If you are in any doubt as to any aspect of this circular or the

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A share(s)	means	ordinary shares issued by the Company with a par value of RMB1.00 each, which are listed on the SSE and traded in RMB
A- shareholder(s)	means	holders of A shares
Annual General Meeting or AGM	means	2025 Annual General Meeting to be held on Thursday, 28 May 2026 at 2:30 p.m.
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
H share(s)	means	Foreign shares listed on 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 from time to time)
Latest Practicable Date	means	28 April 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 are listed on the Main Board of the HKEX (stock code: 6655) and the SSE (stock code: 600801), respectively
The Group	means	the Company and its subsidiaries

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)

1. INTRODUCTION

On behalf of the Board of Directors, I would like to invite you to attend the AGM to be held on Thursday, 28 May 2026 at 2:30 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.

The purpose of this circular is to send you notice on the AGM 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 AGM.

2. AFFAIRS TO BE DEALT WITH AT THE AGM

The resolutions that the Company will propose at the AGM for the Shareholders' consideration and approval include the following:

(1) 2025 Work Report of the Board of Directors

(2) 2025 Final Financial Report and 2026 Financial Budget Report

(3) 2025 Profit Distribution Plan

(4) 2025 Annual Report

(5) 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 2026

(6) Proposal on Providing Guarantee for Subsidiaries

(7) Proposal on Electing Mr. Ming Jinhua as a Non-executive Director Candidate for the Eleventh Board of Directors

The matter that the Company will report to the Shareholders at the AGM includes the following:

2025 Annual Debriefing Report of Independent Non-executive Directors

3. 2025 WORK REPORT OF THE BOARD OF DIRECTORS

The Company will propose an ordinary resolution to consider and approve the 2025 Work Report of the Board of Directors at the AGM. The 2025 Work Report of the Board of Directors is attached in Appendix I to this circular.

4. 2025 FINAL FINANCIAL REPORT AND 2026 FINANCIAL BUDGET REPORT

The Company will propose an ordinary resolution to consider and approve the 2025 Final Financial Report and 2026 Financial Budget Report at the AGM.

I. Summary of the 2025 Final Financial Report

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Item	Details	Closing balance of 2025	Proportion	Closing balance of 2024	Proportion	Change on a year-on-year basis
Assets	Current assets	1,830,428	22.62%	1,579,161	22.72%	15.91%
	Non-current assets	6,261,458	77.38%	5,372,108	77.28%	16.55%
	Total	8,091,886	100.00%	6,951,269	100.00%	16.41%
Liabilities	Current liabilities	1,909,585	43.75%	1,816,890	52.49%	5.10%
	Non-current liabilities	2,455,093	56.25%	1,644,598	47.51%	49.28%
	Total	4,364,677	100.00%	3,461,488	100.00%	26.09%
	Including: interest-bearing liabilities					

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Item	Closing balance of 2025	Proportion	Closing balance of 2024	Proportion	Change on a year-on-year basis
Equity attributed to shareholders of the parent company	3,193,427	100%	3,029,143	100%	5.42%
— Other comprehensive incomes	–1,184		–48,489		97.56%

In 2025, the operating cost decreased by RMB1.104 billion year-on-year, primarily due to reduced sales volumes of domestic cement

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Item	2025	2024	Change
Net profit attributable to shareholders of the listed company	285,333	241,628	18.09%
Net profit attributable to shareholders of the listed company, excluding non-recurring gains and losses	269,413	178,443	50.98%
Return on net assets, weighted average (%)	9.09	8.16	Up by 0.93 percentage points
Return on net assets, weighted average after deducting non-recurring gains and losses (%)	8.59	6.02	Up by 2.57 percentage points

During the reporting period, profit growth was driven by the continuous expansion of the overseas business, particularly the acquisition of Nigeria. In .9%0]TJ 0F2 1 Tf 6.0009 0 TD [(1)-4.359%3

As at the end of 2025, the net cash flow from operating activities increase1(t)-.ht9590ify

is proposed to be based on the company' s total share capital of 2,078,995,649 shares, with a cash dividend of RMB0.21 per share, totaling a cash dividend of RMB436,047,706. No capital reserve will be converted into share capital this year.

The cash dividends distributed by the Company are denominated and declared in RMB, and are payable in RMB to A-share holders and in HKD or USD to H-share holders.

