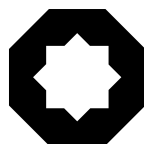


Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



CNBM

China National Building Material Company Limited*

中國建材股份有限公司

(a joint stock limited company incorporated in the People's Republic of China with limited liability of its members)

(Stock Code: 3323)

INSIDE INFORMATION

(1) TERMINATION OF THE MERGER BY ABSORPTION BY NINGXIA BUILDING MATERIALS OF CNBM TECHNOLOGY AND THE CEMENT ASSETS RESTRUCTURING; AND (2) NOTIFICATION LETTERS IN RELATION TO THE EXTENSION IN THE PERFORMANCE OF THE NON-COMPETITION UNDERTAKINGS

Reference is made to the Company's announcements dated 14 April 2022, 15 April 2022, 28 April 2022, 28 December 2022, 27 June 2023, 14 November 2023, 16 January 2024, 23 January 2024 and 31 January 2024, and the circular dated 28 July 2023 in relation to the Merger by Absorption (the "**Circular**"). Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

TERMINATION OF THE PROPOSED TRANSACTIONS

After the resolutions to continue advancing the Proposed Transactions had been made by the Company, the relevant parties have been actively promoting the work relating to the Proposed Transactions, conducted adequate communication, negotiation and discussion on various matters involved in the transaction proposal and, in conjunction with the "Decision on the Termination of Review on the Merger by Absorption of CNBM Technology Corporation Limited by Ningxia Building Materials Group Co., Limited and the Sale of Major Assets and Relevant Fund Raising and Related Party Transactions" (《關於終止對寧夏建材集團股份有限公司換股吸收合併中建材信息技術股份有限公司及重大資產出售並募集配套資金暨關聯交易審核的決定》) (Shanghai Securities Review (Merger and Acquisitions) [2024] No. 2) issued by the Shanghai Stock Exchange to Ningxia Building Materials on 23 January 2024, continued to implement and pay attention to the issues and review opinions of concern in the review of the Proposed Transactions. Considering the long duration of the Proposed Transactions and the fluctuations and changes in the macro

environment and industry environment, taking into account both internal and external factors, the Company has decided to terminate the Proposed Transactions subsequent to its prudent study and after amicable negotiations with transaction parties like Ningxia Building Materials and Tianshan Materials Co., Ltd. (“**Tianshan Materials**”) (formerly known as Xinjiang Tianshan Cement Co., Ltd. and referred to as “Tianshan Cement” in the Circular and the previous announcements about the Proposed Transactions).

IMPACT OF THE TERMINATION OF THE PROPOSED TRANSACTIONS

The termination of the Proposed Transactions is a prudent decision made after comprehensive consideration of changes in the current capital markets environment and factors such as the Group’s strategic planning and full communication and negotiation with relevant parties. There is no relevant breach of contract liability for Ningxia Building Materials, Tianshan Materials and other relevant parties. The termination of the Proposed Transactions will not have a significant adverse impact on the Group’s existing production and operation activities and strategic development. Ningxia Building Materials undertakes not to plan any major asset restructuring within one month from the date of this announcement.

EXTENSION IN THE PERFORMANCE OF THE NON-COMPETITION UNDERTAKINGS

Reference is made to the Company’s announcement dated 1 December 2020 (the “**Announcement**”). Unless otherwise defined, capitalised terms used in this section of this announcement shall have the same meanings as those defined in the Announcement. Reference is made to the announcements of Ningxia Building Materials and Tianshan Materials dated 9 August 2024 (for details, please visit <http://www.cninfo.com.cn>, for information only), which mentioned the notification letters issued by the Company and the Parent to Ningxia Building Materials and Tianshan Materials respectively (the “**2024 Notification Letters**”), in relation to (1) the further extension of the performance of the non-competition undertaking for the avoidance of industry competition with Ningxia Building Materials issued by the Company and the Parent in December 2017, the performance of which was extended for 3 years pursuant to the notification letter issued in December 2020 (the “**Undertaking to Ningxia Building Materials**”), and (2) the extension of the performance of the non-competition undertaking for the avoidance of industry competition with Tianshan Materials issued by the Company and the Parent in December 2017 (the “**Undertaking to Tianshan Materials**”).

On 9 August 2024, the Company issued the 2024 Notification Letters to Ningxia Building Materials and Tianshan Materials, informing that due to the termination of the Proposed Transactions (please refer to the section headed “Termination of the Proposed Transactions” for the reasons), the Company did not manage to perform its undertakings to avoid industry competition within the previous undertaking periods. The Company believes that the business integration plan for the basic building materials sector should be steadily advanced based on the principle that it shall be conducive to the development of the listed company and the interests of public shareholders of the listed company. Therefore, the Company plans to extend the Undertaking to Ningxia Building Materials and the Undertaking to Tianshan Materials and such undertakings shall be performed within 2 years from the

date when Ningxia Building Materials and Tianshan Materials approve such extension at their respective shareholders' meetings. Apart from this, other contents of the Undertaking to Ningxia Building Materials and the Undertaking to Tianshan Materials remain unchanged.

IMPLICATIONS UNDER THE LISTING RULES

This announcement is made by the Company pursuant to Rule 14.36 and Rule 14A.35 of the Listing Rules, as the termination of the Proposed Transactions constitute a termination of the terms of the Proposed Transactions previously announced. This announcement is also made by the Company pursuant to Part XIVA of the SFO and Rule 13.09 of the Listing Rules.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.

On behalf of the Board
China National Building Material Company Limited*
Pei Hongyan
Secretary of the Board

Beijing, the PRC
9 August 2024

As at the date of this announcement, the board of directors of the Company comprises Mr. Zhou Yuxian, Mr. Wei Rushan, Mr. Liu Yan and Mr. Wang Bing as executive directors, Mr. Li Xinhua, Mr. Chang Zhangli, Mr. Wang Yumeng, Mr. Xiao Jiexiang, Mr. Shen Yungang and Mr. Chen Shaolong as non-executive directors and Mr. Sun Yanjun, Mr. Liu Jianwen, Mr. Zhou Fangsheng, Mr. Li Jun and Ms. Xia Xue as independent non-executive directors.

* *For identification purposes only*