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**雲建綠砼**  
— **GHPC** —

**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)**

**ANNOUNCEMENT**

**(1) RESIGNATIONS AND PROPOSED APPOINTMENTS OF  
NON-EXECUTIVE DIRECTORS; AND  
(2) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

The board (the “**Board**”) of directors (the “**Director(s)**”) of YCIH Green High-Performance Concrete Company Limited (the “**Company**”) announces that on October 16, 2023, it received written resignations from the non-executive Directors Mr. Jiang Qian (“**Mr. Jiang**”) and Mr. Liu Zhumin (“**Mr. Liu**”). Each of Mr. Jiang and Mr. Liu resigned as non-executive Directors due to work adjustment, and their resignations shall become effective from the date on which the written resignations were delivered to the Board.

In accordance with the Company Law of the People’s Republic of China (the “**Company Law**”) and the articles of association of YCIH Green High-Performance Concrete Company Limited (the “**Articles of Association**”), the Board proposes to appoint Ms. Yang Jia (“**Ms. Yang**”) and Mr. Yang Jie (“**Mr. Yang**”) as non-executive Directors. Their terms of office shall commence from the date of approval at the extraordinary general meeting of the Company to the date of expiry of the term of the second session of the Board.

In accordance with the relevant requirements of the State-Owned Assets Supervision and Administration Commission of Yunnan Provincial People’s Government (“**Yunnan SASAC**”) and the Zhaotong Sub-bureau of Yunnan Administration for Market Regulation<sup>#</sup>(雲南省昭通市市場監督管理局), the Board proposes to amend the Articles of Association.

The proposed appointments of non-executive Directors are subject to the approval of the shareholders of the Company (the “**Shareholders**”) by way of ordinary resolutions at an extraordinary general meeting of the Company, and the proposed amendments to the Articles of Association are subject to the approval of the Shareholders by way of a special resolution at an extraordinary general meeting of the Company.

## **RESIGNATIONS OF NON-EXECUTIVE DIRECTORS**

The Board announces that on October 16, 2023, it received written resignations from Mr. Jiang and Mr. Liu, the non-executive Directors.

Each of Mr. Jiang and Mr. Liu resigned as non-executive Directors due to work adjustments. In accordance with the Company Law and the Articles of Association, the relevant resignations shall become effective from the date of the delivery of the written resignations to the Board. After the abovementioned resignations become effective, the number of the Board members will be reduced from 9 to 7, which will not fall below the statutory minimum number of the Board members stipulated in the Company Law, and the resignations of Mr. Jiang and Mr. Liu will not have any impact on the normal operation of the Company.

After the abovementioned resignations become effective, Mr. Jiang will also no longer serve as a member of the audit committee, a member of the remuneration and evaluation committee and a member of the risk management and control committee of the Board, and Mr. Liu will also no longer serve as a member of the audit committee, a member of the strategy committee and a member of the risk management and control committee of the Board. The composition of each special committee of the Board still complies with the requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the terms of reference of the relevant special committees of the Company. The resignations of Mr. Jiang and Mr. Liu will not have any impact on the normal operation of the relevant special committees.

Each of Mr. Jiang and Mr. Liu has confirmed that they have no disagreement with the Company and the Board, and there are no other matters in relation to their resignations that need to be brought to the attention of the Shareholders or The Stock Exchange of Hong Kong Limited (the “**Hong Kong Stock Exchange**”). The Company hereby expresses its sincere gratitude to Mr. Jiang and Mr. Liu for their contributions to the development of the Company during their terms of office.

## **PROPOSED APPOINTMENTS OF NON-EXECUTIVE DIRECTORS**

In accordance with the Company Law and the Articles of Association, the Board proposes to appoint Ms. Yang and Mr. Yang as non-executive Directors. Their terms of office shall commence from the date of approval at the extraordinary general meeting of the Company to the date of expiry of the term of the second session of the Board.

The abovementioned proposed appointments of non-executive Directors are subject to the Shareholders' approval by way of ordinary resolutions at the extraordinary general meeting of the Company.

The biographical details of the candidates of non-executive Directors are as follows:

**Ms. Yang Jia**, aged 36, has been serving as the assistant of general manager of Yunnan Provincial Overseas Investment Co., Ltd.<sup>#</sup>(雲南省海外投資有限公司) since December 2020.

