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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)

### **VOTING RESULTS OF EXTRAORDINARY GENERAL MEETING**

The board of directors (the “**Board**”) of China National Building Material Company Limited\* (the “**Company**”) is pleased to announce that the extraordinary general meeting (the “**EGM**”) of the Company was held at 2:00 p.m. on Monday, 19 December 2022 at Tower 2, Guohai Plaza, No. 17 Fuxing Road, Haidian District, Beijing, the People’s Republic of China (the “**PRC**”).

For details of the resolutions considered at the EGM, please refer to the notice of the EGM, the circular of the Company dated 25 November 2022 (the “**Circular**”) and the supplemental notice of the EGM dated 5 December 2022. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

The number of issued shares of the Company as at the date of the EGM was 8,434,770,662 shares, of which 3,876,624,162 shares were Domestic Shares and 4,558,146,500 shares were H Shares. To the extent that the Company is aware having made all reasonable enquiries, other than the Parent and its associates who were required under the Listing Rules to abstain from voting on resolution 2, resolution 3, resolution 4 and resolution 5 proposed at the EGM, no Shareholder was required under the Listing Rules to abstain from voting on the resolutions proposed at the EGM. The Parent and its associates have abstained from voting on resolution 2, resolution 3, resolution 4 and resolution 5 proposed at the EGM. As at the date of the EGM, the Parent and its associates directly and indirectly held 3,753,125,981 Shares, representing approximately 44.50% of the total issued share capital of the Company. Accordingly, the total number of Shares entitling the holders to attend and vote for or against resolution 2, resolution 3, resolution 4 and resolution 5 proposed at the EGM was 4,681,644,681 Shares, representing approximately 55.50% of the total issued share capital of the Company. The total number of Shares entitling the holders to attend and vote for or against resolution 1, resolution 6, resolution 7 and resolution 8 proposed at the EGM was 8,434,770,662 Shares, representing 100% of the total issued share capital of the Company.

There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions proposed at the EGM as set out in Rule 13.40 of the Listing Rules. No Shareholders have stated their intention in the Circular to vote against the resolutions proposed at the EGM.

The convening of the EGM was in compliance with the requirements of the Company Law of the PRC and the provisions of the articles of association of the Company. The EGM was chaired by Mr. Zhou Yuxian, the chairman of the Company. All Directors were present at the EGM.

## VOTING RESULTS OF EGM

All the resolutions at the EGM were taken by poll pursuant to the Listing Rules. The poll results in respect of the proposed resolutions at the EGM are as follows:

Ordinary Resolutions		For	%	Against	%
As more than half (1/2) of the votes from the Shareholders who attended and voted at the EGM were cast in favour of each of the following resolutions, the following resolutions were duly passed as ordinary resolutions:					
1	To consider and approve the appointment of Mr. Liu Yan as an executive director of the Company to hold office with effect from the date on which this resolution is approved and the term of office will be the same as the current session of the Board, and to consider and approve the remuneration of Mr. Liu Yan, as set out in the Circular.	6,193,044,941	97.4414%	162,616,874	2.5586%
2.	To consider and approve the transactions contemplated under the master agreement on mutual provision of products and services dated 28 October 2022 (the “ <b>Master Agreement on Mutual Provision of Products and Services</b> ”) entered into between the Company and China National Building Material Group Co., Ltd.* (the “ <b>Parent</b> ”) and the annual caps of such transactions and all other matters of and incidental thereto or in connection therewith.	2,742,339,834	99.9994%	16,000	0.0006%

Ordinary Resolutions		For	%	Against	%
3	To consider and approve the transactions of procurement of engineering services from the Parent and its subsidiaries (excluding the Company and its subsidiaries, but including the connected subsidiaries of the Company) (the “ <b>Parent Group</b> ”) under the master agreement on mutual provision of engineering services dated 28 October 2022 (the “ <b>Master Agreement on Mutual Provision of Engineering Services</b> ”) entered into between the Company and the Parent and the annual caps of such transactions and all other matters of and incidental thereto or in connection therewith.	2,742,339,834	99.9994%	16,000	0.0006%
4	To consider and approve the deposit services transactions under the financial services framework agreement dated 28 October 2022 (the “ <b>Financial Services Framework Agreement</b> ”) entered into between the Company and China National Building Material Group Finance Co., Ltd. (the “ <b>Finance Company</b> ”) and the caps of such transactions and all other matters of and incidental thereto or in connection therewith.	1,841,168,033	67.1382%	901,187,801	32.8618%
5	To consider and approve the loan transactions under the loan framework agreement dated 28 October 2022 (the “ <b>Loan Framework Agreement</b> ”) entered into between Xinjiang Tianshan Cement Co., Ltd.* and CNBM Chizhou New Materials Co., Ltd.* and the caps of such transactions and all other matters of and incidental thereto or in connection therewith.	2,683,684,017	97.8605%	58,671,817	2.1395%
6	To consider and approve the appointment of Mr. Wei Rushan as an executive director of the Company to hold office with effect from the date on which this resolution is approved and the term of office will be the same as the current session of the Board, and to consider and approve the remuneration of Mr. Wei Rushan, as set out in the Appendix I.	6,317,353,769	99.3973%	38,308,046	0.6027%

Ordinary Resolutions		For	%	Against	%
7	To consider and approve the appointment of Mr. Qu Xiaoli as a supervisor of the Company.	6,152,789,327	96.8082%	202,860,488	3.1918%
Special Resolution		For	%	Against	%
As more than two-thirds (2/3) of the votes from the Shareholders who attended and voted at the EGM were cast in favour of the following resolution, the following resolution was duly passed as a special resolution:					
8	To consider and approve the amendments to the Articles of Association as set out in the Circular.	6,355,645,815	99.9999%	4,000	0.0001%

Da Hua Certified Public Accountants (Special General Partnership), the auditor of the Company, has acted as the scrutineer and compared the poll results summary to the poll forms collected by the Company. The work performed by Da Hua Certified Public Accountants (Special General Partnership) in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the Hong Kong Institute of Certified Public Accountants nor did it include provision of any assurance or advice on matters of legal interpretation or entitlement to vote.

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

Beijing, the PRC  
19 December 2022

*As at the date of this announcement, the board of directors of the Company comprises Mr. Zhou Yuxian, Mr. Wei Rushan, Mr. Liu Yan, Mr. Xiao Jiexiang and Mr. Wang Bing as executive directors, Mr. Li Xinhua, Mr. Chang Zhangli, Mr. Wang Yumeng, 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.*

\* *For identification purposes only*