
**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE
ATTENTION**

If you are in any doubt as to any aspect of this circular or the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in HUAXIN BUILDING MATERIALS GROUP CO., LTD.*, you should at once hand this circular together with the accompanying proxy form and reply slip to the purchaser(s) or transferee(s), or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser(s) or transferee(s).

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HUAXIN BUILDING MATERIALS GROUP CO., LTD.*

華新建材集團股份有限公司

(a joint stock limited company incorporated in the People's Republic of China)

(Stock Code: 6655)

**GRANTING A GENERAL MANDATE TO THE BOARD OF DIRECTORS TO ISSUE H SHARES
AND AUTHORIZING THE BOARD OF DIRECTORS AND ITS DELEGATES TO HANDLE ALL
MATTERS RELATING TO THE GENERAL MANDATE
AND
NOTICE OF THE THIRD EXTRAORDINARY GENERAL MEETING IN 2026**

All capitalised terms used on this cover have the meanings set out in the section headed "Definitions" in this circular. A letter from the Board is set out on pages 4 to 8 of this circular.

HUAXIN BUILDING MATERIALS GROUP CO., LTD.* (華新建材集團股份有限公司) (the "**Company**") intends to hold the Third Extraordinary General Meeting in 2026 of the Company (the "**EGM**") at the Conference Room on 2/F, Block B, Huaxin Building, No. 426 Gaoxin Avenue, East Lake High-Tech Development Zone, Wuhan City, Hubei Province, China on Thursday, 22 October 2026 at 2:00 p.m. The notice of the convening of the EGM is set out on pages 9 to 11 of this circular.

Whether or not you are able to attend the EGM, you are requested to read the notice and to complete and return the enclosed proxy form as soon as possible in accordance with the instructions printed thereon. H-share holders must return the proxy form or other authorized documents to 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 by hand or by post not less than 24 hours before the time designated for holding the EGM or any adjournment thereof (i.e. not later than 2:00 p.m. on Wednesday, 21 October 2026); otherwise, it will be deemed invalid. The completion and return of the proxy form shall not preclude you from attending and voting at the EGM or any adjournment thereof (as the case may be) in person if you so wish. If you attend and vote at the EGM or any adjournment thereof in person, your proxy form will be deemed revoked.

** For identification purposes only*

30 September 2026

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DEFINITIONS

In this circular, unless the context otherwise requires, the following terms shall have the following meanings:

A Share(s)	means	the Company's issued ordinary shares with a par value of RMB1.00 each in China, which are listed on the SSE and traded in RMB
A- shareholder(s)	means	holders of A shares
Articles of Association	means	Articles of Association of the Company (as amended from time to time)
Board of Directors	means	Board of Directors of the Company
China	means	The People's Republic of China, excluding Hong Kong, Macao Special Administrative Region and Taiwan for the purpose of this circular only
Director(s)	means	Directors of the Company
Extraordinary General Meeting or EGM	means	The Third Extraordinary General Meeting in 2026 to be held on Thursday, 22 October 2026 at 2:00 p.m.
H Share(s)	means	Foreign shares listed on the Hong Kong Stock Exchange with a nominal value of RMB1.00 per share in the Company's share capital, subscribed and traded in Hong Kong dollars
H-share holder(s)	means	Holders of H shares
H-share registrar	means	Tricor Investor Services Limited
HKD	means	Hong Kong dollars, the lawful currency of Hong Kong
Hong Kong	means	Hong Kong Special Administrative Region of the PRC
HKEX or Hong Kong Stock Exchange	means	The Stock Exchange of Hong Kong Limited
Listing Rules	means	The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (as amended, supplemented or otherwise modified from time to time)
Latest Practicable Date	means	28 September 2026, being the latest practicable date prior to the printing of this circular for ascertaining certain information for inclusion herein
RMB	means	Renminbi, the lawful currency of China

