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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)

(1) CONTINUING CONNECTED TRANSACTIONS IN RELATION TO THE 2026-2028 PRODUCTS SALES FRAMEWORK AGREEMENT; (2) CONTINUING CONNECTED TRANSACTIONS IN RELATION TO THE 2026-2028 RAW MATERIALS, PRODUCTS AND SERVICES PROCUREMENT FRAMEWORK AGREEMENT; (3) MAJOR TRANSACTIONS AND CONTINUING CONNECTED TRANSACTIONS IN RELATION TO THE 2026-2028 FINANCIAL SERVICES FRAMEWORK AGREEMENT; (4) ENTERING INTO THE LEASING CONTRACT AND REVISION OF THE EXISTING 2025 ANNUAL CAP FOR THE CONTINUING CONNECTED TRANSACTIONS UNDER THE LAND AND PROPERTY LEASING FRAMEWORK AGREEMENT; AND (5) MAJOR TRANSACTION AND CONNECTED TRANSACTION IN RELATION TO PROVISION OF GUARANTEE AND RESUMPTION OF TRADING

I. INFORMATION ON EACH TRANSACTION

(I) CONTINUING CONNECTED TRANSACTIONS IN RELATION TO THE 2026-2028 PRODUCTS SALES FRAMEWORK AGREEMENT

1. Background

References are made to the announcement and the circular of the Company dated October 31, 2022 and December 8, 2022, respectively, in relation to, among others, the existing continuing connected transactions under the 2023 Products Sales Framework Agreement.

As the term of the 2023 Products Sales Framework Agreement will expire on December 31, 2025, the Company and YCIH entered into the 2026-2028 Products Sales Framework Agreement on November 17, 2025 to renew the 2023 Products Sales Framework Agreement.

2. Details of 2026-2028 Products Sales Framework Agreement

A. Parties

(i) the Company (the seller, for itself and on behalf of its subsidiaries); and

(ii) YCIH (the purchaser, for itself and on behalf of its subsidiaries).

B. Principal terms

On November 17, 2025, the Company entered into the 2026-2028 Products Sales Framework Agreement with YCIH, pursuant to which the Company agreed to sell building materials (including concrete, aggregates, admixtures, prefabricated components), solid waste and new materials, and other products to YCIH. The 2026-2028 Products Sales Framework Agreement shall become effective from January 1, 2026 upon the Company obtaining the approval of the Independent Shareholders at the EGM, and shall remain valid until December 31, 2028.

During the term of the 2026-2028 Products Sales Framework Agreement, the relevant parties will enter into specific written agreements which specify and record the terms and provisions of the specific sales transactions to be conducted in accordance with the principles and terms of the 2026-2028 Products Sales Framework Agreement in all material aspects.

C. Pricing guidelines

Under the 2026-2028 Products Sales Framework Agreement, the price of the products shall be determined as follows:

(i) the price of the products shall be determined in accordance with the pricing policies and guidelines adopted and regularly reviewed by the Group for the sales of products to all customers with reference to upstream materials and product prices and other costs, and be generally in line with the prevailing market price at which the same type of products is provided by the Group to an independent third party customer on normal commercial terms; the following factors will also be taken into account to determine the prevailing market price: the price the Group offers to the independent third party customers for the same type of products, the payment terms, the specific requirements of the parties, the quality of the products required and the geographical areas where the products are provided, etc., to ensure the price will be no less favorable to the Group than that of the same type of products it provides to independent third party customers; and

(ii) in the unlikely event that no comparable market price can be taken, experts in the Group with sufficient industry experience shall opine on the fairness and reasonableness of the price by reference to the comparable price and/or historical transaction price of the most similar items to ensure the price would be fair and reasonable to the Group and no less favorable than the price the Group offers to independent third party customers.

D. Internal control and corporate governance measures

The Company will adopt the following methods and procedures to ensure adherence to the aforesaid pricing policies and guidelines:

(i) at the beginning of each month, the cost control center of the Company issues Guidance Price List for Sales Price of Concrete (《混凝土銷售價格指導價表單》) according to Price Information for Construction and Engineering Material and Equipment of Yunnan Province (Periodical) (《雲南省建設工程材料及設備價格信息》(期刊)) and Price Guidance Information for Construction and Engineering Material and Equipment of Kunming (《昆明市建設工程材料及設備價格指導信息》), and the marketing management center fills in the sales guidance price for the month in conjunction with the actual market situation, and releases it to all grassroots units after approval by the responsible leader and general manager;

(ii) when negotiating each transaction agreement to be entered into under the 2026-2028 Products Sales Framework Agreement, pricing related documents such as quotation sheets, if required by customers, shall be approved in the following manners: (a) the grassroots units will submit the basic information to cost control center, determine the price according to the market situation and fill evaluation record of quotation sheets; and (b) the evaluation record of quotation sheets will be reviewed by the marketing management center and cost control center and then in turn approved by deputy general manager and general manager in charge of operation. Quotations for projects meeting certain thresholds are also subject to approval by the chairman of the Company;

(iii) each agreement to be entered into under the 2026-2028 Products Sales Framework Agreement shall be assessed and reviewed by the general manager and approved by the chairman of the Company to ensure that the sales prices and other principal terms are in accordance with normal commercial terms as well as the Company's pricing policies and guidelines; and

(iv) the Company's enterprise management department shall be responsible for monitoring the continuing connected transactions conducted under the 2026-2028 Products Sales Framework Agreement and shall collect information of actual transactions on a quarterly basis to review and assess whether the transactions are conducted in accordance with the terms of their respective agreements and ensure that the actual transaction amounts do not exceed the proposed annual caps.

3. Historical Annual Caps, Actual Transaction Amounts and Proposed Annual Caps

A. Historical annual caps and actual transaction amounts

The historical annual caps and actual transaction amounts for the sales of products to YCIH and its associates for each of the three years ended December 31, 2022, 2023 and 2024 and for the nine months ended September 30, 2025 are as follows:

Unit: RMB million

		Year ended December 31,			Nine months ended September 30,
		2022	**2023**	**2024**	**2025**
Sales of products to YCIH and its associates	Annual caps	3,900	2,497	2,714	2,954[*Note*]
	Actual transaction amounts	1,137	997	460	499

Note: The annual cap is applicable for the full year ending December 31, 2025.

B. Proposed annual caps

The proposed annual caps for the sales of products to YCIH and its associates for each of the three years ending December 31, 2026, 2027 and 2028 are as follows:

Unit: RMB million

	Year ending December 31,		
	2026	**2027**	**2028**
Sales of products to YCIH and its associates	1,031	1,145	1,231

4. Basis of Determination of the Proposed Annual Caps

In arriving at the proposed annual caps for the sales of products to YCIH and its associates under the 2026-2028 Products Sales Framework Agreement for the three years ending December 31, 2026, 2027 and 2028, the Directors considered the following:

(i) the historical transaction amounts for the three years ended December 31, 2022, 2023 and 2024 and for the nine months ended September 30, 2025; and

(ii) the expected growth in the sales of products to YCIH and its associates for the three years ending December 31, 2026, 2027 and 2028, after comprehensive consideration of various factors including:

(a) the national plans for future economic development. According to the recommendations of the Central Committee of the Communist Party of China on formulating the 15th Five-Year Plan for National Economic and Social Development, one of the main objectives for economic and social development during the period of "the 15th Five-Year Plan" is to achieve significant progress in high-quality development, with economic growth maintained within a reasonable range. Additionally, the state has outlined overall plans for building a modern infrastructure system, promoting high-quality development in the real estate sector, and expanding effective investment. These initiatives will provide a favorable external environment for the future development of the Group;

(b) the expected growth of the Group's business. With the gradual stabilization of construction and building materials sector, the robust upward trend of macroeconomy, Yunnan Province still retains certain late-development advantages in economic development. Moreover, the Group has seen growth in interim results of 2025, as compared with the same period of 2024, and continuously promoted new businesses such as solid waste and new materials, as well as charging and battery swapping in recent years, so that the transaction amounts between the Group and connected parties are expected to increase in line with the Group's business growth (however, the Group will also continue to expand its independent third-party customer base to ensure that the proportion of connected transactions remains within a reasonable range for the Group);

(c) the Group's existing contracts and projects under pursuit. As of September 30, 2025, the amount of existing contracts of the Group was approximately RMB928 million. The amount of newly signed contracts for the fourth quarter is expected to amount to approximately RMB710 million. By the end of 2025, it is expected that contracts with a total amount of approximately RMB1,230 million will be carried forward to future years. Among these, the contract value attributable to YCIH and its associates amounted to approximately RMB 850 million. Concurrently, the Group is facilitating major or key projects including the Deqin County Relocation Project, the Shenbi Garden Construction Project in Anning City, the Urban Village Renovation Project in Wuli District, and the Zhangji District Eastern Warehouse and Logistics Center Construction Project, which collectively involve a demand for approximately 1.49 million cubic meters of commercial concrete. Among these, the demand attributable to projects from YCIH and its associates amounts to approximately 1.35 million cubic meters.

