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**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)

## **CHANGE OF JOINT COMPANY SECRETARY AND AUTHORISED REPRESENTATIVE**

Reference is made to the announcement of China National Building Material Company Limited (the “**Company**”) dated 19 November 2021 in relation to, amongst others, the expiration of the term of office of Mr. Yu Kaijun as a joint company secretary and an authorised representative (“**Authorised Representative**”) of the Company under the Rule 3.05 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Listing Rules**”) and that Ms. Lee Mei Yi (“**Ms. Lee**”) will continue to act as a company secretary of the Company; and the announcement of the Company dated 21 October 2021 in relation to, amongst others, the appointment of Mr. Chang Zhangli as an Authorised Representative of the Company.

## **APPOINTMENT OF JOINT COMPANY SECRETARY AND AUTHORISED REPRESENTATIVE**

The board of directors (“**Board**”) of the Company is pleased to announce that, on a meeting of the Board held on 25 March 2022, the following board resolution relating to, amongst others, the appointment of joint company secretary and authorised representative of the Company was approved.

Subject to obtaining a waiver from The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) from strict compliance with the requirements under Rules 3.28 and 8.17 of Listing Rules, Ms. Pei Hongyan (“**Ms. Pei**”) is appointed as a joint company secretary of the Company with a term of office starting from the date of obtaining such waiver and consistent with the term of the fifth session of the Board (the “**Appointment**”).

Ms. Pei is also appointed as an Authorised Representative of the Company. The appointment is effective from the starting date of Ms. Pei's term of office as a joint company secretary. With effect from the same date (i.e. 29 March 2022), Mr. Chang Zhangli will cease to be an Authorised Representative of the Company.

## **WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES**

As Ms. Pei does not currently possess the qualifications listed in Note 1 to Rule 3.28 of the Listing Rules, the Company applied for, and on 29 March 2022 the Stock Exchange granted, a waiver from strict compliance with the requirements in Rules 3.28 and 8.17 of the Listing Rules for a period of three years from the date of appointment in respect of the Appointment (the “**Waiver Period**”) on the conditions that: (i) Ms. Pei will be assisted by Ms. Lee, the other joint company secretary of the Company, during the Waiver Period; (ii) this waiver could be revoked if there are material breaches of the Listing Rules by the Company.

Before the end of the Waiver Period, the Company will demonstrate and seek the Stock Exchange's confirmation that Ms. Pei, having had the benefit of Ms. Lee's assistance during the Waiver Period, has attained the relevant experience and is capable of discharging the functions of company secretary under Rule 3.28 of the Listing Rules such that a further waiver will not be necessary. The waiver applies to the Appointment only and the Stock Exchange may change or withdraw it if the Company's situation changes.

The biography of Ms. Pei is set out below.

Ms. Pei Hongyan, born in December 1973, is the chief accountant and certified public accountant of the Company. She has extensive experience in accounting and corporate governance. Ms. Pei has been the secretary of the board of the Company since March 2022, a supervisor of Xinjiang Tianshan Cement Co., Ltd.\* (新疆天山水泥股份有限公司) since December 2021, a supervisor of South Cement Company Limited\* (南方水泥有限公司) since June 2016, the chief accountant of the Company, the chairman of the supervisory committee of China Composites Group Corporation Limited\* (中國複合材料集團有限公司) (the “**China Composites**”) and a director of China United Cement Corporation\* (中國聯合水泥集團有限公司) since March 2016, a director of China Jushi Co., Ltd.\* (中國巨石股份有限公司) since April 2011, a supervisor of North Cement Company Limited\* (北方水泥有限公司) since August 2010, the general manager of the finance department of the Company since July 2005 and a certified public accountant of the Company since June 2005. She served as a director of Beijing New Building Material Public Limited Company\* (北新集團建材股份有限公司) from November 2014 to January 2022, a senior accountant in the finance division of the China National Building Material Group Co., Ltd.\* (中國建材集團有限公司) (the “**Parent**”) from November 2003 to April 2005 and an assistant to the general manager of the finance division of the Parent from November 2002 to April 2005. She

also served as the financial director of China Composites from May 2001 to October 2004. Ms. Pei received a bachelor's degree in economics from Dongbei University of Finance and Economics\* (東北財經大學) in July 1996 and a master's degree in management from Dongbei University of Finance and Economics in March 1999. She is a Fellow of the Association of Chartered Certified Accountants of the U.K. and also a non-practising member of the Chinese Institute of Certified Public Accountants\* (中國註冊會計師協會). She was awarded the first prize of National Corporate Management Modernization and Innovation Achievements in National Building Materials Industry\* (國家級建材行業企業管理現代化創新成果).

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

Beijing, the PRC  
29 March 2022

*As at the date of this announcement, the board of directors of the Company comprises Mr. Zhou Yuxian, Mr. Chang Zhangli, Mr. Fu Jinguang, Mr. Xiao Jiaxiang and Mr. Wang Bing as executive directors, Mr. Li Xinhua, Mr. Wang Yumeng, Mr. Peng Shou, Mr. Shen Yungang and Ms. Fan Xiaoyan 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 only*