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雲建綠砼
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YCIH Green High-Performance Concrete Company Limited

雲南建投綠色高性能混凝土股份有限公司

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

(Stock Code: 1847)

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

This announcement is made by YCIH Green High-Performance Concrete Company Limited (the “**Company**”) pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

To comply with relevant provisions of the Listing Rules, including the core shareholder protection standards set out in Appendix 3 to the Listing Rules, the board of directors of the Company (the “**Board**”) proposed to make amendments to the relevant articles in the Company’s articles of association (the “**Articles of Association**”). Please refer to the appendix to this announcement for details of the proposed amendments to the Articles of Association.

The Board considers that the proposed amendments to the Articles of Association are in the interests of the Company and its shareholders.

The proposed amendments to the Articles of Association are subject to consideration and approval by the shareholders of the Company at the upcoming annual general meeting of the Company. A circular containing, amongst other things, details of the proposed amendments to the Articles of Association will be dispatched to the shareholders of the Company as soon as practicable.

By Order of the Board

YCIH Green High-Performance Concrete Company Limited

Li Zhangjian

Chairman

Kunming, China, March 31, 2023

As at the date of this announcement, the Board comprises Mr. Li Zhangjian, Mr. Lu Jianfeng, Mr. Zhang Long and Ms. Hu Zhurong (employee director) as executive directors; Mr. Jiang Qian and Mr. Liu Zhumin as non-executive directors; and Mr. Wong Kai Yan Thomas, Mr. Yu Dingming and Mr. Li Hongkun as independent non-executive directors.

APPENDIX

Details of the proposed amendments to the Articles of Association* are as follows:

No.	Original Articles	Amended Articles
1.	<p>Article 48 Where laws, regulations and competent securities regulatory authorities where the shares of the Company are listed stipulate on the period of closure of the register of shareholders before the date of a general meeting or before the record date for the Company's distribution of dividends, such provisions shall prevail.</p>	<p>Article 48 Where laws, regulations and competent securities regulatory authorities where the shares of the Company are listed stipulate on the period of closure of the register of shareholders before the date of a general meeting or before the record date for the Company's distribution of dividends <u>(including but not limited to section 632 of the Hong Kong Companies Ordinance)</u>, such provisions shall prevail.</p>
2.	<p>Article 55 Holders of ordinary shares of the Company are entitled:</p> <p>(I) to collect dividends and other distributions in other forms in proportion to the number of shares held by them;</p> <p>(II) to request, convene, preside over, attend or appoint a proxy to attend general meetings in accordance with the law and to exercise the corresponding voting rights;</p> <p>.....</p> <p>(V) to obtain relevant information in accordance with these Articles of Association, which shall include:</p> <p>1. obtaining a copy of these Articles of Association of the Company after payment of a charge to cover costs;</p> <p>2. being entitled, after payment of reasonable charges, to examine and copy:</p> <p>(1) all parts of the register of shareholders;</p> <p>.....</p>	<p>Article 55 Holders of ordinary shares of the Company are entitled:</p> <p>(I) to collect dividends and other distributions in other forms in proportion to the number of shares held by them;</p> <p>(II) to request, convene, preside over, attend or appoint a proxy to attend general meetings in accordance with the law, <u>to speak at the general meetings</u> and to exercise the corresponding voting rights, <u>except a shareholder is required by the listing rules of the stock exchange where the shares of the Company are listed, to abstain from voting to approve the matter under consideration</u>;</p> <p>.....</p> <p>(V) to obtain relevant information in accordance with these Articles of Association, which shall include:</p> <p>1. obtaining a copy of these Articles of Association of the Company after payment of a charge to cover costs;</p> <p>2. being entitled, after payment of reasonable charges, to examine and copy:</p> <p>(1) all parts of the register of shareholders <u>(including the branch register of members in Hong Kong)</u>;</p> <p>.....</p>

No.	Original Articles	Amended Articles
3.	<p>Article 71 Shareholders who request an extraordinary general meeting or a class meeting shall comply with the following procedures:</p> <p>(I) two or more shareholders individually or jointly holding more than 10% of the voting shares at the proposed meeting can request the Board to convene a class meeting by signing one or several same written request(s), and stating the subjects to be considered at the meeting. The Board shall convene the class meeting as specified in the request as soon as possible. The shareholdings referred to above shall be calculated as at the date of request made.</p> <p>.....</p>	<p>Article 71 Shareholders who request an extraordinary general meeting or a class meeting shall comply with the following procedures:</p> <p>(I) two or more shareholders individually or jointly holding more than 10% of the voting shares at the proposed meeting can request the Board to convene <u>an extraordinary general meeting or</u> a class meeting by signing one or several same written request(s), and stating the subjects to be considered at the meeting. The Board shall convene <u>the extraordinary general meeting or</u> the class meeting as specified in the request as soon as possible. The shareholdings referred to above shall be calculated as at the date of request made.</p> <p>.....</p>
4.	<p>Article 81 All holders of ordinary shares registered on the record date or their proxies shall have the right to attend a general meeting and exercise their voting rights in accordance with relevant laws, regulations and these Articles of Association.</p> <p>Shareholders may attend general meetings in person or, appoint a proxy to attend and vote at the meeting on their behalves.</p>	<p>Article 81 All holders of ordinary shares registered on the record date or their proxies shall have the right to attend a general meeting and exercise their <u>speaking and</u> voting rights in accordance with relevant laws, regulations and these Articles of Association.</p> <p>Shareholders may attend general meetings in person or, appoint a proxy to attend and vote at the meeting on their behalves.</p>

