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北京金隅集團股份有限公司

**BBMG Corporation\***

*(a joint stock company incorporated in the People's Republic of China with limited liability)*  
(Stock Code: 2009)

**(I) POLL RESULTS OF THE 2023 FIRST EXTRAORDINARY GENERAL MEETING  
AND 2023 FIRST A SHARES CLASS MEETING HELD ON 27 SEPTEMBER 2023;  
(II) APPOINTMENT OF EXECUTIVE DIRECTORS;  
(III) CHANGE IN MEMBERS OF BOARD COMMITTEES; AND  
(IV) AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND RULES OF  
PROCEDURES**

**POLL RESULTS OF THE 2023 FIRST EXTRAORDINARY GENERAL MEETING AND  
2023 FIRST A SHARES CLASS MEETING**

The board (the “**Board**”) of directors (the “**Directors**”) of BBMG Corporation\* (the “**Company**”) is pleased to announce that the 2023 first extraordinary general meeting of the Company (the “**2023 First Extraordinary General Meeting**”) and the 2023 first A shares class meeting (the “**2023 First A Shares Class Meeting**”, together with the 2023 First Extraordinary General Meeting, the “**Meetings**”) were held at Conference Room 6, 22nd Floor, Tower D, Global Trade Center, No. 36, North Third Ring East Road, Dongcheng District, Beijing 100013, the People’s Republic of China (the “**PRC**”) at 2:00 p.m., the time immediately after the conclusion of the 2023 First Extraordinary General Meeting on Wednesday, 27 September 2023. The Meetings were chaired by Mr. Jiang Yingwu, the chairman and executive Director of the Board.

References are made to (i) the announcement on the proposed amendments to the articles of association of the Company (the “**Articles of Association**”) and the rules of procedures of the Company (the “**Rules of Procedures**”) dated 24 August 2023; (ii) the circular of the Company dated 11 September 2023; (iii) the notice of 2023 First Extraordinary General Meeting dated 11 September 2023; (iv) the announcement of the Company dated 18 September 2023; and (v) the announcement of the Company dated 25 September 2023 (collectively, the “**Announcement, Circular and Notice**”).

As at the date of the Meetings, the Company has issued a total number of 10,677,771,134 shares (the “**Shares**”) (comprising of 8,339,006,264 A Shares and 2,338,764,870 H Shares), and all of the Shares and A Shares entitle the holders (the “**Shareholders**” or “**A Shareholders**”, as the case may be) to attend and vote for or against the respective resolutions proposed at the Meetings. None of the Shares entitled the Shareholders to attend and abstain from voting in favour of the resolutions proposed at the 2023 First Extraordinary General Meeting as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and no Shareholders were required under the Listing Rules to abstain from voting at the 2023 First Extraordinary General Meeting. None of the A Shares entitled the A Shareholders to attend and abstain from voting in favour of the resolutions proposed at the 2023 First A Shares Class Meeting and no A Shareholders were required to abstain from voting at the 2023 First A Shares Class Meeting. No party has stated its intention to vote against the respective resolutions proposed at the Meetings or to abstain from voting. Shareholders and their authorized proxies holding an aggregate of 5,114,414,532 Shares, representing 47.90% of the total issued share capital of the Company as at the date of the 2023 First Extraordinary General Meeting were present at the 2023 First Extraordinary General Meeting. A Shareholders and their authorized proxies holding an aggregate of 4,837,076,428 Shares, representing 58.01% of the total issued A Shares capital of the Company as at the date of the 2023 First A Shares Class Meeting were present at the 2023 First A Shares Class Meeting.