5. Reasons for and Benefits of Entering into the 2026-2028 Products Sales Framework Agreement

The Directors are of the view that the transactions under the 2026-2028 Products Sales Framework Agreement are beneficial to the Group for the following reasons:

(i) the Group and YCIH and/or its associates have developed a long-term relationship. Through years of cooperation, the Company believes that YCIH and the Group have a mutual understanding of each other's planning of operation, quality control as well as specific requirements, which will enable smooth operation and help save costs;

(ii) the Group is among the few that has the capabilities to provide reliable and sufficient supply to meet the substantial needs of YCIH and its associates in their construction business operations. The Group is also capable of the research and development, design and production of different types of concrete in order to satisfy the requirements of the different projects of YCIH and its associates;

(iii) while the Group's independent third party customers are carefully selected based on a number of factors including their creditworthiness, the Company believes that the risk of default by YCIH and its associates is even less than that of the Group's independent third party customers as YCIH and its associates are primarily state-owned enterprises in the PRC. Furthermore, by supplying its products to YCIH and its associates that often undertake high profile and demanding projects in Yunnan Province, the Company believes that it can build up its own profile and boost its reputation among its existing and potential customers; and

(iv) the prices and terms for the sales of products by the Group to YCIH and its associates would be no less favorable than those the Group offers to independent third party customers.

The Directors (excluding the independent non-executive Directors who will express their opinion after considering the advice from VBG Capital) are of the view that the terms of the transactions contemplated under the 2026-2028 Products Sales Framework Agreement (including the proposed annual caps therefor) are fair and reasonable, on normal commercial terms and in the ordinary and usual course of business of the Group, and in the interests of the Company and the Shareholders as a whole.

Ms. Yang Jia, a non-executive Director, who holds a position with YCIH Group, has abstained from voting on the Board resolution in relation to the 2026-2028 Products Sales Framework Agreement. Save as disclosed above, none of the Directors has a material interest in the transactions contemplated under the 2026-2028 Products Sales Framework Agreement or is required to abstain from voting on the Board resolution in relation to the 2026-2028 Products Sales Framework Agreement.

6. Information on the Parties

(i) The Company and the Group: the Company is a joint stock company incorporated in the PRC with limited liability, whose H shares are listed on the Main Board of the Stock Exchange (Stock Code: 1847). The Group is primarily engaged in the R&D, production, and sales of ready-mixed commercial concrete, along with upstream and downstream building materials such as cement, aggregates, admixtures, and prefabricated components in the PRC.

(ii) YCIH: a company incorporated in the PRC with limited liability, as at the date of this announcement, it is held as to 97.35% by the Yunnan SASAC and as to 2.65% by the Yunnan Provincial Department of Finance (雲南省財政廳) respectively and operates under the supervision and regulation of the Yunnan SASAC. As at the date of this announcement, YCIH directly and indirectly holds 62.75% equity interest of the Company and is the controlling Shareholder of the Company.

YCIH and its subsidiaries (including the Group) are primarily engaged in three major businesses including, among others, construction engineering, infrastructure investment and modern logistics in the PRC and internationally.

7. Listing Rules Implications

As YCIH is the controlling shareholder of the Company, YCIH and its associates are connected persons of the Company under the Listing Rules.

As the highest applicable percentage ratio (as defined in Rule 14.07 of the Listing Rules) of transactions contemplated under the 2026-2028 Products Sales Framework Agreement exceeds 5% on an annual basis, such transactions are therefore subject to the reporting, announcement, annual review, circular (including independent financial advice) and Independent Shareholders' approval requirements under Chapter 14A of the Listing Rules.

(II) CONTINUING CONNECTED TRANSACTIONS IN RELATION TO THE 2026-2028 RAW MATERIALS, PRODUCTS AND SERVICES PROCUREMENT FRAMEWORK AGREEMENT

1. Background

References are made to the announcement and the circular of the Company dated October 31, 2022 and December 8, 2022, respectively, in relation to, among others, the existing continuing connected transactions under the 2023 Raw materials, Products and Services Procurement Framework Agreement.

As the term of the 2023 Raw materials, Products and Services Procurement Framework Agreement will expire on December 31, 2025, the Company and YCIH entered into the 2026-2028 Raw materials, Products and Services Procurement Framework Agreement on November 17, 2025 to renew the 2023 Raw materials, Products and Services Procurement Framework Agreement.

2. Details of 2026-2028 Raw Materials, Products and Services Procurement Framework Agreement

A. Parties

(i) the Company (the purchaser, for itself and on behalf of its subsidiaries); and

(ii) YCIH (the supplier, for itself and on behalf of its subsidiaries).

B. Principal terms

On November 17, 2025, the Company entered into the 2026-2028 Raw Materials, Products and Services Procurement Framework Agreement with YCIH, pursuant to which the Company agreed to procure raw materials, products and services from YCIH.

The raw materials, products and services to be procured thereunder include, without limitation, the following:

(i) raw materials: cement, aggregates and others;

(ii) products: production equipment and other products used in the Company's production operations; and

(iii) services: construction services, property management services and consultancy services, etc.

The 2026-2028 Raw Materials, Products and Services Procurement Framework Agreement shall become effective from January 1, 2026 upon the Company obtaining the approval of the Independent Shareholders at the EGM, and shall remain valid until December 31, 2028.

During the term of the 2026-2028 Raw Materials, Products and Services Procurement Framework Agreement, the relevant parties will enter into specific written agreements which specify and record the terms and provisions of the specific procurement transactions to be conducted in accordance with the principles and terms of the 2026-2028 Raw Materials, Products and Services Procurement Framework Agreement in all material aspects.

C. Pricing guidelines

Under the 2026-2028 Raw Materials, Products and Services Procurement Framework Agreement, the prices shall be determined as follows:

a. With respect to raw materials:

(i) the price shall be generally in line with the prevailing market price at which the same type of raw materials is provided to the Group by independent third party suppliers on normal commercial terms. The Group will conduct market research and regularly contact its suppliers (including both YCIH and/or its associates and independent third party suppliers) to understand the market conditions and determine the prevailing market price of the relevant type of raw materials; and

(ii) where a public tendering process is required for the procurement of the relevant raw materials, the price shall be determined based on the results of tendering in accordance with the Group's internal regulations and rules applicable to all suppliers of the same type of raw materials. Pursuant to such regulations and rules, if YCIH and/or its associates win the bid, the terms they offer, including the price quoted, shall be no less favorable than those offered by any independent third party supplier that participates in the process.

b. With respect to products:

(i) the price shall be generally in line with the prevailing market price at which the same type of products is provided to the Group by independent third party suppliers on normal commercial terms; to determine the prevailing market price, reference will be made to the historical prices of the same type of products, where applicable, the guidance price published by authoritative organizations and institutions and costs for the relevant product determined through market research to ensure the price will be no less favorable than that of the same type of products provided to the Group by independent third party suppliers; and

(ii) where a public tendering process is required for the procurement of the relevant products, the price shall be determined based on the results of tendering in accordance with the Group's internal regulations and rules applicable to all suppliers of the same type of products. Pursuant to such regulations and rules, if YCIH and/or its associates win the bid, the terms they offer, including the price quoted, shall be no less favorable than those offered by any independent third party supplier that participates in the process.

c. With respect to services:

(i) the price of the construction services shall be determined with reference to the pricing guidelines and methods as set out in the Pricing Standards for Construction and Engineering of Yunnan Province (2020 Edition)《雲南省建設工程造價計價標準(2020版)》;

(ii) the price of the property management services shall be determined with reference to the prevailing market rates and conditions for the same type of services provided in the neighboring areas, taking into account factors such as the geographical location, the standard and quality of services and the condition of the property; and

(iii) the price of the consultancy services shall be determined with reference to the prevailing market rates at which the same type of services is provided to the Group by independent third party service providers on normal commercial terms.