No.	Original Articles	Amended Articles
5.	<p>Article 85 The instrument appointing a voting proxy shall be deposited at the domicile of the Company or at such other place as specified in the notice of the meeting at least 24 hours prior to the meeting at which the proxy is authorized to vote or 24 hours prior to the specified time of the vote. If the instrument is signed by another person authorized by the principal, the power of attorney or other document authorizing the signature shall be notarized. The notarized power of attorney or other authorizing document shall be deposited together with the instrument appointing the voting proxy at the domicile of the Company or at such other place as specified in the notice of the meeting. If the principal is a legal person, its legal representative or the person resolved and authorized by the Board or other decision-making body shall attend the general meeting of the Company on its behalf.</p> <p>If the shareholder in question is a recognized clearing house (or its proxy), it may appoint one or more person(s) as it thinks fit to act as its representative(s) at any general meeting or any class meetings. However, if more than one proxy obtain the authorization, the instrument of appointment shall specify the number and class of shares that each proxy represents. Such duly authorized person may represent the recognized clearing house (or its proxy) to exercise the same power (without producing the share certificates, notarized power of attorney and/or further proof of due authorization thereof), as if he/she is an individual shareholder of the Company.</p>	<p>Article 85 The instrument appointing a voting proxy shall be deposited at the domicile of the Company or at such other place as specified in the notice of the meeting at least 24 hours prior to the meeting at which the proxy is authorized to vote or 24 hours prior to the specified time of the vote. If the instrument is signed by another person authorized by the principal, the power of attorney or other document authorizing the signature shall be notarized. The notarized power of attorney or other authorizing document shall be deposited together with the instrument appointing the voting proxy at the domicile of the Company or at such other place as specified in the notice of the meeting. If the principal is a legal person, its legal representative or the person resolved and authorized by the Board or other decision-making body shall attend the general meeting of the Company on its behalf <u>(if the shareholder that is legal person has appointed a representative to attend any meeting, he/she shall be treated as being present in person)</u>.</p> <p>If the shareholder in question is a recognized clearing house (or its proxy), it may appoint one or more person(s) as it thinks fit to act as its representative(s) at any general meeting or any class meetings <u>or creditors meetings</u>. However, if more than one proxy obtain the authorization, the instrument of appointment shall specify the number and class of shares that each proxy represents. Such duly authorized person may represent the recognized clearing house (or its proxy) to exercise the same power (without producing the share certificates, notarized power of attorney and/or further proof of due authorization thereof), as if he/she is an individual shareholder of the Company.</p>

No.	Original Articles	Amended Articles
6.	<p>Article 103 The following matters shall be passed as special resolutions at a general meeting:</p> <p>.....</p> <p>(III) the division, merger, dissolution, liquidation or change in the corporate form of the Company;</p> <p>.....</p>	<p>Article 103 The following matters shall be passed as special resolutions at a general meeting:</p> <p>.....</p> <p>(III) the division, merger, dissolution, liquidation <u>(including voluntary winding up)</u> or change in the corporate form of the Company;</p> <p>.....</p>
7.	<p>Article 130 The non-employee representative directors shall be elected or replaced at general meeting, while employee representative directors shall be elected or replaced at the general meeting of employees' representatives, staff meeting or otherwise by democratic election. Directors have a term of office of three years. Upon the expiry of the term of office, a director shall be eligible to offer himself for re-election. Prior to the expiry of the term of office of the director, he/she shall not be removed by the shareholders' general meeting without appropriate reasons.</p> <p>The chairman and vice chairman of the Board shall be elected and removed by more than one-half of all directors with the term of office of three years, and shall be eligible to offer himself for re-election. Directors are not required to hold shares of the Company.</p>	<p>Article 130 The non-employee representative directors shall be elected or replaced at general meeting, while employee representative directors shall be elected or replaced at the general meeting of employees' representatives, staff meeting or otherwise by democratic election. Directors have a term of office of three years. Upon the expiry of the term of office, a director shall be eligible to offer himself for re-election. <u>Prior to the expiry of the term of office of the director, he/she shall not be removed by the shareholders' general meeting without appropriate reasons. The shareholders in general meeting shall have the power by ordinary resolution to remove any director (but without prejudice to any claim for damages under any contract) before the expiration of his term of office.</u></p> <p>The chairman and vice chairman of the Board shall be elected and removed by more than one-half of all directors with the term of office of three years, and shall be eligible to offer himself for re-election. Directors are not required to hold shares of the Company.</p>

* *The Articles of Association and its amendments thereto are written in Chinese and there is no official English version. Accordingly, any English translation is for reference only. In case of any inconsistency, the Chinese version shall prevail.*