Ms. Yang worked for Yunnan Zhongjian Engineering Company<sup>#</sup>(雲南中建工程公司) from March 2010 to October 2010; Yunnan Construction Engineering Group Co., Ltd.<sup>#</sup>(雲南建工集團有限公司) from October 2010 to January 2011; Yunnan Provincial Overseas Investment Co., Ltd.<sup>#</sup> from January 2011 to date and served as the deputy director and director of the general office successively from April 2017 to January 2023. She has served as the chairman of the board of directors (legal representative) of Hong Kong Yuntong International Investment Company Limited<sup>#</sup>(香港雲通國際投資有限公司) from October 2022 to date; and served as a director of the board of directors and the chairman of the board of directors (legal representative) of Yunhai (Hong Kong) Port Investment Company Limited<sup>#</sup>(雲海(香港)港口投資有限公司) from March 2023 to date. Ms. Yang was awarded “Advanced Worker” and “Outstanding Communist Party Member” of Yunnan Provincial Overseas Investment Co., Ltd.<sup>#</sup> and “Outstanding Communist Party Member” of Yunnan Construction and Investment Holding Group Co., Ltd.<sup>#</sup>(雲南省建設投資控股集團有限公司) respectively in 2017.

Ms. Yang graduated from Hanoi National University of Education<sup>#</sup>(越南河內師範大學) in March 2010, majoring in Vietnamese Language and Literature.

**Mr. Yang Jie**, aged 53, has been serving as the vice president and a member of the party committee of Kunming Economic-Technological Development Zone Investment and Development (Group) Co., Ltd.<sup>#</sup>(昆明經濟技術開發區投資開發(集團)有限公司) since June 2023.

Mr. Yang worked at the Bureau of Commerce of Guandu District, Kunming<sup>#</sup>(昆明市官渡區商業局) from October 1990 to November 2008; from November 2008 to September 2016, he worked at Kunming Dingsheng Economic and Trade Limited Liability Company<sup>#</sup>(昆明鼎聖經貿有限責任公司); from September 2016 to June 2023, he worked at Kunming Economic-Technological Development Zone Investment and Development (Group) Co., Ltd.<sup>#</sup>, successively served as the manager of the finance department, the manager of the general management department and the assistant to the president, and has been serving as a member of the party committee. Mr. Yang was awarded the 2019 “Outstanding Contribution Award” and the 2021 “Outstanding Manager” respectively in Kunming Economic-Technological Development Zone Investment and Development (Group) Co., Ltd.<sup>#</sup>.

Mr. Yang graduated from Yunnan Radio and Television University<sup>#</sup>(雲南廣播電視大學) (now renamed as Yunnan Open University<sup>#</sup>(雲南開放大學)) majoring in auditing in July 1990; and graduated from Yunnan University majoring in economics (economics, management and capital operations) in July 2005.

As at the date of this announcement, save as disclosed above, each of Ms. Yang and Mr. Yang (i) does not have any relationships with any Director, supervisor, senior management, substantial Shareholder or controlling Shareholder of the Company (as defined under the Listing Rules); (ii) does not hold any positions in the Company or any of its subsidiaries prior to her/his appointment as a non-executive Director becoming effective; (iii) has not held any directorship in any listed companies whose securities are listed on any securities market in Hong Kong or overseas during the past three years; (iv) does not have any other major appointments and professional qualifications; and (v) does not have any interest in the shares of the Company or its associated corporations as defined in Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, there are no other matters related to Ms. Yang's and Mr. Yang's proposed appointments that need to be brought to the attention of the Shareholders or the Hong Kong Stock Exchange and nor is there any information in relation to Ms. Yang and Mr. Yang that needs to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

The Company will enter into service contracts with each of Ms. Yang and Mr. Yang after their appointments are approved at the extraordinary general meeting of the Company. Each of Ms. Yang and Mr. Yang will not receive any remuneration as non-executive Directors from the Company.

A circular containing, but not limited to, further information in relation to Ms. Yang and Mr. Yang will be dispatched to the Shareholders as soon as practicable.