Besides the methods and procedures set out above, the Company will also monitor the continuing connected transactions in accordance with the procedures set forth in the Company's connected transaction management rules. The Company's enterprise management department and material supply chain center, among other relevant departments, shall be responsible for monitoring the continuing connected transactions conducted under the 2026-2028 Raw Materials, Products and Services Procurement Framework Agreement and shall collect information of actual transactions on a quarterly basis to review and assess whether the transactions are conducted in accordance with the terms of their respective agreements and ensure that the actual transaction amounts do not exceed the proposed annual caps. In addition, the Group will obtain quotes from at least three independent third party suppliers in the public tendering, competitive negotiation or price inquiry process carried out for the purpose of procurement of the relevant raw materials and products.

3. Historical Annual Caps, Actual Transaction Amounts and Proposed Annual Caps

A. Historical annual caps and actual transaction amounts

The historical annual caps and actual transaction amounts for the procurement of raw materials, products and services from YCIH and its associates for each of the three years ended December 31, 2022, 2023 and 2024 and for the nine months ended September 30, 2025 are as follows:

Unit: RMB million

		Year ended December 31,			Nine months ended September 30,
		2022	**2023**	**2024**	**2025**
Procurement of raw materials, products and services from YCIH and its associates	Annual caps	500	853	916	936 *Note*
	Actual transaction amounts	111	353	199	180

Note: The annual cap is applicable for the full year ending December 31, 2025.

B. Proposed annual caps

The proposed annual caps for the procurement of raw materials, products and services from YCIH and its associates for each of the three years ending December 31, 2026, 2027 and 2028 are as follows:

Unit: RMB million

	Year ending December 31,		
	2026	**2027**	**2028**
Procurement of raw materials, products and services from YCIH and its associates	571	749	800

4. Basis of determination of the Proposed Annual Caps

In arriving at the proposed annual caps for the procurement of raw materials, products and services from YCIH and its associates under the 2026-2028 Raw Materials, Products and Services Procurement Framework Agreement for the three years ending December 31, 2026, 2027 and 2028, the Directors considered the following factors:

(i) the historical transaction amounts for the three years ended December 31, 2022, 2023 and 2024 and for the nine months ended September 30, 2025;

(ii) The expected growth in the sales of products of the Group. The Group expects an increase in demand for its products in the future (including the period from 2026 to 2028). As the YCIH Group has continued to implement centralized purchasing of bulk material (including cement), it obtains certain edges over prices. Therefore, the procurement of concrete raw materials (such as cement and aggregates) related to YCIH and its associates is estimated to increase accordingly; and

(iii) An expected increase in demand for other products and services. Beyond its core operations, YCIH Group has progressively established competitive advantages in recent years within sectors such as hotel and property management, agricultural produce, and fresh food delivery. Concurrently, the Group is advancing initiatives beyond construction materials, including solid waste, new materials, and new energy battery charging and replacing, while planning construction of green and low-carbon building materials industrial park. Therefore, procurement of other products and services related to YCIH and its associates, including production equipment, construction services and property management services, is anticipated to increase.

5. Reasons for and Benefits of Entering into the 2026-2028 Raw Materials, Products and Services Procurement Framework Agreement

The Directors are of the view that the transactions under the 2026-2028 Raw Materials, Products and Services Procurement Framework Agreement are beneficial to the Group for the following reasons:

(i) the Group and YCIH and/or its associates have developed a long-term relationship. Through years of cooperation, the Company believes that the Group and YCIH have a mutual understanding of each other's way of operation, quality control as well as specific requirements, which will enable smooth cooperation and operation and help save costs;

(ii) YCIH is the largest construction enterprise in Yunnan Province and the operation's scope of YCIH and its associates also cover construction related areas such as manufacturing, survey, design, research and consultancy. YCIH and its associates are capable of supplying the Group with raw materials, products and services with sufficient quantity, reliable quality, favorable terms and in a timely manner, which will ensure the smooth business operation of the Group;

(iii) the Group uses the property management services provided by YCIH and/or its associates for the properties leased from YCIH and/or its associates, as a subsidiary of YCIH, which has over 30 years of experience in the provision of property management services, is dedicated to providing professional property management services to properties of YCIH, which will ensure the quality and timeliness of the services; and

(iv) the prices and terms for the procurement of raw materials, products and services by the Group from YCIH and its associates would be no less favorable to the Company than those provided by independent third party suppliers. In particular, where a public tendering or a competitive negotiation process is required for the selection of suppliers, YCIH and its associates shall go through the same process in accordance with its internal regulations and rules applicable to all suppliers of the same type of raw materials, products and

services. Pursuant to such regulations and rules, if YCIH and/or its associates win the bid, the terms they offer, including the price quoted, shall be no less favorable than those offered by any independent third party supplier that participates in the process.

The Directors (excluding the independent non-executive Directors who will express their opinion after considering the advice from VBG Capital) are of the view that the terms of the transactions contemplated under the 2026-2028 Raw Materials, Products and Services Procurement Framework Agreement (including the proposed annual caps therefor) are fair and reasonable, on normal commercial terms and in the ordinary and usual course of business of the Group, and in the interests of the Company and the Shareholders as a whole.

Ms. Yang Jia, a non-executive Director, who holds a position with YCIH Group, has abstained from voting on the Board resolution in relation to the 2026-2028 Raw Materials, Products and Services Procurement Framework Agreement. Save as disclosed above, none of Directors has a material interest in the transactions contemplated under the 2026-2028 Raw Materials, Products and Services Procurement Framework Agreement or is required to abstain from voting on the Board resolution in relation to the 2026-2028 Raw Materials, Products and Services Procurement Framework Agreement.

6. Information on the Parties

(i) The Company and the Group: the Company is a joint stock company incorporated in the PRC with limited liability, whose H shares are listed on the Main Board of the Stock Exchange (Stock Code: 1847). The Group is primarily engaged in the R&D, production, and sales of ready-mixed commercial concrete, along with upstream and downstream building materials such as cement, aggregates, admixtures, and prefabricated components in the PRC.

(ii) YCIH: a company incorporated in the PRC with limited liability, as at the date of this announcement, it is held as to 97.35% by the Yunnan SASAC and as to 2.65% by the Yunnan Provincial Department of Finance (雲南省財政廳) respectively and operates under the supervision and regulation of the Yunnan SASAC. As at the date of this announcement, YCIH directly and indirectly holds 62.75% equity interest of the Company and is the controlling Shareholder of the Company.

YCIH and its subsidiaries (including the Group) are primarily engaged in three major businesses including, among others, construction engineering, infrastructure investment and modern logistics in the PRC and internationally.

7. Listing Rules Implications

As YCIH is the controlling shareholder of the Company, YCIH and its associates are connected persons of the Company under the Listing Rules.

As the highest applicable percentage ratio of transactions contemplated under the 2026-2028 Raw Materials, Products and Services Procurement Framework Agreement exceeds 5% on an annual basis, such transactions are therefore subject to the reporting, announcement, annual review, circular (including independent financial advice) and Independent Shareholders' approval requirements under Chapter 14A of the Listing Rules.

(III) MAJOR TRANSACTIONS AND CONTINUING CONNECTED TRANSACTIONS IN RELATION TO THE 2026-2028 FINANCIAL SERVICES FRAMEWORK AGREEMENT

1. Background

References are made to the announcement and the circular of the Company dated October 31, 2022 and December 8, 2022, respectively, in relation to, among others, the existing continuing connected transactions under the 2023 Financial Services Framework Agreement.