The Board of Directors has agreed to appoint Tricor Investor Services Limited as the agent of the Company to handle the distribution of dividends to H-shareholders. The Board of Directors has agreed, upon approval of the 2025 Profit Distribution Plan by the AGM, to

financial and internal control, following the requirements of the China Registered Accountants Auditing Standards and professional standards of accounting firms. In order to maintain the continuity of the Company's audit work, the Board of Directors, on the basis of a full understanding and verification of the professional competence, investor protection, independence and integrity of Ernst & Young Hua Ming, the following resolutions are proposed:

(1) Ernst & Young Hua Ming is to be engaged as the Company's auditor for financial audit and internal control audit for the year 2026.

(2) The Shareholders to authorize the Board of Directors to determine the remuneration of Ernst & Young Hua Ming for providing audit services for the Company in 2026.

8. PROPOSAL IN RESPECT OF PROVIDING GUARANTEES FOR SUBSIDIARIES

To meet the financing needs of the Company's wholly-owned and controlling subsidiaries, the Company intends to provide guarantees for these subsidiaries in respect of their financial activities including bank loans, supply chain finance, letters of guarantee, financial leasing, debt investment plans, trusts, foreign exchange risk management, bond issuance and preferred share issuance. Please review the proposal.

I. Overview

As of December 31, 2025, the total authorized guarantee limit approved by the shareholders' meeting for its wholly-owned and controlling subsidiaries, within the validity period, was RMB22.648 billion. The actual amount of guarantees utilized by the subsidiaries was RMB9.539 billion and USD33 million, equivalent to RMB9.771 billion. This accounts for 26.13% of the company's consolidated owners' equity as of December 2025 and represents 43.14% of the total approved guarantee limit. There are no overdue guarantees.

In light of the current changes in the financing needs of the Company's domestic and overseas subsidiaries, the Company hereby updates the guarantee limit:

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Guarantees	Guarantee limit
Last approved limit	2,264,852
Used amount	977,133
This application for guarantee	2,254,607
The reduction limit	10,245

II. The object and amount of this guarantee are set out in Appendix II.

III. Summary of Guarantee

1. Scope of guarantee:

   a. The guarantors include the Company, which shall provide guarantees for its controlling subsidiaries.

   b. Huaxin (Hong Kong) International Holdings Co., Ltd., Huaxin (Hainan) Investment Co., Ltd. and Natal Portland Cement (Pty) Ltd. may also act as guarantors to provide guarantees to their subsidiaries under this Proposal.

2. Guarantee limit: the total guarantee limit of the group is RMB22.546 billion, which is revolving.

3. Time limit for providing guarantee: the Group shall sign guarantee contracts for all types of the Company's guarantee businesses until the expiration of three years, commencing from the date of approval by the Company's shareholders' meeting. The specific guarantee period shall be as set forth in the formally signed guarantee contracts. The Company is hereby authorized to, within the aforesaid authorization period, continue providing guarantees in connection with the renewal of relevant businesses upon their maturity.

4. Guarantee method:

   a. The Company's wholly-owned and controlling subsidiaries may utilize the above guarantee limit either in a single tranche or in multiple tranches; the specific guarantee limit, period and method shall be subject to the corresponding contracts, and the Company shall bear joint and several liability in respect of such guarantees;

   b. Within the above total guarantee limit, the Company's wholly-owned subsidiaries may make mutual adjustments within the limit and utilize the same on a consolidated basis in accordance with their actual funding requirements;

   c. Where the Company provides specific guarantees and executes the relevant guarantee contracts within the above approved limit and the scope of adjustment, there shall be no need to separately convene the Board of Directors or the shareholders' meeting for deliberation and approval.

5. Counter Guarantee Arrangements:

The joint venture shareholders of Huaxin Green Building Materials (Wuxue) Co., Ltd. hereby provide a counter guarantee in respect of the relevant guarantees. No other counter guarantees shall be required for the remaining guarantee matters under this Proposal.

IV. Main contents of guarantee contract

In accordance with the operational needs of each wholly-owned and controlling subsidiary, the Company shall determine the specific guarantee limit within the above guarantee limit, and the relevant guarantee agreements shall be signed by the relevant parties at the time of the actual occurrence of each guarantee business.

V. Opinion of the Board of Directors

In view of the fact that the above-mentioned companies are all wholly-owned subsidiaries and holding subsidiaries of the Company, and that the above-mentioned companies have good financial status and solvency, and that the Company has effective control over their operation and management, finance, investment and financing, the Company has the ability to fully grasp and monitor the business activities of the guaranteed companies.

The purpose of providing the guarantee for some subsidiaries is to meet the financing needs of different subsidiaries and provide guarantee for their financing business such as bank borrowing, letter of credit, bank acceptance, letter of guarantee, financial leasing, bond issuance, and foreign exchange risk management etc. The guarantee risk can be controlled, therefore, the board of directors of the company agrees to the above guarantee and agrees to submit this matter to the AGM for approval.