Share(s)	means	Shares of the Company with a par value of RMB1.00 each, including A Shares and H Shares
Shareholder(s)	means	Shareholders of the Company, including A-share holders and H-share holders
SSE	means	Shanghai Stock Exchange
The Company or Company	means	HUAXIN BUILDING MATERIALS GROUP CO., LTD.* (華新建材集團股份有限公司), a joint stock limited company incorporated in China, whose H Shares and A Shares have been listed on the Main Board of the HKEX (stock code: 6655) and the SSE (stock code: 600801), respectively
“treasury shares”	means	has the meaning ascribed to it under the Listing Rules

LETTER FROM THE BOARD OF DIRECTORS



HUAXIN BUILDING MATERIALS GROUP CO., LTD.*

華新建材集團股份有限公司

(a joint stock limited company incorporated in the People's Republic of China)

(Stock Code: 6655)

Executive directors:

Mr. Li Yeqing (*President*)

Non-executive directors:

Mr. Xu Yongmo (*Chairman*)

Mr. Martin Kriegner

Mr. Olivier Milhaud

Ms. Tan Then Hwee

Mr. Ming Jinhua

Independent non-executive directors:

Mr. Wong Kun Kau

Mr. Zhang Jiping

Mr. Jiang Hong

Headquarters and principal place of business in China:

Block B, Huaxin Building,
No. 426 Gaoxin Avenue,
East Lake High-Tech
Development Zone,
Wuhan City,
Hubei Province,
China

Principal place of business in Hong Kong:
Room 1917, 19/F, Lee Garden One,
33 Hysan Avenue, Causeway Bay,
Hong Kong

To whom it may concern,

**GRANTING A GENERAL MANDATE TO THE BOARD OF DIRECTORS TO ISSUE H SHARES
AND AUTHORIZING THE BOARD OF DIRECTORS AND ITS DELEGATES TO HANDLE ALL
MATTERS RELATING TO THE GENERAL MANDATE**

AND

NOTICE OF THE THIRD EXTRAORDINARY GENERAL MEETING IN 2026

** For identification purposes only*

1. INTRODUCTION

On behalf of the Board of Directors, I hereby invite you to attend the EGM to be held on Thursday, 22 October 2026 at 2: 00 p.m. at the Conference Room on 2/F, Block B, Huaxin Building, No. 426 Gaoxin Avenue, East Lake High-Tech Development Zone, Wuhan City, Hubei Province, China.

The purpose of this circular is to give notice of the EGM and to provide you with the information reasonably necessary to make an informed decision on whether to vote for or against the resolutions to be proposed at the EGM.

2. MATTERS TO BE DEALT WITH AT THE EGM

The resolution to be submitted to the Shareholders for consideration and approval at the EGM include the following:

(1) Proposal on granting a General Mandate to the Board of Directors to issue H Shares and authorizing the Board of Directors and its delegates to handle all matters relating to the General Mandate

3. GRANTING A GENERAL MANDATE TO THE BOARD OF DIRECTORS TO ISSUE H SHARES AND AUTHORIZING THE BOARD OF DIRECTORS AND ITS DELEGATES TO HANDLE ALL MATTERS RELATING TO THE GENERAL MANDATE

A. Contents of Mandate

Pursuant to the Articles of Association of Huaxin Building Materials Group Co., Ltd.* (the “**Articles of Association**”), the relevant provisions of the applicable laws and regulations and the listing rules of the listing venues where the Company’s Shares are listed, and in order to meet the Company’s development needs and enable the Company to grasp market opportunities in a flexible manner, it is proposed that the EGM grants a general mandate to the Board during the Relevant Period (as defined below) by way of a special resolution, authorizing the Board, having regard to market conditions and the Company’s needs, to either separately or concurrently issue, allot and deal with additional H Shares of the Company (“**H Shares**”) or securities, options, convertible bonds and warrants convertible into H Shares, or similar rights to subscribe for H Shares of the Company in accordance with all applicable laws, rules and regulations (hereinafter referred to as “**Similar Rights**”) up to 10% of the aggregate issued (A + H) Shares (excluding Treasury Shares) at the time this resolution is approved at the EGM (the aforementioned authorization is collectively referred to as the “**General Mandate**”), and authorizing the Board to make corresponding amendments to the Articles of Association accordingly as it deems appropriate, in order to reflect the new share capital or structure of issuance or allotment of Shares or Similar Rights.

