournment or postponement thereof. Where any holder of Class B Ordinary Shares affirmatively abstains from voting on any particular resolution, the votes attaching to such Class B Ordinary Shares will not be included or counted in the determination of the number of Class B Ordinary Shares present and voting for the purposes of determining whether such resolution has been passed (but they will be counted for the purposes of determining the quorum, as described above).

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**Revocability of Proxies**

Any proxy given by a holder of Ordinary Shares by means of a proxy card may be revoked by submitting a written notice of revocation or a fresh proxy card, as the case may be, bearing a later date, which must be received by the Company no later than 48 hours before the time appointed for the holding of the AGM, or at any adjournment or postponement thereof, as applicable.

**Resolutions**

“Special Resolution” means a special resolution of the Company passed in accordance with the Companies Act (Revised) of the Cayman Islands, being a resolution: (a) passed by not less than two-thirds of the votes cast by such shareholders as, being entitled to do so, vote in person or, where proxies are allowed, by proxy or, in the case of corporations, by their duly authorized representatives, at a general meeting of the Company of which notice specifying the intention to propose the resolution as a special resolution has been duly given; or (b) approved in writing by all of the shareholders entitled to vote at a general meeting of the Company in one or more instruments each signed by one or more of the shareholders and the effective date of the special resolution so adopted shall be the date on which the instrument or the last of such instruments, if more than one, is executed.

“Ordinary Resolution” means a resolution: (a) passed by a simple majority of the votes cast by such shareholders as, being entitled to do so, vote in person or, where proxies are allowed, by proxy or, in the case of corporations, by their duly authorized representatives, at a general meeting of the Company held in accordance with the articles of association; or (b) approved in writing by all of the Shareholders entitled to vote at a general meeting of the Company in one or more instruments each signed by one or more of the shareholders and the effective date of the resolution so adopted shall be the date on which the instrument, or the last of such instruments, if more than one, is executed.

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