### 2023 First Extraordinary General Meeting

At the 2023 First Extraordinary General Meeting, the proposed resolutions set out in the Announcement, Circular and Notice were voted by poll. The poll results in respect of the resolutions proposed at the 2023 First Extraordinary General Meeting are as follows:

SPECIAL RESOLUTION		Number of Valid Votes (%) <sup>#</sup>		
		For	Against	Abstain
1.	To consider and, if thought fit, to approve the amendments to the Articles of Association, the rules of procedures for shareholders’ general meetings, the rules of procedures for meetings of the board of directors and the rules of procedures for meetings of the supervisory board (collectively, the “ <b>Rules of Procedures</b> ”), and the directors of the Board (the “ <b>Directors</b> ”) be and is hereby authorised to deal with on behalf of the Company the relevant filing and amendment (where necessary)	4,801,447,272 (93.880683%)	312,777,260 (6.115602%)	190,000 (0.003715%)

	procedures and other related issues arising from the amendments to the Articles of Association and the Rules of Procedures.			
As more than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.				
ORDINARY RESOLUTIONS		Number of Valid Votes (%) <sup>#</sup>		
		For	Against	Abstain
2.	To elect the following candidates as Directors for a period commencing from the conclusion of the 2023 First Extraordinary General Meeting and expiring on the date of the annual general meeting of the Company for the year 2023 and to authorise the Board to enter into service contracts with each of the newly elected Directors subject to such terms and conditions as the Board shall think fit and to do all such acts and things to give effect to such matters.			
	(2.01) Mr. Gu Yu	5,105,441,986 (99.824564%)	8,392,750 (0.164100%)	0 (0%)
	(2.02) Mr. Jiang Changlu	5,091,188,835 (99.545878%)	22,637,100 (0.442614%)	0 (0%)
As more than 50% of the votes were cast in favour of the resolutions, the resolutions were duly passed as ordinary resolutions.				

### 2023 First A Shares Class Meeting

At the 2023 First A Shares Class Meeting, the proposed resolutions set out in the overseas regulatory announcement of the Company dated 24 August 2023 relating to the notice for the Meetings were voted by poll. The poll results in respect of the resolutions proposed at the 2023 First A Shares Class Meeting are as follows:

SPECIAL RESOLUTION		Number of Valid Votes (%) <sup>#</sup>		
		For	Against	Abstain
1.	Resolutions of the amendments to the Articles of Association, and its appendices	4,797,578,272 (99.183429%)	39,498,156 (0.816571%)	0 (0%)
As more than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.				

<sup>#</sup> based on the total number of votes cast on the resolution

For details of the aforesaid resolutions, Shareholders may refer to the Announcement, Circular and Notice.

The executive Directors, Jiang Yingwu and Zheng Baojin; non-executive Directors, Gu Tiemin and Wang Zhaojia; and independent non-executive Directors, Yu Fei, Liu Taigang, Hong Yongmiao and Tam Kin Fong attended the Meetings.

In compliance with the requirements of the Listing Rules, Computershare Hong Kong Investor Services Limited, the Company's H Share registrar, acted as scrutineer for the vote-taking at the Meetings.

The 2023 First Extraordinary General Meeting was witnessed by the Company's PRC legal adviser, Guantao Law Firm, who presented a legal opinion concluding that the convening and procedures of the 2023 First Extraordinary General Meeting conformed to the requirements of the relevant PRC laws, regulations, normative documents and the Articles of Association of the Company; the conveners and attendees of the 2023 First Extraordinary General Meeting were qualified and their qualifications conformed to the requirements of the relevant PRC laws, regulations and the Articles of Association of the Company; the voting process conformed to the requirements of the relevant PRC laws, regulations and the Articles of Association and the resolutions approved by the 2023 First Extraordinary General Meeting were lawful and valid.

## **APPOINTMENT OF EXECUTIVE DIRECTOR**

At the 2023 First Extraordinary General Meeting, the resolutions in relation to the election of Mr. Gu Yu and Mr. Jiang Changlu as Directors have been approved.

The Company is pleased to announce that according to the meeting of the Board held on 27 September 2023, the Board has resolved and approved that Mr. Gu Yu and Mr. Jiang Changlu be appointed as the executive Directors of the sixth session of the Board with immediate effect. The term of office of Mr. Gu Yu and Mr. Jiang Changlu is the same as the current session of the Board.