The terms of the 2023 Financial Services Framework Agreement entered into between the Company and YCIH Financial Company are due to expire on December 31, 2025. In addition, the Company anticipated that the Group will require YCIH Financial Company to continue providing financial services in the future, and will also require YCIH Factoring Company to provide factoring services, among other services. To facilitate the management of connected transactions related to financial services between the Company and YCIH, the Company entered into the 2026-2028 Financial Services Framework Agreement with YCIH on November 17, 2025 after negotiations to renew the 2023 Financial Services Framework Agreement and expand the types of transactions thereunder.

2. Details of 2026-2028 Financial Services Framework Agreement

A. Parties

(i) the Company (the service recipient, for itself and on behalf of its subsidiaries); and

(ii) YCIH (the service provider, for itself and on behalf of its subsidiaries).

B. Principal terms

On November 17, 2025, the Company entered into the 2026-2028 Financial Services Framework Agreement with YCIH, pursuant to which YCIH agreed to provide the following financial services and the Company agreed to use some or all such financial services depending on its requirements:

(i) deposit services;

(ii) bills acceptance and discount services;

(iii) letters of guarantee services;

(iv) factoring service; and

(v) other financial services (including but not limited to assistance in fund receipt and payment and other business approved by the NAFR).

The 2026-2028 Financial Services Framework Agreement shall become effective from January 1, 2026 upon the Company obtaining the approval of the Independent Shareholders at the EGM, and shall remain valid until December 31, 2028.

The other principal terms of the 2026-2028 Financial Services Framework Agreement are as follows:

(i) the relevant parties shall, during the term of the 2026-2028 Financial Services Framework Agreement, enter into specific written agreements which specify and record the terms and provisions of the specific financial services transactions to be conducted in accordance with the principles and terms of the 2026-2028 Financial Services Framework Agreement in all material aspects;

(ii) YCIH has the right to choose the financial institution, type and amount of financial services as well as timing of transaction based on its business needs and is not obligated to use the financial services provided by YCIH; and

(iii) During the term of the 2026-2028 Financial Services Framework Agreement, YCIH will provide the relevant financial services contemplated thereunder on terms no less favorable than those provided by major domestic commercial banks in the PRC with respect to the same type of financial services.

C. Pricing guideline

(i) With respect to the deposit services, the interest rates payable by YCIH shall not be lower than the interest rates in respect of the same type of deposit services provided by major domestic commercial banks in the PRC to the Group in the same period;

(ii) With respect to the bills acceptance and discount services, the service fees or interest rates to be charged by YCIH shall not be higher than those of the same type of services provided by major domestic commercial banks in the PRC to the Group in the same period;

(iii) With respect to the letters of guarantee services, the fees to be charged by YCIH shall not be higher than those of the same type of services provided by major domestic commercial banks in the PRC to the Group in the same period;

(iv) With respect to factoring service, the fees to be charged by YCIH shall not be higher than those of the same type of services provided by major domestic commercial banks and major domestic commercial factoring companies in the PRC to the Group in the same period; and

(v) With respect to other financial services (including but not limited to assistance in fund receipt and payment and other business approved by the NAFR), the fees to be charged by YCIH shall not be higher than those of the same type of services charged by major domestic commercial banks and major domestic commercial factoring companies in the PRC to the Group in the same period.

Before utilizing services provided by YCIH, the Group will obtain quotes from at least three major domestic commercial banks in the PRC for the provision of the same or similar services and compare such quotes against the terms offered by YCIH to decide whether to use the services provided by YCIH.

3. Historical Annual Caps, Actual Transaction Amounts and Proposed Annual Caps

A. Historical annual caps and actual transaction amounts

Save for the letters of guarantee services, the historical annual caps for the daily balance of deposits placed by the Group with YCIH Financial Company (including interest accrued thereon) and the provision of the bills acceptance and discount services as well as other financial services by YCIH Financial Company to the Group for each of the four years ended December 31, 2022, 2023, 2024 and 2025 are as follows:

Unit: RMB million

	Year ended December 31,			
	2022	**2023**	**2024**	**2025**
Deposit services – maximum daily balance (including interest accrued thereon)	150.00	200.00	200.00	200.00
Bills acceptance and discount services	100.00	400.00	400.00	400.00
Other financial services	–	10.00	10.00	10.00

Save for the letters of guarantee services, the actual transaction amounts for the daily balance of deposits placed by the Group with YCIH Financial Company (including interest accrued thereon) and the provision of the bills acceptance and discount services as well as other financial services by YCIH Financial Company to the Group for each of the three years ended December 31, 2022, 2023 and 2024 and for the nine months ended September 30, 2025 are as follows:

Unit: RMB million

	Year ended December 31,			**Nine months ended September 30,**
	2022	**2023**	**2024**	**2025**
Deposit services – maximum daily balance (including interest accrued thereon)	99.22	89.00	64.78	66.65
Bills acceptance and discount services	21.28	6.00	68.50	43.16
Other financial services	0.02	0.18	1.1	1.16

B. Proposed annual caps

Save for the letters of guarantee services, the proposed annual caps for the provision of the deposit services, the bills acceptance and discount services, factoring service as well as other financial services by YCIH to the Group for each of the three years ending December 31, 2026, 2027 and 2028 are as follows:

Unit: RMB million

	Year ended December 31,		
	2026	**2027**	**2028**
Deposit services – maximum daily balance (including interest accrued thereon)	200.00	200.00	200.00
Bills acceptance and discount services	300.00	300.00	300.00
Factoring service	30.00	30.00	30.00
Other financial services	11.50	11.50	11.50

4. Basis of Determination of the Proposed Annual Caps

In arriving at the proposed annual caps for the provision of various financial services (other than letters of guarantee services) by YCIH to the Group during the term of the 2026-2028 Financial Services Framework Agreement, the Directors considered the following:

(i) the historical annual caps and actual transaction amounts (excluding factoring services);

(ii) based on the expected growth of the Group's business, to project the financial service requirements of the Group during the period from 2026 to 2028;

(iii) with the development of financial markets, upstream and downstream transactions use more financial products (including bills and factoring facilities) for settlement and payment;

(iv) taking into account various aspects such as the financial service capabilities of YCIH (mainly YCIH Financial Company) , the Group plans to further improve the Group's capital use and management efficiency by making more use of financial services from YCIH.

5. Internal Control and Corporate Governance Measures

The Company has adopted the following measures with respect to the transactions contemplated under the 2026-2028 Financial Services Framework Agreement in order to further safeguard the interests of the Shareholders:

A. Independent Shareholders' approval

The Independent Shareholders have the right to ensure that the terms of the deposit services, the bills acceptance and discount services and factoring services under the 2026-2028 Financial Services Framework Agreement (including the proposed annual caps therefor) are fair and reasonable, on normal commercial terms and in the interests of the Company and the Shareholders as a whole. Appropriate disclosure of the historical and ongoing transactions between the Group and YCIH Financial Company which will continue under the 2026-2028 Financial Services Framework Agreement will be made in a circular so as to enable the Independent Shareholders to make informed decisions.

B. Independent financial system

The Company has established a financial management center, which operates without influence from YCIH. The Company has adopted a financial management system to guide and monitor its financial activities. The Group also maintains accounts with external independent banks, and does not share any bank accounts with YCIH. YCIH cannot control the use of any of the Group's bank accounts. The Company has an independent tax registration and has paid tax independently pursuant to applicable PRC laws and regulations.

C. Internal control and risk management measures

(i) The Company has formulated comprehensive financial and fund management rules and regulations to safeguard against fund risks, strengthen its internal financial management and regulate financing activities. The Company has set up an integrated financial management system on planning, budgeting and assessment. The Board is the responsible body in this respect. The Company will adhere to the principles of financing at the Group level, and will make decisions after taking into account the proper scale, the reasonableness of structure and the balance between costs and risks. In addition, the Company's enterprise management department and financial management center will be responsible for monitoring continuously such ongoing continuing connected transactions under the 2026-2028 Financial Services Framework Agreement and will submit matters to the Board for consideration as appropriate.