VI. Accumulative number of guarantees and overdue guarantees of the Company

As of December 31, 2025, the total actual amount of external guarantees provided by the Company and its controlling subsidiaries was RMB9.771 billion; accounting for 26.13% of the owner's equity in the Company's consolidated financial statements as of December 2025. There were no overdue guarantees on a cumulative basis.

The aforesaid guarantees include those provided to the Company's wholly-owned and controlling subsidiaries with an asset-liability ratio exceeding 70%. Pursuant to the Listing Rules of the Shanghai Stock Exchange and the Articles of Association of the Company, such guarantees shall be submitted to the AGM for deliberation and approval.

9. PROPOSAL ON ELECTING MR. MING JINHUA AS A NON-EXECUTIVE DIRECTOR CANDIDATE FOR THE ELEVENTH BOARD OF DIRECTORS

Reference is made to the announcement of the Company dated 30 March 2026 whereby the Board of Directors announced the resignation of Mr. Liu Fengshan as an executive Director and in accordance with the relevant provisions of the Articles of Association, the Board of Directors nominated Mr. Ming Jinhua as a non-executive director of the Eleventh Board of Directors of the Company on April 29, 2026.

Mr. Liu Fengshan resigned as a Director on 30 March 2026, and after due consideration with reference to the Articles of Association of the Company, the Board of Directors nominated Mr. Ming Jinhua as a non-executive Director of the Eleventh Board of Directors, subject to the approval of the Shareholders at the AGM, and the term of office is the same as that of the current Board of Directors.

The biography of Mr. Ming Jinhua and other necessary information is set out in Appendix III of this circular for your information.

10. 2025 ANNUAL WORK REPORT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The 2025 Annual Work Report of Independent Non-executive Directors will be reported to the Shareholders at the AGM.

11. ANNUAL GENERAL MEETING

The AGM will be held on Thursday, 28 May 2026 at 2:30 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, to consider, and if appropriate, pass the resolutions contained in the notice of the meeting, which is set out on pages 28 to 33 of this circular.

A proxy form of the AGM is enclosed herewith. Whether or not you are able to attend the AGM in person, 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 24 hours before the time designated for holding the AGM or any adjournment thereof in any event; otherwise, it will be deemed invalid. For the AGM, the proxy form shall be returned before 2:30 p.m. on Wednesday 27 May 2026. The completion and submission of the proxy form shall not preclude you from attending and voting at the AGM in person or its adjournment (as the case may be) if you so wish. In the event that you subsequently attend and vote at the AGM or its adjournment in person, your proxy appointment shall be deemed to be revoked.

12. CLOSURE OF H-SHARE REGISTER

To determine the name list of H-share holders eligible to attend the AGM, the Company will close registration for H Share transfers from Friday, 22 May 2026 to Thursday, 28 May 2026 (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, Hong Kong, before 4:30 p.m. on Thursday, 21 May 2026.

13. VOTING BY POLL

In accordance with Rule 13.39 (4) of the Listing Rules, all resolutions proposed at the


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of 28.32 million cubic meters. The annual operating revenue was RMB35.348 billion,

proposals and reports, provided their professional knowledge to make feasible strategic decisions, and tried their best to put forward suggestions for the Company's healthy and sustainable development. For details, please refer to "IV. Performance of duties by directors" in Chapter IV Corporate Governance of the Annual Report 2025.

Thanks to its professional and standardized operations and governance practices, the company was awarded the "2025 Outstanding Board Practices Case of Listed Companies" by the China Association for Public Companies.

2. Compliance and Quality Enhancement in Information Disclosure, Strengthening the Foundation of Market Trust

As a dual-listed company on the A + H markets, the Board strictly complied with the regulatory requirements of both Shanghai and Hong Kong, diligently fulfilling its information disclosure obligations. A total of 253 information disclosure documents were issued throughout the year, with specific disclosure details as follows:

Location	Type of disclosure	Number of disclosure
SSE	Extraordinary announcements	63
	Periodic reports	4
	Online documents	48
	Subtotal	115
HKEX	Extraordinary announcements	75
	Periodic reports	4
	Overseas regulatory announcements and online documents	59
	Subtotal	138
	Total	253

All periodic reports were previewed by the Board of Directors. The Company's major information was disclosed on designated newspapers and websites timely in accordance with the requirements of the stock listing rules and guidelines on announcement format of the stock exchanges where the Company is listed at home and abroad. The company's disclosed information objectively and fairly reflects its operational status and matters, without false records, misleading statements, or material omissions. It ensures the authenticity, accuracy, completeness, timeliness, and effectiveness of the disclosed information, earning the "Golden Disclosure Award — 2024" under the Golden Bull Awards for Listed Companies by China Securities Journal.

