

Huaxin Cement Co., Ltd.
Announcement on Resolutions of the Fifth Meeting of the Eleventh
Board of Directors

To the best of our knowledge, the Board of Directors of the Company and its members

the "Rules of Procedures for Audit Committee to the Board of Directors" "Rules of Procedures for Nomination Committee to the Board of Directors" and "Rules of Procedures for Remuneration and Assessment Committee to the Board of Directors " are hereby amended.

4. Proposal on Public Issue of Corporate Bonds (Voting Result: Affirmative:9; Negative:0; Abstention:0)

Please refer to the attachment 1 for details.

This Proposal shall be submitted to the Shareholder's Meeting for approval.

5. Proposal on Issuing Medium-term Notes (Voting Result: Affirmative:9; Negative:0; Abstention:0)

Please refer to the attachment 2 for details.

This Proposal shall be submitted to the Shareholder's Meeting for approval.

It is herewith announced.

Board of Directors of Huaxin Cement Co., Ltd
26 October, 2024

7. Use of Proceeds

The proceeds raised from the issuance of corporate bonds, after deducting the issue costs, are intended to be used for domestic and overseas investment, project construction, repayment of domestic and overseas liabilities with interest, and replenishment of working capital. The specific purposes of the proceeds raised are to be determined by the Board and authorized representative of the Board to be authorized by the shareholders' general meeting within the aforementioned scope according to the Company's capital needs.

8. Listing venue

regulatory authorities and the resolution of the shareholders' general meeting, taking into account the actual situation of the Company and the market, including but not limited to the specific issuance scale, maturity of the bonds, bond variety, the interest rate of the bonds and its determination method, the timing of the issuance, whether to issue by installments and the number of issuance periods, and guarantee plan etc.;

- (2) employ intermediary agency for the issuance of corporate bonds;
- (3) select the bond trustee, sign the Bond Trustee Management Agreement and formulate the Rules of the Bondholders Meeting;
- (4) apply for the issuance of the corporate bonds;
- (5) formulate, approve, sign, modify and announce various legal documents related to the issuance of the corporate bonds, and make corresponding supplements or adjustments to the filing documents in accordance with the requirements of the approval authority;
- (6) make corresponding adjustment to matters relating to the issuance of corporate bonds in accordance with the views of the regulatory authorities in the case of any change in the policy of the regulatory authorities on the issuance of corporate bonds or changes in the market conditions, except for matters that are required to be re-voted at the shareholders' general meeting as stipulated in the relevant laws, regulations and the Articles of Association;
- (7) determine the specific arrangements for use of proceeds raised based on the actual situation;
- (8) disclose the issuance of the corporate bonds in a timely manner in accordance with the relevant laws and regulations; and
- (9) handle other matters relating to the corporate bonds.

This proposal shall be submitted to the Shareholders' General Meeting of the Company for approval. Upon being approved by the Shareholders general meeting, the Company will apply to CSRC in accordance with relevant procedures, and the final plan approved by CSRC for registration shall prevail.

Proposal on Issuing Medium-term Notes

In order to meet the medium and long-term capital needs of the Company, further optimize the debt structure and reduce financing costs, the Company intends to issue medium-term notes (hereinafter referred to as the "Issue") in accordance with relevant laws and regulations and in light of the domestic and foreign bond market conditions. The plan is as follows:

1. Issuance scale

The size of the medium-term notes will not exceed RMB 3 billion (including RMB 3 billion) and may

general meeting.

7. Use of raised funds

The funds raised from the registration of medium-term notes this time, after deducting issuance expenses, are intended to be used for supplementing the working capital of the group and its subsidiaries, repaying principal and interest on loans from financial institutions, repaying principal and interest on various types of bonds, project construction, and other purposes in compliance with the regulations of the Association of Interbank Market Dealers and relevant laws and regulations. They may also be used for green projects, innovative projects in the field of science and technology, and other innovative purposes in compliance with the regulations of the Association of Interbank Market Dealers. The specific use of the funds raised are to be determined by the Board and authorized representative of the Board to be authorized by the shareholders' general meeting within the aforementioned scope according to the Company's capital needs.

8. Credit enhancement

The medium-term notes will be issued without any credit enhancement.

9. Underwriting method

The medium-term notes to be issued shall be underwritten by the lead underwriter or the underwriting syndicate organized by the lead underwriter on a stand-by underwriting basis.

10. Validity of the resolution

The resolution of the shareholders' general meeting for the registration and issuance of medium-term notes this time shall take effect from the date of approval by the shareholders' general meeting and shall be valid until the expiry of 24 months from the date when China Association of Interbank Market Dealers agrees to the registration of the medium-term notes.

11. Measures of safeguard for repayment

It will be proposed at the shareholders' general meeting to authorize the Board to take at least the following measures when the principal and interest of the medium-term notes are not expected to be paid on time or are in default when due:

- (1) not to distribute dividends to Shareholders;
- (2) suspend the implementation of capital expenditures such as major external investments and acquisitions and mergers etc.;
- (3) reduce or suspend the salaries and bonus of the Directors and the Senior Management; and
- (4) prohibit transfer of key responsible persons.

12. Matters to be authorized for the issuance of medium-term notes

In order to enhance the efficiency of this issuance of medium-term notes, the Board shall propose to the Shareholders at general meeting to authorize the Board, and agree that the Board to authorize Mr. Li Yeqing, a Director, as the authorized representative for the issuance of medium-term notes, to handle all matters related to the issuance of medium-term notes in accordance with the resolution of the shareholders' general meeting and the authorization of the Board, including but not

limited to:

(1) formulate and adjust the specific plan for the issuance of the medium-term notes in accordance with the relevant laws, regulations, the relevant provisions of the regulatory authorities and the resolution of the shareholders' general meeting, taking