Specific details of the authorisation include but are not limited to:

- (I). Determine the method of issuance, including, but not limited to, one-off or multiple allotments, issuance of, and dealing with the new Shares and Similar Rights, as well as other methods permitted by the Articles of Association, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited

(“**Listing Rules of Hong Kong**”) and laws and regulations.

- (II). Subject to the provisions of the Listing Rules of Hong Kong, authorise the Board to formulate, decide and implement specific issuance plans when exercising the above General Mandate, including, but not limited to, the types, pricing methods and/or issue/conversion/exercise prices (including price ranges), size of issuance, to be issued, target subscribers and use of the proceeds raised of the new Shares or Similar Rights to be issued; decide on the timing and duration of issuance as well as whether to allocate to existing Shareholders, etc.
- (III). Engage intermediary institutions in relation to the issuance, approve all the acts and execute all the deeds, documents and other related matters as necessary, appropriate, desirable or related to the issuance, and publish announcements related to the issuance; consider, approve and execute issuance-related agreements on behalf of the Company, including but not limited to placing agreements, underwriting agreements and engagement agreements with intermediary institutions.
- (IV). Consider, approve and execute on behalf of the Company the issuance-related statutory documents which are required to be submitted to the relevant regulatory authorities, perform the relevant approval procedures in accordance with the requirements of the regulatory authorities and the listing places of the Company, complete all necessary filing, registration and reporting procedures with the relevant government departments in the Company’s listing places and/or any other regions or jurisdictions (if applicable), etc.
- (V). Amend the relevant agreements or statutory documents as stated in paragraphs (III) and (IV) above based on the requirements of the regulatory authorities within and outside the PRC.
- (VI). Decide to affix the Company’s seal on the issuance-related agreements and statutory documents.
- (VII). Arrange for opening of the relevant bank accounts for the Company.
- (VIII). After new Shares are issued, approve the increase in the Company’s registered capital and make all appropriate and necessary amendments to relevant contents in the Articles of Association regarding total share capital, shareholding structure and so on, and complete registration, filing and other statutory procedures as required by the laws both within and outside the PRC to implement the issuance of the relevant Shares and increase in the registered capital of the Company.
- (IX). The Board may delegate to the Chairman of the Board or other persons authorized by the Board to handle and execute all the specific matters related to the issuance on behalf of the Company in accordance with the relevant laws, regulations, regulatory documents and requirements of the regulatory authorities which are necessary or desirable for the issuance of Shares under the General Mandate.

B. Duration of Mandate

The abovementioned authorization shall not exceed the Relevant Period other than in the circumstance where the Board has already entered into or granted offering proposals, agreements, options, warrants, convertible bonds or Similar Rights for the issuance of H Shares within the

Relevant Period, and that the Company, if applicable, has also obtained relevant approvals, permits or registrations from the relevant regulatory authorities within the effective period of the authorization, and that it is likely for such offering proposals, agreements, options, warrants, convertible bonds or Similar Rights to be carried on or continued to be implemented beyond the Relevant Period. In respect of this resolution, the “Relevant Period” refers to the period commencing from the date of approval by the EGM until the earliest of the following three dates:

- a. the conclusion of the 2026 annual general meeting (unless the General Mandate is renewed by way of a special resolution passed at such annual general meeting);
- b. the date falling on the expiration of 12 months following the approval of this resolution by way of a special resolution at a general meeting;
- c. the date on which this resolution is revoked or the authorization under this resolution is amended by the Shareholders by way of a special resolution at any general meeting.