## Biography of Mr. Gu Yu

Mr. Gu Yu, born in March 1972, holds an on-job postgraduate degree and a master's degree in engineering. He is a senior economist. Mr. Gu worked for Equipment and Material Company of Beijing Uni-Construction Group in July 1993. Mr. Gu currently has served as the deputy secretary of the communist party committee and the general manager of the Company since July 2023 and August 2023 respectively. Mr. Gu successively served as a material staff of distribution center and vice manager of Equipment and Material Company of Beijing Uni-Construction Group, general manager and vice chairman of Beijing Tianliao Equipment Material Co., Ltd.\* (天遼設備物資有限公司), assistant to the general manager of Equipment and Material Company of Beijing Uni-Construction Group, general manager of Beijing Uni-Construction International Wood Industrial Co., Ltd.\* (北京住總國際木業有限公司), deputy secretary of the Party General Branch, general manager and chairman of Beijing Uni-Construction Logistics Co., Ltd.\* (北京住總物流有限公司), assistant to the general manager of Beijing UN-Construction Group Co., Ltd., and the deputy secretary of the communist party committee and chairman of Beijing Uni-Construction Tech.& Trade Holding Group Co., Ltd.\* (北京住總科貿控股集團有限公司).

Mr. Gu served as the deputy general manager of Beijing Uni.-Construction Group Co., Ltd. from June 2016 to October 2019; deputy secretary of the party committee and deputy general manager of Beijing Urban Construction Group Co., Ltd. and the secretary of the party committee and chairman of Beijing Uni.-Construction Group Co., Ltd. from October 2019 to September 2020; deputy secretary of the party committee and deputy general manager of Beijing Urban Construction Group Co., Ltd. from September 2020 to July 2023 (among which, he took temporary posts as a member of the party committee of the Xinjiang Hetian Commander Headquarters and the secretary of Urumqi Municipal Committee from September 2020 to July 2023).

Mr. Gu has entered into a service contract with the Company for serving as an executive Director for a term commencing from the conclusion of the 2023 First Extraordinary General Meeting and expiring on the date of the annual general meeting of the Company for the year 2023. Pursuant to the service contract, Mr. Gu's remuneration will be RMB241,400 per annum based on the corporate policy on directors' remuneration of the Company as well as his workload and responsibilities. The final total remuneration per annum will also be subject to the results of his performance evaluation and the total remuneration per annum will be submitted to annual general meeting for approval.

Save as disclosed above, Mr. Gu (i) has not held any other directorships in other listed companies in the past three years; (ii) is not related to any directors, supervisors, senior management, or substantial or controlling shareholders of the Company; (iii) does not have or is not deemed to have, any interests in the shares, underlying shares or debentures in the Company or its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance; (iv) does not hold any other position in the Company or other members within the Group; (v) has no other

relationship with any other Directors, senior management, substantial and controlling Shareholders; and (vi) has no other major appointments and professional qualifications.

Save as disclosed above, there are no other matters concerning Mr. Gu that need to be brought to the attention of the Shareholders nor any information to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules.

### **Biography of Mr. Jiang Changlu**

Mr. Jiang Changlu, born in May 1965, obtained a master's degree in engineering from University of Science and Technology Beijing. Mr. Jiang is a senior economist. Mr. Jiang has been serving as the deputy secretary of the communist party committee of the Company since July 2023.

