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# HUAXIN CEMENT CO., LTD.*

# 華新水泥股份有限公司

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

**(Stock Code: 6655)**

## Notice of the 2023 Annual General Meeting

Notice is hereby given that the 2023 Annual General Meeting ("AGM") of Huaxin Cement Co., Ltd. (the "Company") will be held on Tuesday, 21 May 2024 at 2:00 p.m. at the Company's 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, terms used in this notice shall have the same meanings as those defined in the circular of the Company dated 26 April 2024.

### Ordinary Resolutions

1. To consider and approve the Work Report of the Board of Directors in 2023

2. To consider and approve the Work Report of the Board of Supervisors in 2023

3. To consider and approve the 2023 Final Financial Report and 2024 Financial Budget Report

4. To consider and approve the 2023 Profit Distribution Plan

5. To consider and approve the 2023 Annual Report

6. To consider and approve the Proposal on Re-appointment of Ernst & Young Hua Ming LLP (Special General Partnership) as the Company's Auditor for Financial Audit and Internal Control Audit for the Year 2024

7. To consider and approve the Proposal in respect of providing guarantee for subsidiaries

* For identification purpose only

Special Resolutions

8. To consider and approve the Proposal on issuing overseas bonds and providing guarantees for subsidiaries

Ordinary Resolutions Effected by Cumulative Voting System

9. To consider and approve the Proposal on re-election of the Directors:

   (a) To re-elect and appoint Mr. Xu Yongmo as a non-executive Director

   (b) To re-elect and appoint Mr. Li Yeqing as an executive Director

   (c) To re-elect and appoint Mr. Liu Fengshan as an executive Director

   (d) To re-elect and appoint Mr. Martin Kriegner as a non-executive Director

   (e) To re-elect and appoint Mr. Lo Chi Kong as a non-executive Director

   (f) To re-elect and appoint Ms. Tan Then Hwee as a non-executive Director

   (g) To re-elect and appoint Mr. Wong Kun Kau as an independent non-executive Director

   (h) To re-elect and appoint Mr. Zhang J

Notes:

1. Eligibility to attend the AGM and suspension of H shares transfer registration

   To determine the name list of H-share holders eligible to attend the AGM, the Company will close registration for H Share transfers from Wednesday, 16 May 2024 to Thursday, 21 May 2024 (both days inclusive). In order to be eligible to attend and vote at the AGM, all share transfer documents together with the relevant share certificates must reach the Company's H-share registrar in Hong Kong, namely Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road,

Withholding and remitting individual income tax for overseas individual shareholders

According to the Circular on Some Policy Questions Concerning Individual Income Tax (CSZ [1994] No. 020) issued by the Ministry of Finance and the State Administration of Taxation on 13 May 1994, overseas individuals are exempted from the individual income tax for the dividends and bonuses received from foreign-invested enterprises. When distributing dividends for the year ended 31 December 2023 to its shareholders who are foreign individuals listed on the H-share register, the Company, as a foreign-invested enterprise, will not withhold individual income tax of such shareholders.

Withholding income tax for Shanghai Stock Connect investors

For HKEx investors (including enterprises and individuals) (“Shanghai Stock Connect Investors”) who invest in the Company’s A shares listed on the Shanghai Stock Exchange, the final dividend will be paid in RMB by the Company through China Securities Depository & Clearing Corporation Limited Shanghai Branch to the accounts of the nominal A-share holders. The Company withholds income tax at a tax rate of 10% and makes a withholding declaration to the competent tax authority. For Shanghai Stock Connect investors who are tax residents of other countries and subject to an income tax rate for cash dividends of lower than 10% pursuant to the tax agreement signed between their home country and China, enterprises or individuals can, by themselves or by entrusting a withholding agent, apply to the competent tax authority for enjoying any treatment under a relevant tax agreement. After examination and verification, the competent tax authority shall refund the tax on the basis of the difference between the amount levied and the amount of tax payable calculated

In accordance with the Notice on Taxation Policies concerning the Pilot Program of an Interconnection Mechanism for Transactions in the Shenzhen and Hong Kong Stock Markets (CS [2016] No. 127) implemented on 5 December 2016,

for dividends received by mainland individual investors from investing in the Company's H shares through Shenzhen-Hong Kong Stock Connect, the Company is obliged to withhold personal income tax at a tax rate of 20%; for dividends received by mainland securities investment funds from investing in the Company's H shares through the Shenzhen-Hong Kong Stock Connect, individual income tax shall be calculated in accordance with the above requirements; and

for dividends received by mainland enterprise investors from investing in the Company's H shares through the Shenzhen-Hong Kong Stock Connect, the Company does not withhold tax on dividends, and the tax payable shall be declared and paid by such enterprises on their own.

For any questions about the above arrangements, H-share holders of the Company may consult their tax advisers about the impact of taxation of China and Hong Kong and other countries (regions) resulted from holding and selling the H shares of the Company.

3. Closure of register and eligibility for dividends for the year 2023

Note to H-share holders: The register of members of the Company for H shares will be closed from Tuesday, 28 May 2024 to Friday, 31 May 2024 (both days inclusive). H-share holders who wish to receive the proposed annual dividends (subject to approval at the upcoming AGM) but have not yet registered the transfer document must submit such documents and relevant share certificates before 4:30 p.m. on Monday, 27 May 2024 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, for registration.

4. Proxy appointment

The proxy form for the resolution as set out in the Circular of the AGM will be sent to shareholders on the same day. A shareholder entitled to attend and vote at the AGM 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 corporation, the proxy form must be either under the seal of the corporation or under the hand of its 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 AGM or any adjournment thereof (in the case of the AGM, it shall be delivered before 2:00 p.m. on Monday, 20 May 2024 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 AGM or any adjournment thereof as he/she wishes.

5. Procedures of registration for attending the AGM

Shareholders or their proxies shall present their identification documents when attending the AGM.