The Board shall only exercise the above-mentioned authorization in accordance with the laws and regulations and the Listing Rules (as amended from time to time) and applicable laws, rules and regulations of governmental or regulatory authorities.

As of the Latest Practicable Date, the Company has 2,078,995,649 issued Shares, comprising 1,344,275,649 A Shares and 734,720,000 H Shares. Subject to the passing of the resolution approving the granting of the General Mandate at the EGM, and on the basis that no further Shares will be issued before the EGM, the Company will be able to allot, issue or deal with a maximum of 207,899,564 H Shares under the General Mandate.

As at the Latest Practicable Date, the Company did not hold any treasury shares.

4. EGM

The EGM will be held on Thursday, 22 October 2026 at 2:00 p.m. at the Conference Room on 2/F, Block B, Huaxin Building, No. 426 Gaoxin Avenue, East Lake High-Tech Development Zone, Wuhan City, Hubei Province, China, to consider, and if thought fit, pass the resolutions set out in the notice of the EGM, which is set out on pages 9 to 11 of this circular.

A proxy form for the EGM is enclosed with this circular. Whether or not you are able to attend the EGM, you are requested to read the notice of the EGM and to complete and return the enclosed proxy form as soon as possible in accordance with the instructions printed thereon as soon as possible. H-share holders must return the proxy form or other authorization documents to 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 by hand or by post not less than 24 hours before the time designated for holding the EGM or any adjournment thereof (i.e. before 2:00 p.m. on Wednesday, 21 October 2026); otherwise, it will be deemed invalid. The completion and submission of the proxy form shall not preclude you from attending and voting at the EGM or any adjournment thereof (as the case may be) in person if you so wish. In the event that you subsequently attend and vote at the EGM or any adjournment thereof in person, your proxy shall be deemed to be revoked.

5. CLOSURE OF H-SHARE REGISTER

In order to determine the list of H-share holders who are eligible to attend the EGM, the Company will close registration for H Share transfers from Friday, 16 October 2026 to Thursday, 22 October 2026 (both days inclusive). The record date will be Thursday, 22 October 2026. In order to be eligible to attend and vote at the EGM, all share transfer documents together with the relevant share certificates must be lodged with the Company's H-Share Registrar in Hong Kong, namely Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, no later than 4:30 p.m. on Thursday, 15 October 2026.

6. VOTING BY POLL

In accordance with Rule 13.39 (4) of the Listing Rules, all resolutions to be proposed at the EGM shall be voted on by poll except where the chairman of the EGM, 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 where permitted by the Articles of Association. An announcement on the poll results will be published by the Company after the EGM on the Company's website (www.huaxincem.com) and the website of HKEX (www.hkexnews.hk) in the manner prescribed under Rule 13.39(5) of the Listing Rules.

7. RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

8. RECOMMENDATION

The Board of Directors is of the view that the resolution to be proposed at the EGM is in the best interests of the Company and the Shareholders as a whole. Accordingly, the Board of Directors recommends the Shareholders to vote in favor of the resolution proposed at the EGM.

Yours faithfully
By order of the Board of Directors
HUAXIN BUILDING MATERIALS GROUP CO., LTD.*
Xu Yongmo
Chairman

Wuhan City, Hubei Province, China
30 September 2026



HUAXIN BUILDING MATERIALS GROUP CO., LTD.*

華新建材集團股份有限公司

(a joint stock limited company incorporated in the People's Republic of China)

(Stock Code: 6655)

Notice of the Third Extraordinary General Meeting in 2026

Notice is hereby given that the Third Extraordinary General Meeting in 2026 (“EGM”) of HUAXIN BUILDING MATERIALS GROUP CO., LTD.* (the “**Company**”) will be held on Thursday, 22 October 2026 at 2:00 p.m. at the Conference Room on 2/F, Block B, Huaxin Building, No. 426 Gaoxin Avenue, East Lake High-Tech Development Zone, Wuhan City, Hubei Province, China for the purpose of considering and, if thought fit, passing the following resolutions. Unless otherwise stated, capitalized terms used in this notice shall have the same meanings as those defined in the circular of the Company dated 30 September 2026.