Mr. Jiang served as a supervisor of the technology department, technician of raw materials workshop, operator of new line branch, assistant to the director of the production safety department, deputy director of the production safety department, deputy manager of transportation company, director and branch secretary of the supply department, deputy director and chief despatcher of the production management department, director of supply department and vice manager of Beijing Liulihe Cement Factory\* (北京市琉璃河水泥廠) from August 1987 to November 2005; deputy director and director of the cement business division of the Company, deputy manager of the cement branch company, manager of BBMG Cement Trading Co., Ltd., vice general manager and chairman of Hebei Taihang Cement Co., Ltd. from November 2005 to May 2011; and manager of BBMG Cement Trading Co., Ltd. from May 2011 to October 2015. Mr. Jiang served as a deputy general manager and director of the cement business segment of the Company and manager of BBMG Cement Trading Co., Ltd. from May 2016 to September 2016; a deputy general manager of the Company, manager of BBMG Cement Trading Co., Ltd., the secretary of the communist party committee and vice chairman of Tangshan Jidong Cement Co., Ltd. from September 2016 to June 2017. He successively served as the standing member of the party committee of BBMG Group Company Limited and the Company, a deputy general manager of the Company and the secretary of the communist party committee and chairman of Tangshan Jidong Cement Co., Ltd. from June 2017 to June 2018; standing member of the party committee and a deputy general manager of the Company and the secretary of the communist party committee and chairman of Tangshan Jidong Cement Co., Ltd. from June 2018 to January 2020; and standing member of the party committee and a deputy general manager of the Company from January 2020 to July 2023. He has been serving as the deputy secretary of the communist party committee of the Company since July 2023.

Mr. Jiang has entered into a service contract with the Company for serving as an executive Director for a term commencing from the conclusion of the 2023 First Extraordinary General Meeting and expiring on the date of the annual general meeting of the Company for the year 2023. Pursuant to

the service contract, Mr. Jiang's remuneration will be RMB205,200 per annum based on the corporate policy on directors' remuneration of the Company as well as his workload and responsibilities. The final total remuneration per annum will also be subject to the results of his performance evaluation and the total remuneration per annum will be submitted to annual general meeting for approval.

Save as disclosed above, Mr. Jiang (i) has not held any other directorships in other listed companies in the past three years; (ii) is not related to any directors, supervisors, senior management, or substantial or controlling shareholders of the Company; (iii) does not have or is not deemed to have, any interests in the shares, underlying shares or debentures in the Company or its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance; (iv) does not hold any other position in the Company or other members within the Group; (v) has no other relationship with any other Directors, senior management, substantial and controlling Shareholders; and (vi) has no other major appointments and professional qualifications.

Save as disclosed above, there are no other matters concerning Mr. Jiang that need to be brought to the attention of the Shareholders nor any information to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules.

## **CHANGE IN MEMBERS OF BOARD COMMITTEES**

Following the appointment of Mr. Gu Yu and Mr. Jiang Changlu as Directors, at the meeting of the Board held on 27 September 2023, it was resolved that Mr. Gu Yu was appointed as a member of the Strategic Committee of the Company, and the term of office of Mr. Gu Yu would be the same as the current session of the Board and Mr. Jiang Changlu was appointed as a member of the Remuneration and Nomination Committee, and the term of office of Mr. Jiang Changlu would be the same as the current session of the Board.

## **AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND RULES OF PROCEDURES**

In order to coordinate the relevant internal work arrangements of the Company, the Board decided to cancel the convening of the 2023 First H Shares Class Meeting after careful consideration. For details, please refer to the announcement published by the Company on 25 September 2023. As such, the Proposed Amendments to the Articles of Association and the Proposed Amendments to the Rules of Procedures would not become effective and the existing Articles of Association and Rules of Procedures will continue to take effect until the approval of the Shareholders attending the general meeting, A Shareholders attending the A Shares class meeting, and H Shareholders attending the H Shares class meeting, which will be convened after the internal work arrangements. The resolutions in relation to the Proposed Amendments to the Articles to Association and the

Proposed Amendments to the Rules of Procedures will be proposed again in the general meeting, the A Shares class meeting, and the H Shares class meeting to be convened. The dates and subsequent arrangement of these meetings will be separately determined and announced by the Company according to the actual situation.

By order of the Board  
**BBMG Corporation\***  
**Jiang Yingwu**  
*Chairman*

Beijing, the PRC, 27 September 2023

*As at the date of this announcement, the executive directors of the Company are Jiang Yingwu, Gu Yu, Jiang Changlu and Zheng Baojin; the non-executive directors of the Company are Gu Tiemin and Wang Zhaojia; and the independent non-executive directors of the Company are Yu Fei, Liu Taigang, Hong Yongmiao and Tam Kin Fong.*

\* *English translation denotes for identification purpose only.*