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CNBM

China National Building Material Company Limited*

中國建材股份有限公司

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

(Stock Code: 3323)

VOTING RESULTS OF THE ANNUAL GENERAL MEETING, THE H SHAREHOLDERS' CLASS MEETING, AND THE DOMESTIC SHAREHOLDERS' CLASS MEETING AND PAYMENT OF FINAL DIVIDEND

The board of directors (the "**Board**") of China National Building Material Company Limited* (the "**Company**") is pleased to announce that the annual general meeting for the year ended 31 December 2025 (the "**AGM**"), the class meeting for H shareholders of the Company (the "**H Shareholders' Class Meeting**") and the class meeting for domestic shareholders of the Company (the "**Domestic Shareholders' Class Meeting**", together with the AGM and the H Shareholders' Class Meeting, the "**Meetings**") were held at Tower 2, Guohai Plaza, No. 17 Fuxing Road, Haidian District, Beijing, the People's Republic of China (the "**PRC**") on Wednesday, 29 April 2026 at 2:00 p.m., 2:30 p.m. (or immediately after the conclusion of the AGM) and 3:00 p.m. (or immediately after the conclusion of the H Shareholders' Class Meeting), respectively.

For details of the resolutions considered at the Meetings, please refer to the notice of the AGM, the notice of the H Shareholders' Class Meeting, the notice of the Domestic Shareholders' Class Meeting and the circular (the "**Circular**") of the Company dated 31 March 2026. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as defined in the Circular.

The number of issued Shares as at the date of the Meetings was 7,593,021,358 Shares, of which 3,716,397,196 shares were H Shares and 3,876,624,162 shares were Domestic Shares. Accordingly, the total number of shares entitling the holders to attend and vote for or against any of the resolutions proposed at the AGM was 7,593,021,358 shares. The total number of shares entitling the holders to attend and vote for or against any of the resolutions proposed at the H Shareholders' Class Meeting

was 3,716,397,196 shares. The total number of shares entitling the holders to attend and vote for or against any of the resolutions proposed at the Domestic Shareholders' Class Meeting was 3,876,624,162 shares.

There were no shares entitling the Shareholders to attend and abstain from voting in favour of any of the resolutions proposed at the Meetings as set out in Rule 13.40 of the Listing Rules. None of the Shareholders has stated their intention in the Circular to vote against or abstain from voting on any resolutions at the Meetings. There were no Shareholders that were required under the Listing Rules to abstain from voting at the Meetings.

The convening and holding of the Meetings was in compliance with the requirements of the Company Law of the PRC and the provisions of the Articles of Association. The Meetings were chaired by Mr. Zhou Yuxian, an executive director and the chairman of the Board. All Directors were present at the Meetings.

VOTING RESULTS OF THE MEETINGS

Voting Results of the AGM

For all the following resolutions, the Shareholders and authorised proxies holding an aggregate of 4,962,408,176 shares, representing approximately 65.35% of the total voting shares of the Company were present at the AGM.

All the resolutions at the AGM were taken by poll pursuant to the Listing Rules. The poll results in respect of the proposed resolutions at the AGM are as follows:

	Ordinary Resolutions	For	%	Against	%
I.	As more than half (1/2) of the votes from the Shareholders who attended and voted at the AGM were cast in favour of each of the following resolutions, the following resolutions were duly passed as ordinary resolutions:				
1.	To consider and approve the report of the Board for the year ended 31 December 2025.	4,952,439,522	99.7991	9,968,654	0.2009
2.	To consider and approve the report of the Supervisory Committee for the year ended 31 December 2025.	4,952,439,522	99.7991	9,968,654	0.2009
3.	To consider and approve the report of the auditors and audited financial statements of the Company for the year ended 31 December 2025.	4,951,272,069	99.7756	11,136,107	0.2244
4.	To consider and approve the profit distribution plan and the final dividend distribution plan of the Company for the year ended 31 December 2025 and to authorise the Board to distribute such final dividend to the Shareholders.	4,951,429,807	99.7788	10,978,369	0.2212
5.	To consider and approve the grant of authorisation to the Board to deal with all matters in relation to the Company's distribution of interim dividend for the year 2026 in its absolute discretion (including, but not limited to, determining whether to distribute interim dividend for the year 2026).	4,954,025,407	99.8311	8,382,769	0.1689