Special Resolution

1. Proposal on granting a General Mandate to the Board of Directors to issue H Shares and authorizing the Board of Directors and its delegates to handle all matters relating to the General Mandate

By Order of the Board of Directors
HUAXIN BUILDING MATERIALS GROUP CO., LTD.*
Xu Yongmo
Chairman

Wuhan City, Hubei Province, China
30 September 2026

* *For identification purposes only*

Notes:**1. Eligibility to attend the EGM and suspension of H shares transfer registration**

H-share holders of the Company whose names appear on the H Share register of members of the Company on Thursday, 22 October 2026 are entitled to attend and vote at the EGM. H-share holders who wish to attend the EGM but have not registered their share transfer documents shall lodge their transfer documents together with the relevant share certificates at the Company's H Share Registrar in Hong Kong, namely Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, before 4: 30 p.m. on Thursday, 15 October 2026.

The Company will announce separately on the website of the SSE on the details of A-share holders' eligibility to attend the EGM.

2. Proxy appointment

The proxy form for the resolution as set out in the Circular of the EGM will be sent to shareholders on the same day. A shareholder entitled to attend and vote at the EGM is entitled to appoint one or more proxies (A proxy may not be a shareholder of the Company) to attend and vote in his/her stead. The instrument appointing a proxy must be in writing under the hand of the shareholder or of his/her agent duly authorized in writing. If the shareholder is a legal person, the proxy form must be either under the seal of the legal person or under the hand of his/her legal representative or director or duly authorized person. If the proxy form is signed by an agent authorized by the shareholder, the authorization or other document authorizing the signing must be notarized.

In order to be valid, for H-share holders, the proxy form together with a notarized authorization or other authorization documents (if any) must be delivered, by hand delivery or post, no later than 24 hours before the EGM or any adjournment thereof (in the case of the EGM, it shall be delivered before 2: 00 p.m. on Wednesday, 21 October 2026 to 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.

A shareholder who has filled in and submitted the proxy form may at that time attend and vote in person at the EGM or any adjournment thereof as he/she wishes.

3. Procedures of registration for attending the EGM

Shareholders or their proxies shall present their identification documents when attending the EGM. If the shareholder present at the meeting is a legal person, his/her legal representative, director or other person authorized by a decision-making body shall present a copy of the resolution of the Board of Directors or other decision-making body appointing such person to attend the EGM.

4. Voting by poll

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of shareholders at the EGM must be taken by poll. Accordingly, the Chairman of the EGM shall, in accordance with the powers conferred by the Articles of the Association, require a vote by poll on all resolutions presented at the EGM.

5. Miscellaneous

The EGM is expected to take no more than half a day. Shareholders of the Company who attend the EGM shall bear their own traveling and accommodation expenses.

Contact information of the Company:

Address:	Block B, Huaxin Building, No. 426 Gaoxin Avenue, East Lake High-Tech Development Zone, Wuhan City, Hubei Province China
Postal code:	430074
Tel.:	(86) 27 8777 3898
Fax:	(86) 27 8777 3992
Contact person:	Mr. Ye Jiaying (Secretary to the Board of Directors), Ms. Wang Xiaoqiong (Securities Affairs Representative)

6. All dates and times in this circular refer to Hong Kong dates and times.

As of the date of this Notice, the Board of Directors of the Company comprises Mr. Li Yeqing (President), as executive Director; Mr. Xu Yongmo (Chairman), Mr. Martin Kriegner, Mr. Olivier Milhaud, Ms. Tan Then Hwee and Mr. Ming Jinhua, as non-executive Directors; Mr. Wong Kun Kau, Mr. Zhang Jiping and Mr. Jiang Hong, as independent non-executive Directors.