(ii) YCIH and/or its associates shall notify the Company, subject to compliance with applicable laws and regulations, should it have any judicial, legal or regulatory proceedings or investigations which are reasonably likely to have a material impact on its financial condition. If the Company considers that there is any material adverse change in the financial condition of YCIH and/or its associates, the Company will take appropriate measures (including early withdrawal of deposits and a moratorium on further deposits) to protect its financial position.

(iii) The independent non-executive Directors will independently scrutinize the implementation and enforcement of the transactions conducted under the 2026-2028 Financial Services Framework Agreement. If a majority of the independent non-executive Directors reasonably consider that it would be in the Company's interests to reduce the level of the financial services with YCIH and/or its associates, the Company will take appropriate steps to implement the decision of the independent non-executive Directors. Information on the transactions conducted under the 2026-2028 Financial Services Framework Agreement and the views of the independent non-executive Directors on the transactions conducted under the 2026-2028 Financial Services Framework Agreement will be disclosed in the annual reports of the Company.

(iv) During its annual audit, the Company will engage its auditors to review the connected transactions between the Group and YCIH and/or its associates to ensure that the transactions conducted under the 2026-2028 Financial Services Framework Agreement have been approved by the Board and conducted in material aspects in accordance with the pricing policies, the terms of such agreement and the proposed annual caps thereunder.

(v) The Company will monitor the continuing connected transactions in accordance with the procedures set forth in the Company's connected transaction management system, in particular to ensure that the Company will monitor the Group's daily balances with YCIH Financial Company in a timely manner. The Company's responsible financial person shall check the balances through the relevant IT system(s) on a daily basis, and promptly report to the Company's chief financial officer if such daily balances are close to exceeding, or likely to exceed the proposed annual caps.

The aforesaid internal control and risk management measures will be able to mitigate to the largest extent the financial risks to which the Company may be exposed, and safeguard the interests of the Company and its Shareholders. The Directors are of the view that the above internal control and risk management measures are reasonable and effective in monitoring the transactions in all material respects.

6. Reasons for and Benefits of Entering into the 2026-2028 Financial Services Framework Agreement

The Directors are of the view that the transactions under the 2026-2028 Financial Services Framework Agreement are beneficial to the Group for the following reasons:

(i) through the Company's previous cooperation with YCIH (primarily via its subsidiaries, YCIH Financial Company and YCIH Factoring Company), the Company believes that it understands the Company's characteristics, capital structure, business operations, financing needs, cash flow patterns and entire financial management system. YCIH provides services to the Group on equal or better commercial terms compared to those offered by major domestic commercial banks in the PRC. In addition, as it is a major clearing and settlement platform of YCIH and its associates, the Company believes that it could reduce costs and maximize efficiency by using the services from YCIH;

(ii) during the term of the 2026-2028 Financial Services Framework Agreement, YCIH will provide the relevant financial services contemplated thereunder on terms no less favorable than those provided by major domestic commercial banks in the PRC with respect to the same type of financial services; and

(iii) the Group is not prohibited or restricted in any way to use financial services provided by other commercial banks or independent financial institutions in the open market, and the Company retains discretion to make its selection according to its own business needs as well as the terms and quality of such services. The Group may (but is not obliged to) utilize the financial services provided by YCIH so as to deploy and manage its financial resources flexibly and efficiently.

The Directors (for the purpose of transactions related to other financial services, including the independent non-executive Directors; and for the purpose of transactions related to the deposit services, the bills acceptance and discount services and factoring services, excluding the independent non-executive Directors who will express their opinion after considering the advice from VBG Capital) are of the view that the terms of the transactions contemplated under the 2026-2028 Financial Services Framework Agreement (including the proposed annual caps therefor) are fair and reasonable, on normal commercial terms and in the ordinary and usual course of business of the Group, and in the interests of the Company and the Shareholders as a whole.

Ms. Yang Jia, a non-executive Director, who holds a position with YCIH Group, has abstained from voting on the Board resolution in relation to the 2026-2028 Financial Services Framework Agreement. Save as disclosed above, no other Directors has a material interest in the transactions contemplated under the 2026-2028 Financial Services Framework Agreement or is required to abstain from voting on the Board resolution in relation to the 2026-2028 Financial Services Framework Agreement.

7. Information on the Parties

(i) The Company and the Group: the Company is a joint stock company incorporated in the PRC with limited liability, whose H shares are listed on the Main Board of the Stock Exchange (Stock Code: 1847). The Group is primarily engaged in the R& D, production, and sales of ready-mixed commercial concrete, along with upstream and downstream building materials such as cement, aggregates, admixtures, and prefabricated components in the PRC.

(ii) YCIH: a company incorporated in the PRC with limited liability, as at the date of this announcement, it is held as to 97.35% by the Yunnan SASAC and as to 2.65% by the Yunnan Provincial Department of Finance (雲南省財政廳) respectively and operates under the supervision and regulation of the Yunnan SASAC. As at the date of this announcement, YCIH directly and indirectly holds 62.75% equity interest of the Company and is the controlling Shareholder of the Company.

YCIH and its subsidiaries (including the Group) are primarily engaged in three major businesses including, among others, construction engineering, infrastructure investment and modern logistics in the PRC and internationally.

8. Listing Rules Implications

As YCIH is the controlling shareholder of the Company, YCIH and its associates are connected persons of the Company under the Listing Rules.

In respect of the deposit services, as the highest applicable percentage ratio exceeds 25%, such transactions constitute major transaction and non-exempt continuing connected transactions of the Company and are therefore subject to the notification, reporting, announcement, annual review, circular (including independent financial advice) and Independent Shareholders' approval requirements under Chapters 14 and 14A of the Listing Rules.

In respect of the bills acceptance and discount services, as the highest applicable percentage ratio exceeds 25% on an annual basis, such transactions constitute major transaction and non-exempt continuing connected transactions of the Company and are therefore subject to the notification, reporting, announcement, annual review and Independent Shareholders' approval requirements under Chapters 14 and 14A of the Listing Rules.

In respect of the letters of guarantee services, such transactions constitute financial assistance to be provided by a connected person for the benefit of the Company. As such transactions will be on normal commercial terms (or better to the Company) and no security over the assets of the Company will be granted in respect of the transactions, they are fully exempt from all reporting, announcement, annual review, circular (including independent financial advice) and Independent Shareholders' approval requirements pursuant to Rule 14A.90 of the Listing Rules.

In respect of factoring services, as the highest applicable percentage ratio exceeds 5%, such transactions constitute non-exempt continuing connected transactions of the Company and are therefore subject to the reporting, announcement, annual review, circular (including independent financial advice) and Independent Shareholders' approval requirements under Chapter 14A of the Listing Rules.

In respect of other financial services (including but not limited to assistance in fund receipt and payment and other business approved by the NAFR), the highest applicable percentage ratio exceeds 0.1% but is less than 5% on an annual basis, such transactions are therefore subject to the notification, reporting, announcement and annual review requirements, but are exempt from the Independent Shareholders' approval requirements under Chapter 14A of the Listing Rules.

(IV) ENTERING INTO THE LEASING CONTRACT AND REVISION OF THE EXISTING 2025 ANNUAL CAP FOR THE CONTINUING CONNECTED TRANSACTIONS UNDER THE LAND AND PROPERTY LEASING FRAMEWORK AGREEMENT

1. Background

References are made to the announcement of the Company dated November 29, 2024, in relation to the existing continuing connected transactions under the 2025-2027 Land and Property Leasing Framework Agreement.

On November 17, 2025, the Leasing Contract ("**Leasing Contract**") was entered into between Phosphogypsum Company, a subsidiary of the Company, and YCIH Building Materials Technology Co., Ltd.(雲南建投建材科技有限責任公司) ("**Building Materials Technology Company**"), a subsidiary of YCIH, to lease its land and property located in Anning City, Yunnan Province for office, production and living purposes. Since such leases

are expected to cause the 2025 annual cap under the 2025-2027 Land and Property Leasing Framework Agreement to exceed the existing annual cap, it is necessary to amend the 2025 annual cap under the 2025-2027 Land and Property Leasing Framework Agreement.