Ordinary Resolutions		For	%	Against	%
6.	To consider and approve the appointment of Moore CPA Limited as the international auditor of the Company for the year 2026 and Da Hua Certified Public Accountants (Special General Partnership) as the domestic auditor of the Company for the year 2026, to hold office until the conclusion of the next annual general meeting of the Company and to authorise the Board to determine their remuneration.	4,859,506,975	97.9264	102,901,201	2.0736
Special Resolutions		**For**	**%**	**Against**	**%**
II.	As more than two-thirds (2/3) of the votes from the Shareholders who attended and voted at the AGM were cast in favour of each of the following resolutions, the following resolutions were duly passed as special resolutions:				
7.	To give a general mandate to the Board to allot, issue and deal with additional Domestic Shares not exceeding 20% of the number of Domestic Shares in issue and additional H Shares not exceeding 20% of the number of H Shares in issue as at the date of passing this resolution and authorise the Board to make corresponding amendments to the Articles of Association as it thinks fit so as to reflect the new share capital structure upon the allotment or issuance of shares (details of this resolution were set out in the notice of the AGM dated 31 March 2026).	4,094,634,721	82.5310	866,695,455	17.4690
8.	To consider and approve the granting of a general mandate to the Board to exercise the power of the Company to repurchase H Shares (details of this resolution were set out in the notice of the AGM dated 31 March 2026).	4,948,595,169	99.7216	13,813,007	0.2784
9.	To consider and approve that the general mandate granted to the Board to allot, issue and deal with Shares pursuant to the resolution set out in resolution 7 above be and is hereby extended by the addition thereto of such number of H Shares representing the aggregate number of H Shares repurchased by the Company pursuant to the authority granted by resolution 8 above, provided that such number shall not exceed 10% of the aggregate number of H Shares in issue as at the date of the passing of resolution 8.	4,075,938,669	82.1542	885,391,507	17.8458
10.	To consider and approve the Company's registration and issuance of debt financing instruments in one or several tranche(s) within the limit of registration and issue permitted under relevant laws and regulations as well as other regulatory documents and grant of authorisation to the Board and/or its authorised person(s) to handle all relevant matters in relation to the registration and issuance of debt financing instruments (details of this resolution were set out in the notice of the AGM dated 31 March 2026).	4,052,616,221	81.6663	909,791,955	18.3337

Voting Results of the H Shareholders' Class Meeting

For the following resolution, the H Shareholders and authorised proxies holding an aggregate of 1,086,094,965 H Shares, representing approximately 29.22% of the total number of voting H Shares were present at the H Shareholders' Class Meeting.

The resolution at the H Shareholders' Class Meeting was taken by poll pursuant to the Listing Rules. The poll results in respect of the proposed resolution at the H Shareholders' Class Meeting are as follows:

Special Resolution		For	%	Against	%
As more than two thirds (2/3) of the votes from the H Shareholders who attended and voted at the H Shareholders' Class Meeting were cast in favour of the following resolution, the following resolution was duly passed as a special resolution:					
1.	To consider and approve the granting of a general mandate to the Board to exercise the power of the Company to repurchase H Shares (details of this resolution were set out in the notice of the H Shareholders' Class Meeting dated 31 March 2026).	1,072,277,958	98.7278	13,817,007	1.2722

Voting Results of the Domestic Shareholders' Class Meeting

For the following resolution, the Domestic Shareholders and authorised proxies holding an aggregate of 3,876,624,162 Domestic Shares, representing 100% of the total number of Domestic Shares were present at the Domestic Shareholders' Class Meeting.

The resolution at the Domestic Shareholders' Class Meeting was taken by poll pursuant to the Listing Rules. The poll results in respect of the proposed resolution at the Domestic Shareholders' Class Meeting are as follows:

Special Resolution		For	%	Against	%
As more than two thirds (2/3) of the votes from the Domestic Shareholders who attended and voted at the Domestic Shareholders' Class Meeting were cast in favour of the following resolution, the following resolution was duly passed as a special resolution:					
1.	To consider and approve the granting of a general mandate to the Board to exercise the power of the Company to repurchase H Shares (details of this resolution were set out in the notice of the Domestic Shareholders' Class Meeting dated 31 March 2026).	3,876,624,162	100	0	0

Da Hua Certified Public Accountants (Special General Partnership), the auditor of the Company, has acted as the scrutineer and compared the poll results summary to the poll forms collected by the Company. The work performed by Da Hua Certified Public Accountants (Special General Partnership) in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the Hong Kong Institute of Certified Public Accountants nor did it include provision of any assurance or advice on matters of legal interpretation or entitlement to vote.