## **PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

The Yunnan SASAC has issued the “Guiding Opinions of Yunnan SASAC on Further Promoting the Establishment of the General Counsel System of Provincial Enterprises” # (《雲南省國資委關於深入推進省屬企業總法律顧問制度建設的指導意見》). Pursuant to the provisions of such guiding opinions, Yunnan provincial enterprises and their important subsidiaries shall establish and improve the general counsel system, incorporate the general counsel system into the Articles of Association, set up the role of general counsel, and clearly define the position of the general counsel as a senior management member. In addition, in accordance with the requirements of the Zhaotong Sub-bureau of Yunnan Administration for Market Regulation<sup>#</sup>, the name of the legal representative of the Company is required to be specified in the Articles of Association. Accordingly, the Board proposes to amend the relevant provisions of the Articles of Association\* as follows:

<b>No.</b>	<b>Original Provisions of the Articles of Association</b>	<b>Amended Provisions of the Articles of Association</b>
1	<b>Article 5</b> The legal representative of the Company is the chairman of the Board of the Company.	<b>Article 5</b> The legal representative of the Company is the chairman of the Board of the Company. <b><u>Current legal representative: Li Zhangjian.</u></b>

No.	Original Provisions of the Articles of Association	Amended Provisions of the Articles of Association
2	<p><b>Article 9</b> The term “senior management member” as used in these Articles of Association refers to the general manager, deputy general manager, chief financial officer, chief economist, chief engineer, and secretary to the Board of the Company.</p>	<p><b>Article 9</b> The term “senior management member” as used in these Articles of Association refers to the general manager, deputy general manager, chief financial officer, chief economist, chief engineer, <del>and</del> secretary to the Board, <u>and general counsel</u> of the Company.</p>
3	<p><b>Article 141</b> The Board shall be accountable to the general meeting and perform the following duties and powers:</p> <p>.....</p> <p>(XI) to engage or dismiss the Company’s general manager and secretary to the Board; to engage or dismiss such senior management members as deputy general manager, financial officer and etc., as proposed by the general manager, and deciding on matters relating to their remuneration, rewards and punishments;</p> <p>.....</p>	<p><b>Article 141</b> The Board shall be accountable to the general meeting and perform the following duties and powers:</p> <p>.....</p> <p>(XI) to engage or dismiss the Company’s general manager and secretary to the Board; to engage or dismiss such senior management members as deputy general manager, financial officer, <u>general counsel</u> and etc., as proposed by the general manager, and deciding on matters relating to their remuneration, rewards and punishments;</p> <p>.....</p>
4	<p><b>Article 162</b> The Company shall have a General Manager, several Deputy General Managers (including executive deputy general manager), a Chief Financial officer, Chief Economist and Chief Engineer, and Secretary to the Board.</p> <p>.....</p>	<p><b>Article 162</b> The Company shall have a General Manager, several Deputy General Managers (including executive deputy general manager), a Chief Financial officer, Chief Economist and Chief Engineer, <del>and</del> Secretary to the Board, <u>and general counsel</u>.</p> <p>.....</p>
5	<p><b>CHAPTER XVI FINANCIAL AND ACCOUNTING SYSTEMS AND DISTRIBUTION OF PROFITS</b></p>	<p><b>CHAPTER XVI FINANCIAL AND ACCOUNTING SYSTEMS AND DISTRIBUTION OF PROFITS, <u>AND GENERAL COUNSEL SYSTEM</u></b></p>

No.	Original Provisions of the Articles of Association	Amended Provisions of the Articles of Association
6	<b>Article 215</b> The Company shall formulate its financial and accounting systems in accordance with the laws, administrative regulations and the standards formulated by relevant state authorities.	<b>Article 215</b> The Company shall formulate its financial and accounting <b><u>and general counsel</u></b> systems in accordance with the laws, administrative regulations and the standards formulated by relevant state authorities.
7	None	<b><u>Article 235 The Company shall implement the general counsel system and set up the role of general counsel. The general counsel is fully responsible for corporate rule of law work, leading the Company's legal management organization to carry out relevant work, reporting directly to the main person in charge of the Company, giving full play to the role of the general counsel as a gatekeeper for legal audit in operation and management, and promoting the Company's legal operation and compliance management.</u></b>

\* *The Articles of Association and the 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.*

In addition to the above proposed amendments, the changes to the numbering of the relevant articles and cross-references in the Articles of Association as a result of the newly added article have also been adjusted accordingly and will not be separately described.

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

The proposed amendments to the Articles of Association are subject to the approval of the Shareholders by way of a special resolution at an extraordinary general meeting of the Company. A circular containing details, including but not limited to, the proposed amendments to the Articles of Association will be dispatched to the Shareholders as soon as practicable.

By Order of the Board  
**YCIH Green High-Performance Concrete Company Limited**  
**Li Zhangjian**  
*Chairman*

Kunming, China, October 16, 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; and Mr. Wong Kai Yan Thomas, Mr. Yu Dingming and Mr. Li Hongkun as independent non-executive Directors.*

# *for identification purpose*