2. Details of the Leasing Contract

A. Parties

(i) Building Materials Technology Company (the lessor); and

(ii) Phosphogypsum Company (the lessee).

Among them: Building Materials Technology Company, a limited liability company incorporated in the PRC, is primarily engaged in the research and development, production and sales of building aluminium alloy formwork, climbing formwork, aluminium alloy doors and windows and other products. It is a subsidiary of YCIH (which is directly and indirectly held as to 100% equity interest by YCIH), whose ultimate actual controller is Yunnan SASAC.

Phosphogypsum Company, a limited liability company incorporated in the PRC, is primarily engaged in research and development, manufacturing, sales, and construction of Phosphogypsum and solid waste-based new building materials products. It is a subsidiary of the Company and is jointly established by YCIH, the Company and Infrastructure Investment Company for the purpose of investment, financing, construction and operation of the Anning Phosphogypsum Comprehensive Utilization Project.

B. Date of execution and lease term

The Leasing Contract was executed on November 17, 2025, with a tentative lease term of one year, effective from August 1, 2025 to July 31, 2026. Upon expiration of the lease term, Phosphogypsum Company has the first right to renew the lease.

C. Lease property and purposes

The lease properties are located at No. 1 Longshu Road, Caopu Street, Anning City, Kunming, Yunnan Province, including land and buildings. The specific lease properties includes an office building, the third floor of a dormitory building, a factory building and a hardened surrounding areas of the factory building, with a total area of 64,600.95 square meters. The lease properties will be used for offices, accommodation, as well as goods storage, production and circulation of construction materials and other related purposes.

D. Rent and Arrangements for Its Accounting and Payment Arrangements

The rent under the Leasing Contract (tax inclusive) is RMB9.87 million (with reference to the 2025-2027 Land and Property Leasing Framework Agreement and determined after thorough negotiation between the Parties) and the amount recognized as the right-of-use asset is RMB25.32 million. Within 60 days of the Leasing Contract becoming effective, Phosphogypsum Company shall pay half of the rent. The remaining rent shall be

paid in full by August 1, 2026, and Building Materials Technology Company must issue the corresponding invoices. The payment methods include wire transfer, transfer check, acceptance bill, and supply chain financial products.

E. Effectiveness conditions

The Leasing Contract shall become effective upon the date of approval by the general meeting of the Company, provided that the legal representatives or authorized agents of all Parties have affixed their signatures and official seals or contract seals on the contract.

3. The Existing Annual Cap, Actual Transaction Amount and Proposed New Annual Cap

The existing 2025 annual cap calculated based on right-of-use assets under the 2025-2027 Land and Property Leasing Framework Agreement, the actual transaction amount for the nine months ended September 30, 2025, and the proposed new 2025 annual cap are as follows:

Unit: RMB million

	Existing 2025 annual cap	**Actual transaction amount for nine months ended September 30, 2025**	**Proposed new 2025 annual cap**
Land and properties lease from YCIH and its associates	8.00	5.43	37.25

4. Basis of Determination of the Proposed New Annual Cap

In arriving at the proposed new 2025 annual cap for the land and properties leased from YCIH and its associates under the 2025-2027 Land and Property Leasing Framework Agreement, the Directors considered the following:

(i) the historical transaction amounts for the nine months ended September 30, 2025;

(ii) the amount of right-of-use assets initially calculated according to the aforementioned Leasing Contract; and

(iii) the estimated increased amount in right-of-use assets attributable to other lease transactions under negotiations, etc.

5. Reasons for and Benefits of Entering into the Leasing Contract and Revision of the 2025 Annual Cap under the Land and Property Leasing Framework Agreement

The Directors are of the view that entering into the Leasing Contract is beneficial for the Group to accelerate the advancement of the Anning Phosphogypsum Comprehensive Utilization Project, so as to put this project into operation within 2025. It also helps the Group to promote the effective utilization of industrial solid wastes (mainly Phosphogypsum), deeply integrate into the resource circular economy of industrial solid waste, in order to achieve synergistic and sustainable development of the economy and the ecology and consistently advance along the path of green and low-carbon development.

The Directors (excluding the independent non-executive Directors who will express their opinion after considering the advice from VBG Capital) are of the view that entering into the Leasing Contract and revision of the 2025 annual cap under the Land and Property Leasing Framework Agreement (including the proposed new 2025 annual cap therefor) are fair and reasonable, on normal commercial terms and in the ordinary and usual course of business of the Group, and in the interests of the Company and the Shareholders as a whole.

Ms. Yang Jia, a non-executive Director, who holds a position with YCIH Group, has abstained from voting on the Board resolution in relation to entering into the Leasing Contract and revision of the 2025 annual cap under the Land and Property Leasing Framework Agreement. Save as disclosed above, no other Directors has a material interest in entering into the Leasing Contract and revision of the 2025 annual cap under the Land and Property Leasing Framework Agreement or is required to abstain from voting on the Board resolution in relation to entering into the Leasing Contract and revision of the 2025 annual cap under the Land and Property Leasing Framework Agreement.

6. Listing Rules Implications

Since the highest applicable percentage ratio for the proposed transaction under the Leasing Contract exceeds 5% but is less than 25%, the transaction constitutes a discloseable transaction for the Company and is subject to the notification and announcement requirements under Chapter 14 of the Listing Rules.

As of the date of this announcement, the Company's controlling shareholder – YCIH – directly and indirectly holds 100% equity interest in the Building Materials Technology Company. According to Rule 14A.07(1) of the Listing Rules, the Building Materials Technology Company is a connected person of the Company. In addition, the Phosphogypsum Company is a subsidiary of the Company. Therefore, the proposed transaction under the Leasing Contract also constitutes a connected transaction. As the highest applicable percentage ratio exceeds 5% and the amount calculated based on the right-of-use asset exceeds HK$10 million, the transaction is subject to the reporting, announcement, annual review, circular (including independent financial advice), and independent shareholders' approval requirements under Chapter 14A of the Listing Rules.

In addition, since the highest applicable percentage ratio of proposed new 2025 annual cap exceeds 5% and HK$10 million, the transaction is subject to the reporting, announcement, annual review, circular (including independent financial advice), and independent shareholders' approval requirements under Chapter 14A of the Listing Rules.

(V) MAJOR TRANSACTION AND CONNECTED TRANSACTION IN RELATION TO PROVISION OF GUARANTEE

1. Background

In order to implement Xi Jinping thought on ecological civilization and the spirit of the speech of General Secretary Xi Jinping at the forum on further promoting the high-quality development of the Yangtze River Economic Belt, to implement the "Opinions on Accelerating the Construction of a Waste Recycling System" (《關於加快構建廢棄物循環利用體系的意見》) by the General Office of the State Council, the "Notice on Issuing the Action Plan for Comprehensive Utilization of Phosphogypsum" (《關於印發磷石膏綜合利用行動方案的通知》) by the Ministry of Industry and Information Technology(工業和信息化部)and other six departments, and to promote state-owned enterprises to take responsibility, the Company will coordinate the implementation of Anning Phosphogypsum Comprehensive Utilization Project.

In order to effectively utilise high-quality stock assets, reasonably control the scale of investment, and ensure that the project will be put into operation within the year, the Anning Phosphogypsum Comprehensive Utilization Project adopts the layout principle of "proximity to raw materials, closeness to target market". With Building Materials Technology Company as the investment entity, it will provide its land and existing factory facilities located in the Caopu area of the Anning Industrial Park, which will be put into production and operation after adaptive renovation to establish a full industrial chain demonstration base for comprehensive utilization of Phosphogypsum. Meanwhile, Phosphogypsum Company (incorporated on July 18, 2025), a professional company jointly established by the Company, YCIH and Infrastructure Investment Company, which has been consolidated into the financial statements of the Company, is responsible for project management, including project construction management, equipment procurement management, product production management, product sales management, and daily production and operation management of the project.

