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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)

#### **Inside Information**

## Indicative Announcement in relation to the Proposed Spin-off and Listing of Overseas Subsidiaries

This announcement is made by Huaxin Cement Co., Ltd.\* ("Huaxin Cement" or the "Company") pursuant to Rule 13.09(2)(a) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules") and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

#### Overview:

- 1. To further broaden financing channels, integrate resources, and enhance the operational capabilities of Huaxin Cement, Huaxin Cement is considering a restructuring of all of its overseas assets that are engaged in production and operation under a new subsidiary to be established overseas by the Company or its subsidiaries (hereinafter referred to as the "New Subsidiary"), and plans to apply for the listing of the New Subsidiary on an overseas stock exchange (hereinafter referred to as the "Proposed Spin-off and Listing").
- 2. The Proposed Spin-off and Listing will not affect Huaxin Cement's control over the relevant overseas assets, and the New Subsidiary expects to be a controlled subsidiary within the

consolidated financial statements of Huaxin Cement.

- 3. Considering the extensive internal and external communications that will be involved in the overseas assets restructuring under the Proposed Spin-off and Listing and the anticipated difficulty in maintaining confidentiality, the Board has agreed to disclose the Proposed Spin-off and Listing although it is still in the preliminary planning stage. The relevant plan and other matters related to the Proposed Spin-off and Listing will be submitted to the Company's Board and shareholders' meeting for review and approval after the plan is finalized.
- 4. The Proposed Spin-off and Listing is still in the preliminary planning stage. Various uncertainties may arise during the implementation process, which could affect the planning and decision-making of the Proposed Spin-off and Listing. As there remains uncertainty regarding the matter of the Proposed Spin-off and Listing, investors are advised to be mindful of the associated risks.

#### I. Purpose and Significance of the Proposed Spin-off and Listing

The assets involved in the Proposed Spin-off and Listing are intended to include all overseas assets that are engaged in production and operation of the Company. After initiating the planning for the Proposed Spin-off and Listing, Huaxin Cement plans to consolidate the overseas assets into the New Subsidiary and intends to apply for the listing of the New Subsidiary on an overseas stock exchange.

The Proposed Spin-off and Listing will further broaden financing channels and facilitate the integration of resources, thereby enhancing the operating capabilities of Huaxin Cement. It may also help improve the competitiveness and flexibility of the New Subsidiary in financing as well as merger and acquisition transactions in overseas capital markets. This may strengthen Huaxin Cement's influence in the global cement manufacture and sales industry and help achieving its long-term strategic goal of "building a globally leading multinational corporation in the building materials industry". The Proposed Spin-off and Listing is conducive to the Company's overall sustainable and stable development.

The Proposed Spin-off and Listing will not affect Huaxin Cement's control over the relevant overseas assets, and the New Subsidiary expects to be a controlled subsidiary within the consolidated financial statements of Huaxin Cement.

#### II. Basic Information of the Proposed Spin-off and Listing

The New Subsidiary is proposed to be an overseas-incorporated company to be established by Huaxin Cement or its subsidiaries. The primary businesses of the overseas assets intended to be consolidated into this New Subsidiary is cement manufacturing and sales, cement technical services, production and sales of commercial concrete and aggregates, environmental protection business of cement kiln co-disposal of waste, and other related business.

The detailed plan for the Proposed Spin-off and Listing is currently under discussion and preparation.

It is anticipated that after the completion of the Proposed Spin-off and Listing, Huaxin Cement and the New Subsidiary will strive to maintain independence in terms of assets, finance, organizational structure, personnel, and business operations as required by laws and regulations.

Considering the extensive internal and external communications that will be involved in the overseas assets restructuring under the Proposed Spin-off and Listing and the anticipated difficulty in maintaining confidentiality, the Board has agreed to disclose the Proposed Spin-off and Listing although it is still in the preliminary planning stage. The relevant plan and other matters related to the Proposed Spin-off and Listing will be submitted to the Board and the shareholders' meeting of the Company for review and approval after the plan is finalized.

#### III. Risk Disclosure

- 1. The Proposed Spin-off and Listing is currently in the preliminary planning stage. There remains uncertainty as to whether the Company meets the requirements for a spin-off and listing under the Rules for the Spin-off of Listed Companies (Trial Implementation) (《上市公司分拆规则(试行)》) or the Listing Rules, and there may be unforeseeable risk factors that could affect the relevant plans or decisions related to the Proposed Spin-off and Listing. The Company's Board will deliberate and determine whether the Proposed Spin-off and Listing complies with the requirements of the Rules for the Spin-off of Listed Companies (Trial Implementation), the Listing Rules and other applicable laws, regulations, and normative documents, and will submit it to the shareholders' meeting for review and approval.
- 2. The detailed plan for the Proposed Spin-off and Listing is still under discussion and preparation. Its implementation remains subject to multiple conditions, involving the completion of necessary internal decision-making procedures and approvals, consents, or authorizations from relevant external regulatory authorities. There remains uncertainty as to whether and when such approvals, authorizations, or consents will be obtained for the Proposed Spin-off and Listing.
- 3. The Company will strictly comply with the requirements of relevant laws, regulations, and normative documents, and will timely fulfill its information disclosure obligations based on the progress of the Proposed Spin-off and Listing. Investors are advised to be mindful of the associated risks.

#### **Implications under the Listing Rules**

In the event that the Company proceeds with the Proposed Spin-off and Listing, it will be subject to compliance of Practice Note 15 of the Listing Rules and may constitute a notifiable transaction of the Company under Chapter 14 of the Listing Rules. The Company will make further announcement(s) as and when appropriate in accordance with the requirements of the Listing Rules.

This announcement is published in both Chinese and English. In case of any discrepancies, the Chinese version shall prevail.

Investors and shareholders are advised by the Board to exercise caution when dealing in the securities of the Company.

### By order of the Board Huaxin Cement Co., Ltd. Xu Yongmo Chairman

Wuhan, Hubei Province, the PRC 31 August 2025

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

<sup>\*</sup> For identification purposes only