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**CNBM**

**China National Building Material Company Limited\***

**中國建 材 股 份 有 限 公 司**

*(a joint stock limited company incorporated in the People's Republic of China with limited liability of its members)*

(Stock Code: 3323)

## **SUPPLEMENTAL NOTICE OF THE ANNUAL GENERAL MEETING**

Reference is made to the notice of the annual general meeting (the “**Original Notice**”) of China National Building Material Company Limited\* (the “**Company**”) dated 14 April 2022 which set out the resolutions to be considered by shareholders of the Company (“**Shareholder(s)**”) at the annual general meeting to be held at 9:30 a.m. on Monday, 30 May 2022 at Tower 2, Guohai Plaza, No. 17 Fuxing Road, Haidian District, Beijing, the People’s Republic of China (the “**PRC**”) (the “**AGM**”). Unless otherwise indicated, capitalised terms used herein shall have the same meanings as those defined in the circular dated 14 April 2022 issued by the Company (the “**Circular**”).

A Shareholder, BBMG Assets Management Co., Ltd. (北京金隅資產經營管理有限責任公司) (“**BBMG Assets**”), has submitted an extraordinary proposal to the Board. In accordance with the relevant laws and regulations and the Company’s articles of association, the Board hereby presents such extraordinary proposal at the AGM for consideration and approval by the Shareholders.

**SUPPLEMENTAL NOTICE IS HEREBY GIVEN** that the AGM will be held as originally scheduled, and that additional resolution 7A (as an ordinary resolution), as set out below, will be considered and, if thought fit, passed at the AGM together with the other resolutions set out in the Original Notice.

## AS ORDINARY RESOLUTION

7A. To consider and approve the appointment of Mr. Zhang Jianfeng as a Supervisor.

Details of the above resolution are included in Appendix I to this supplemental notice of the AGM.

By order of the Board  
**China National Building Material Company Limited\***  
**Zhou Yuxian**  
*Chairman of the Board*

Beijing, the PRC  
13 May 2022

*As at the date of this notice, the board of directors of the Company comprises Mr. Zhou Yuxian, Mr. Chang Zhangli, Mr. Fu Jinguang, Mr. Xiao Jiayang and Mr. Wang Bing as executive directors, Mr. Li Xinhua, Mr. Wang Yumeng, Mr. Peng Shou, Mr. Shen Yungang and Ms. Fan Xiaoyan as non-executive directors and Mr. Sun Yanjun, Mr. Liu Jianwen, Mr. Zhou Fangsheng, Mr. Li Jun and Ms. Xia Xue as independent non-executive directors.*

*Notes:*

- (1) Save for the changes set out in this supplemental notice of the AGM, there are no other changes to the resolutions set out in the Original Notice. For the details in relation to the other resolutions to be considered at the AGM, eligibility for attending the AGM, appointment of proxy, registration procedures, closure of register of members and other relevant matters, please refer to the Original Notice and the Circular.
- (2) Since the form of proxy sent together with the Circular (the “**First Form of Proxy**”) does not contain the additional resolution as set out in this supplemental notice, a new form of proxy (the “**Revised Form of Proxy**”) has been prepared and is enclosed with this supplemental notice.
- (3) The Revised Form of Proxy for use at the AGM is enclosed and is also published on the website of The Stock Exchange of Hong Kong Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company’s website ([www.cnbm.com](http://www.cnbm.com)). Whether or not you intend to attend the AGM, you are requested to complete and return the enclosed Revised Form of Proxy in accordance with the instructions printed thereon not less than 24 hours before the time appointed for the AGM (i.e. not later than 9:30 a.m. on Sunday, 29 May 2022) or any adjournment thereof (as the case may be). Completion and return of the Revised Form of Proxy will not preclude you from attending the AGM and voting in person if you so wish.