Due to the needs of project construction, on October 10, 2025, Building Materials Technology Company, as the investment entity of the project (also the property owner of existing fixed assets), entered into a fixed asset loan agreement with Anning Rural Credit Cooperative Caopu Branch. Accordingly, Anning Rural Credit Cooperative Caopu Branch agreed to grant a loan with a total principal amount not exceeding RMB84 million to Building Materials Technology Company, subject to the terms and conditions contained in the fixed asset loan agreement. According to the written agreement between Building Materials Technology Company and Phosphogypsum Company, the account for receiving and using loans shall be jointly managed by both parties and supervised by Anning Rural Credit Cooperative Caopu Branch. YCIH, as the controlling shareholder of Building Materials Technology Company, provides a joint and several liability guarantee for the loan. On this basis, Phosphogypsum Company, which is responsible for project management, also acts as a guarantor. On November 17, 2025, Phosphogypsum Company entered into a Guarantee Agreement ("**Guarantee Agreement**") with Anning Rural Credit Cooperative Caopu Branch to provide a joint and several liability guarantee for the relevant loan (identical to the guarantee liability assumed by YCIH).

2. Details of the Guarantee Agreement

A. Parties

(i) Lender: Anning Rural Credit Cooperative Caopu Branch; and

(ii) Guarantor: Phosphogypsum Company

Among them, Anning Rural Credit Cooperative Caopu Branch is a branch established by Anning Rural Credit Cooperative Union in the Caopu Area of Anning City. Anning Rural Credit Cooperative Union was established in 1994 with a registered capital of RMB1.167 billion. It holds the PRC Financial License* (中華人民共和國金融許可證) issued by the National Administration of Financial Regulation, authorizing it to carry out business of absorbing public deposits, disbursing short-term, medium-term and long-term loans, and processing domestic settlements and other businesses approved by the banking regulatory and administrative authorities. Its competent authority is the Kunming Rural Credit Cooperative Union, and its competent and ultimate authority is Yunnan Branch of the People's Bank of China* (中國人民銀行雲南省分行).

Phosphogypsum Company, a limited liability company incorporated in the PRC, is primarily engaged in research and development, manufacturing, sales, and construction of Phosphogypsum and solid waste-based new building materials products. It is a subsidiary of the Company and is jointly established by YCIH, the Company and Infrastructure Investment Company for the purpose of investment, financing, construction and operation of the Anning Phosphogypsum Comprehensive Utilization Project.

B. Execution date and guaranteed period

Executed on November 17, 2025, the guarantee period shall be three years from the date of expiration of the term of the principal agreement and the loan thereunder; where the Lender declares the loan due and payable in advance pursuant to the principal agreement, the guarantee period shall be three years from the date of such advance maturity.

C. Scope of the guarantee

The creditor's principal, interests, default interests (including overdue default interest and misappropriation default interest), compound interest, liquidated damages, damages, compensation, expenses incurred by the lender to realize creditor's right and related collateral rights (including but not limited to litigation fees, arbitration fees, preservation fees, advertising fees, appraisal fees, auction fees, travel expenses, telecommunication fees, attorney fees, enforcement fees, etc.), and other payable expenses (unless otherwise provided by laws and regulations or otherwise agreed by both parties). In the event of termination or revocation of the principal agreement, the guarantor shall assume guarantee liability for the principal amount of the loan to be repaid by the debtor as stipulated in the principal agreement, along with other payable expenses and disbursements.

D. Precedent conditions

The Guarantee Agreement shall become effective on the date of approval by the general meeting of the Company.

3. Reasons for and Benefits of Entering into the Guarantee Agreement

As the major managing and operating entity entity of the Anning Phosphogypsum Comprehensive Utilization Project, Phosphogypsum Company provides guarantee for Building Materials Technology Company to obtain loans for the Project, which is not only the requirement of Anning Rural Credit Cooperative Caopu Branch for project loan management, but also the need of the Group to promote the early construction of the project and accelerate the conversion of preliminary investment into economic benefits. It is conducive to creating a full industrial chain demonstration base for comprehensive utilization of Phosphogypsum, promoting the effective utilization of industrial solid wastes (mainly Phosphogypsum), deeply integrating into resource circular economy of industrial solid waste and achieving synergistic and sustainable development of the economy and the ecology so as to consistently advance along the path of green and low-carbon development.

The Directors (excluding the independent non-executive Directors who will express their opinion after considering the advice from VBG Capital) are of the view that although the Guarantee Agreement and the transactions contemplated thereunder are not in the ordinary and usual course of business of the Company, the terms of the Guarantee Agreement are on normal commercial terms, are fair and reasonable, and in the interests of the Company and the Shareholders as a whole.

Ms. Yang Jia, a non-executive Director, who holds a position with YCIH Group, has abstained from voting on the Board resolution in relation to the Guarantee Agreement and the transactions contemplated thereunder. Save as disclosed above, no other Directors has a material interest in the Guarantee Agreement and the transactions contemplated thereunder or is required to abstain from voting on the Board resolution in relation to the Guarantee Agreement and the transactions contemplated thereunder.

4. Listing Rules Implications

Since the highest applicable percentage ratio in respect of the Guarantee Agreement and the transactions contemplated thereunder, on a standalone basis, exceeds 25%, such Agreement and the transactions contemplated thereunder constitute major transaction of the Company and are subject to the notification, announcement, circular and Shareholders' approval requirements under Chapter 14 of the Listing Rules.

In addition, as at the date of this announcement, as Building Materials Technology Company is directly and indirectly held as to 100% equity interest by YCIH (the controlling shareholder of the Company), it is a connected person of the Company in accordance with Rule 14A.07(1) of the Listing Rules. Given that Phosphogypsum Company is a subsidiary of the Company, the transactions contemplated under the Guarantee Agreement constitute connected transactions.

The Leasing Contract and Guarantee Agreement shall be aggregated for the purpose of computing the all applicable percentage ratios, given that they are both related to the Anning Phosphogypsum Comprehensive Utilization Project. As the highest applicable percentage ratio is, on an aggregated basis, more than 25% and HK$10 million, these agreements and transactions contemplated thereunder constitute major transaction and non-exempt connected transaction of the Company and are subject to the notification, reporting, announcement, circular (including independent financial advice) and Independent Shareholders' approval requirements under Chapter 14 and Chapter 14A of the Listing Rules.

II. EGM

An EGM will be convened by the Company to consider and obtain the approval from the Independent Shareholders regarding the aforementioned five transactions and/or connected transactions, including: (i) 2026-2028 Products Sales Framework Agreement and the continuing connected transactions contemplated thereunder; (ii) 2026-2028 Raw Materials, Products and Services Procurement Framework Agreement and the continuing connected transactions contemplated thereunder; (iii) 2026-2028 Financial Services Framework Agreement and the major transactions and the continuing connected transactions contemplated thereunder; (iv) major transaction and connected transaction in relation to entering into the Leasing Contract and revision of the existing 2025 annual cap for the continuing connected transactions under the Land and Property Leasing Framework Agreement; and (v) major transactions and connected transactions in relation to provision of guarantee. YCIH and its associates will abstain from voting in respect of the relevant resolution at the EGM.

An Independent Board Committee, comprising all the independent non-executive Directors, namely Mr. Wong Kai Yan Thomas, Mr. Yu Dingming and Mr. Li Hongkun, has been established to advise the Independent Shareholders with respect to the aforementioned five transactions and/or connected transactions. VBG Capital has been appointed as the Independent Financial Adviser to advise the Independent Board Committee and the Independent Shareholders in relation to the aforementioned five transactions and/or connected transactions.

A circular containing, among other things, (i) details of the aforementioned five transactions and/or connected transactions; (ii) a letter from the Independent Board Committee to the Independent Shareholders; and (iii) the recommendation of the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders, together with a notice convening the EGM, is expected to be published on or around December 12, 2025 as additional time is required to prepare the information for inclusion in the circular.