3. Strategic Enhancement of Investor Relations and Market Capitalization

2025. The stock prices of its A-shares and H-shares ranked first among comparable listed companies primarily engaged in the cement business in China, delivering significant returns to shareholders.

4. Implementation of Long-term Incentive Mechanisms to Align Development Consensus

Adhering to the principles of “performance orientation, compliant operation, and mutual benefits,” the Board of Directors coordinated the advancement of employee stock ownership and equity incentive programs. Throughout the year, it successfully promoted the 2025 Employee Stock Ownership Plan, the A-share repurchase plan via centralized bidding, and the 2025 A-share Restricted Shares Incentive Plan. These initiatives established a long-term mechanism for shared

objectives of “quality and efficiency improvement, strategic deepening, and value enhancement,” the following priority tasks will be undertaken to safeguard the company’s sustainable and healthy development:

1. Strengthening Decision-making Support to Ensure Strategic Execution

The Board will enhance research and analysis to provide strategic guidance for daily operations and development. It will improve decision-making efficiency for urgent matters, strengthen communication with directors, major shareholders, and internal/external stakeholders, enrich decision-making information, and ensure sound judgment and risk control for major projects. The Board remains committed to advancing the implementation of the company’s four major strategic initiatives, fully supporting business growth. Management is encouraged to unite employees and con

IV. OUTLOOK

2026 will be a pivotal year for the company to deepen its strategic layout and achieve high-quality development. The Board will remain committed to its responsibility to all shareholders, exercising diligence and prudent decision-making. Through excellent governance to enable strategy execution and resolute actions to address market challenges, we will continuously enhance corporate value, strive to open new chapters in the company's development, and deliver stronger performance to reward shareholders and contribute to society.



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)

No.	Name of the Guaranteed Party	Guarantee Limit	Registered capital	Shareholding Ratio	Total Assets as of 2025	Total Liabilities as of 2025	Net Assets as of 2025	Operating Revenue for 2025	Net Profit for 2025	
52	Huaxin Concrete (Wuhan) Co., Ltd. and Subsidiary of concrete Division	34,000	19,830	100.00%	159,244	98,401	60,843	16,318	2,197	
53	Hainan Huaxin Pan African Investment Co., Ltd	40,000	1,000	100.00%	372,123	172,470	199,653	—	–1,874	
54	InterCement South Africa (Pty) Ltd.	21,000	643.57 million Rand	100.00%	31,133	23,881	7,252	19,435	463	
55	Cimentos de Mozambique, S.A.	$20 million	6,285.36 million metikar	95.74%	172,264	99,676	72,588	116,683	14,909	
56	CHILANGA Cement PLC	$20 million	12.3 million Zambian Kwacha	75.00%	142,336	61,227	tikaLi5-8.9(tik)5..6(14)-88(tik)5Li5-8.2%			14tik,909

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華新建材集團股份有限公司

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)

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 Friday, 22 May 2026 to Thursday, 28 May 2026 (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, Hong Kong, before 4:30 p.m. on Friday, 21 May 2026.

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

2. 2025 Final Dividend distribution arrangement

   The Board of Directors proposes to distribute cash dividend of RMB0.21 (tax

application is justified upon verification, the competent tax authority shall refund the difference between the tax paid and the tax payable calculated at the tax rate under the tax agreement (arrangement).

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 2025 to its shareholders who are foreign individuals listed on the H-share

- for dividends received by mainland enterprise investors from investing in the Company's H shares through the shanghai-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.

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 2025 Final Dividend

Note to H-share holders: The register of members of the Company for H shares will be closed from Wednesday, 3 June 2026 to Friday, 5 June 2026 (both days inclusive). H-share holders who wish to receive the proposed 2025 Final Dividend (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 Tuesday, 2 June 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, 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 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 AGM or any adjournment thereof (in the case of the AGM, it shall be delivered before 2:30 p.m. on Wednesday, 27 May 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 AGM or any adjournment thereof as he/she wishes.

5. Procedures of registration for attending the AGM

Shareholders or their proxies shall verautttor4(g)-3512the20(e)]TJ0-1 th cr

7. Miscellaneous

The AGM is expected to take no more than half a day. Shareholders of the Company who attend the AGM 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 Jiaxing (Secretary to the Board of Directors), Ms. Wang Xiaoqiong (Securities Affairs Representative)

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

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