**(4) IMPORTANT REMINDERS:**

- (a) **A Shareholder who has not yet lodged the First Form of Proxy** in accordance with the instructions printed thereon is requested to lodge the Revised Form of Proxy if he or she wishes to appoint proxies to attend the AGM on his or her behalf. In this case, the First Form of Proxy should not be lodged.
- (b) **A Shareholder who has already lodged the First Form of Proxy** in accordance with the instructions printed thereon should note that:
- (i) If no Revised Form of Proxy is lodged in accordance with the instructions printed thereon, the First Form of Proxy will be treated as a valid form of proxy lodged by the shareholder if duly completed. The proxy appointed under the First Form of Proxy will be entitled to vote in accordance with the instructions previously given by the shareholder under the First Form of Proxy or at his/her discretion (if no such instructions are given) on any resolution properly put to the AGM, including the additional resolutions as set out in this supplemental notice.
  - (ii) If the Revised Form of Proxy is lodged in accordance with the instructions printed thereon not less than 24 hours before the time appointed to hold the AGM (i.e. not later than 9:30 a.m. on Sunday, 29 May 2022) or any adjourned meeting (the “**Closing Time**”) and is duly completed, the Revised Form of Proxy will be treated as a valid form of proxy lodged by the shareholder, and the First Form of Proxy will be deemed revoked.
  - (iii) If the Revised Form of Proxy is lodged after the Closing Time or is not duly completed, the Revised Form of Proxy will be invalid and will not revoke the First Form of Proxy. The First Form of Proxy will be treated as a valid form of proxy lodged by the shareholder if duly completed. The proxy appointed under the First Form of Proxy will be entitled to vote in accordance with the instructions previously given by the shareholder under the First Form of Proxy or at his/her discretion (if no such instructions are given) on any resolution properly put to the AGM, including the additional resolutions as set out in this supplemental notice.
- (5) Shareholders are reminded that completion and return of the First Form of Proxy and/or the Revised Form of Proxy will not preclude them from attending and voting in person at the AGM or any adjournment thereof.
- (6) References to time and dates in this supplemental notice are to Hong Kong time and dates.

\* *For identification only*

## APPENDIX I:

Reference is made to the announcement of the Company on 6 May 2022 in relation to the proposed change of supervisor. On 6 May 2022, the Company was notified by a Shareholder, BBMG Assets, that due to work re-designation, BBMG Assets proposed to nominate Mr. Zhang Jianfeng for appointment as a supervisor of the Company in replacement of Ms. Hu Juan. The proposed appointment of Mr. Zhang Jianfeng shall be subject to approval by the Shareholders by way of ordinary resolution at the AGM. The term of office for Mr. Zhang Jianfeng shall commence upon approval of the Shareholders of his appointment as a new supervisor at the AGM and shall be the same as the term of office of the fifth session of the Supervisory Committee, and he will be eligible for re-election.

The biographical details of Mr. Zhang Jianfeng as required under Rule 13.51(2) of the Listing Rules are set out below.

**Mr. Zhang Jianfeng**, born in August 1975, is the secretary to the board of directors of BBMG Corporation (“**BBMG**”). Mr. Zhang has been serving as the secretary to the board of directors of BBMG since August 2021, a director of Tangshan Jidong Equipment Engineering Co., Ltd.(唐山冀東裝備工程股份有限公司) since November 2016, and the head of the board office of BBMG since March 2016. Mr. Zhang served as the deputy head of the public relations department, the deputy office manager and the deputy head of the board office of BBMG from March 2008 to March 2016, and served as the deputy head of the external cooperation department of BBMG Co., Ltd (北京金隅集團有限責任公司) from January 2005 to March 2008. Mr. Zhang served as the cadre and the assistant to the director of the foreign economic department of Beijing Building Materials Group Co., Ltd. (北京建材集團有限責任公司) from August 1998 to January 2005. Mr. Zhang received a bachelor’s degree in arts from Wuhan University of Technology (武漢工業大學) in June 1998.

Mr. Zhang Jianfeng, if appointed, will not receive any remuneration from the Company during his term of office as a supervisor of the Company.

Save as disclosed above and as at 12 May 2022 (the “**Latest Practicable Date of this Supplemental Notice**”), Mr. Zhang Jianfeng has confirmed that he (i) did not assume other offices in any member of the Group; (ii) was not related to any Directors, senior management, substantial shareholders or controlling shareholders of the Company or other members of the Group; (iii) did not have any interests in shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Cap.571 of the laws of Hong Kong); and (iv) did not hold any other directorships or other major appointments and qualifications in any listed companies in the past three years.

As at the Latest Practicable Date of this Supplemental Notice, Mr. Zhang Jianfeng has confirmed that there is no information in relation to his appointment which is discloseable pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules. Save as disclosed above, the Company is not aware of any other matters in relation to the appointment of Mr. Zhang Jianfeng that need to be brought to the attention of the Shareholders.

### **Recommendation**

The Board believes that the proposed resolution set out in this this supplemental notice of the AGM is in the best interests of the Company as well as its Shareholders. Accordingly, the Directors recommend that all Shareholders vote in favour of the relevant resolution at the AGM.