III. RESUMPTION OF TRADING

At the request of the Company, trading in the H shares of the Company (the "**H Shares**") on the Stock Exchange was halted with effect from 09:00 a.m. on 18 November 2025 pending the issuance of this announcement. An application has been made by the Company to the Stock Exchange for the resumption of trading in the Shares on the Stock Exchange with effect from 9:00 a.m. on 19 November 2025.

IV. DEFINITIONS

In this announcement, unless the context otherwise requires, the following terms have the meanings set forth below:

"2023 Financial Services Framework Agreement"	the financial services framework agreement entered into between the Company and YCIH Financial Company on October 31, 2022, pursuant to which YCIH Financial Company agreed to provide a range of financial services and the Group agreed to use some or all such financial services depending on its requirements
"2023 Products Sales Framework Agreement"	the products sales framework agreement entered into between the Company and YCIH on October 31, 2022, pursuant to which the Group agreed to sell concrete, aggregates and other products to YCIH and its associates
"2023 Raw Materials, Products and Services Procurement Framework Agreement"	the raw materials, products and services procurement framework agreement entered into between the Company and YCIH on October 31, 2022, pursuant to which the Group agreed to procure raw materials, products and services from YCIH and its associates
"2025-2027 Land and Property Leasing Framework Agreement" or "Land and Property Leasing Framework Agreement"	the 2025-2027 land and property leasing framework agreement dated November 29, 2024 entered into between the Company and YCIH, pursuant to which YCIH and its associates agreed to lease certain land and properties lawfully owned by YCIH and its associates to the Company and its subsidiaries
"2026-2028 Financial Services Framework Agreement"	the financial services framework agreement entered into between the Company and YCIH on November 17, 2025, pursuant to which YCIH agreed to provide a range of financial services and the Group agreed to use some or all such financial services depending on its requirements
"2026-2028 Products Sales Framework Agreement"	the products sales framework agreement entered into between the Company and YCIH on November 17, 2025, pursuant to which the Group agreed to sell building materials , solid waste and new materials, and other products to YCIH and its associates
"2026-2028 Raw Materials, Products and Services Procurement Framework Agreement"	the raw materials, products and services procurement framework agreement entered into between the Company and YCIH on November 17, 2025, pursuant to which the Group agreed to procure raw materials, products and services from YCIH and its associates
"Anning Phosphogypsum Comprehensive Utilization Project" or "Project"	Anning Green Building Materials Industrial Park Project with annual treatment of 1 million tons of Phosphogypsum + 1 million tons of industrial solid waste
"Anning Rural Credit Cooperative Caopu Branch"	Anning Rural Credit Cooperative Caopu Branch* (安寧市農村信用合作聯社草鋪信用社)

"associate(s)"	has the meaning ascribed to it under the Listing Rules
"Board"	the board of Directors of the Company
"Building Materials Technology Company"	YCIH Building Materials Technology Co., Ltd.* (雲南建投建材科技有限責任公司), a subsidiary of YCIH and a connected person of the Company
"China" or "PRC" or "State"	the People's Republic of China, which for the purpose of this announcement only, excludes Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan region
"Company"	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)
"connected person(s)"	has the meaning ascribed to it under the Listing Rules
"controlling shareholder(s)"	has the meaning ascribed to it under the Listing Rules
"Director(s)"	the director(s) of the Company
"EGM"	the extraordinary general meeting to be convened by the Company to consider and, if thought fit, approve five transactions and/or connected transactions
"five transactions and/or connected transactions"	(i) continuing connected transactions in relation to the 2026-2028 Products Sales Framework Agreement; (ii) continuing connected transactions in relation to the 2026-2028 Raw Materials, Products and Services Procurement Framework Agreement; (iii) major transactions and continuing connected transactions in relation to the 2026-2028 Financial Services Framework Agreement; (iv) entering into the Leasing Contract and revision of the existing 2025 annual cap for the continuing connected transactions under the Land and Property Leasing Framework Agreement; and (v) major transactions and connected transactions in relation to provision of guarantee
"Group"	the Company and its subsidiaries
"Guarantee Agreement"	the guarantee agreement signed by Anning Rural Credit Cooperative Caopu Branch and Phosphogypsum Company on November 17, 2025
"HKD" or "HK$"	Hong Kong dollars, the lawful currency of Hong Kong
"Hong Kong"	Hong Kong Special Administrative Region of the PRC

"Independent Board Committee"	the independent board committee, comprising all independent non-executive Directors (namely Mr. Wong Kai Yan Thomas, Mr. Yu Dingming and Mr. Li Hongkun), established to advise the Independent Shareholders in respect of the five transactions and/or connected transactions
"Independent Financial Adviser" or "VBG Capital"	VBG Capital Limited, a corporation licensed to carry out Type 1 (dealing in securities) and Type 6 (advising on corporate finance) regulated activities under the SFO and the independent financial adviser appointed by the Company to advise to the Independent Board Committee and the Independent Shareholders in respect of five transactions and/or connected transactions
"Independent Shareholders"	Shareholders who are not required to abstain from voting at the EGM to be held for the consideration and approval of the five transactions and/or connected transactions, i.e., Shareholders other than YCIH and its associates
"Infrastructure Investment Company"	Yunnan Infrastructure Investment Co., Ltd.* (雲南建設基礎設施投資股份有限公司), a subsidiary of YCIH and a connected person of the Company
"Leasing Contract"	The leasing contract signed by Building Materials Technology Company and Phosphogypsum Company on November 17, 2025
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange, as amended, supplemented or otherwise modified from time to time
"NAFR"	National Administration of Financial Regulation
"percentage ratio(s)"	has the meaning ascribed to it under the Listing Rules
"Phosphogypsum"	Phosphogypsum is the by-product generated during the wet-process phosphoric acid production, the main component of which is calcium sulfate dihydrate ($CaSO_4 \cdot 2H_2O$), containing environmentally harmful impurities such as phosphoric acid and fluorides. It is classified as Class II industrial solid waste of general industrial solid waste, of which treatment and resource utilization are closely related to the sustainable development of the phosphorus chemical industry and the ecological environment protection of the Yangtze River Basin

"Phosphogypsum Company"	YCIH Phosphogypsum Comprehensive Utilization Industry Technology Co., Ltd.* (雲南建投磷石膏綜合利用產業技術有限公司), a limited liability company jointly established by YCIH, the Company and Infrastructure Investment Company for the purpose of the investment, financing, construction, and operation of the Anning Phosphogypsum Comprehensive Utilization Project, and a connected subsidiary of the Company
"RMB"	Renminbi yuan, the lawful currency of the PRC
"Shareholder(s)"	the holder(s) of the share(s) of the Company
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"subsidiary(ies)"	has the meaning ascribed to it under the Listing Rules
"the 15th Five-Year Plan"	the 15th Five-Year Plan for Economic and Social Development of the PRC (2026-2030)
"YCIH"	Yunnan Construction and Investment Holding Group Co., Ltd.* (雲南省建設投資控股集團有限公司), the controlling shareholder of the Company under the meaning of the Listing Rules
"YCIH Factoring Company"	YCIH Commercial Factoring (Shanghai) Co., Ltd.* (雲建投商業保理(上海)有限公司), a subsidiary of YCIH and a connected person of the Company
"YCIH Financial Company"	Yunnan Construction and Investment Holding Group Financial Management Company Limited* (雲南建投集團財務有限公司), a subsidiary of YCIH and a connected person of the Company
"YCIH Group"	YCIH and its subsidiaries
"Yunnan Province"	Yunnan Province, the PRC
"Yunnan SASAC"	State-Owned Assets Supervision and Administration Commission of Yunnan Provincial People's Government (雲南省人民政府國有資產監督管理委員會)
"%"	per cent

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

Kunming, China, November 18, 2025

As at the date of this announcement, the Board comprises Mr. Li Zhangjian, Mr. Zhang Long and Mr. Liu Zhen and Ms. Wang Fang (employee Director) as executive Directors; Ms. Yang Jia and Mr. Jin Ming as a non-executive Director; and Mr. Wong Kai Yan Thomas, Mr. Yu Dingming and Mr. Li Hongkun as independent non-executive Directors.