PAYMENT OF FINAL DIVIDEND

The Board wishes to inform the Shareholders that the details of the payment of the final dividend are as follows:

The Company will pay a final dividend of RMB1,138,953,203.70 in total (tax inclusive) for the period from 1 January 2025 to 31 December 2025 (2024: RMB1,199,697,374.56 in total (tax inclusive)) for Shareholders whose names appear on the Company's register of members on Tuesday, 12 May 2026, representing RMB0.15 per share (tax inclusive) (2024: RMB0.158 per share (tax inclusive)) based on 7,593,021,358 shares in issue as of the date of this announcement. The final amount of the dividend per share will be determined based on the number of shares of the Company in issue as at Tuesday, 12 May 2026.

The Company established and implemented the dividend policy in 2019: the Company should maintain sufficient cash reserves to meet the demand for funds, future growth and its equity value when recommending or declaring dividends. In addition to the declaration of dividends, the Board should also take into account the financial performance, cash flow position, business status and strategy, future operation and income, capital demand and expense plan, Shareholders' benefits, limits on the dividend declaration and any other factors the Board may consider to be relevant. According to the Articles of Association, dividends will be denominated and declared in Renminbi. Dividends on Domestic Shares will be paid in Renminbi and dividends on H Shares will be paid in Hong Kong dollars (except for the holders of H Shares who became Shareholders through the Shanghai-Hong Kong Stock Exchanges Connectivity Mechanism (the "**Shanghai-Hong Kong Stock Connect**") as well as the Interconnection Mechanism for Transactions in the Shenzhen and Hong Kong Stock Markets (the "**Shenzhen-Hong Kong Stock Connect**"), whose dividend will be paid in RMB). The pre-tax dividend in Hong Kong dollars on each H Share will be determined by applying the relevant exchange rate to the pre-tax dividend per share of RMB0.150 and rounding the result to the nearest HK$0.0001. The relevant exchange rate is the average middle exchange rate of Renminbi to Hong Kong dollars as announced by the People's Bank of China for the week prior to the date of declaration of dividends by AGM (RMB0.8760 equivalent to HK$1.00). The actual amount of the dividend distributed to H Shareholders in Hong Kong dollar is HK$0.1712 per H Share (tax inclusive).

Dividend Tax Deduction

Enterprise Income Tax

In accordance with tax law and relevant requirements under taxation regulatory institutions of the PRC, the Company is required to withhold 10% enterprise income tax when it distributes the final dividend for the period from 1 January 2025 to 31 December 2025 (the "**2025 Final Dividend**") to holders of all non-resident enterprise Shareholders (including HKSCC Nominees Limited, other nominees, trustees or other entities and organizations, who will be deemed as non-resident enterprise Shareholders) whose names appear on the H Share register of members of the Company on Tuesday, 12 May 2026.

Pursuant to the "Notice on the Tax Policies Related to the Pilot Program of the Shanghai-Hong Kong stock exchanges connectivity mechanism" (《關於滬港股票市場交易互聯互通機制試點有關稅收政策的通知》) (Cai Shui [2014] No. 81) (the "**Shanghai-Hong Kong Stock Connect Tax Policy**") and the "Notice on the Relevant Tax Policies for the Pilot Program of the Interconnection Mechanism for

Transactions in the Shenzhen and Hong Kong Stock Markets" (《關於深港股票市場交易互聯互通機制試點有關稅收政策的通知》) (Cai Shui [2016] No. 127) (the "**Shenzhen-Hong Kong Stock Connect Tax Policy**") jointly issued by the Ministry of Finance of the PRC, the State Administration of Taxation and China Securities Regulatory Commission, the dividends derived from the investment by a domestic corporate investor in stocks listed on the Stock Exchange through Shanghai-Hong Kong Stock Connect and Shenzhen-Hong Kong Stock Connect will be included in its total income and subject to enterprise income tax according to the law. In particular, dividends received by resident enterprises in the Mainland which hold H share for at least 12 consecutive months shall be exempted from enterprise income tax according to the law. In respect of the dividends received by domestic corporate investors, H share companies listed on the Stock Exchange will not withhold relevant tax for such corporate investors. The tax payable shall be reported and paid by the enterprises themselves.

As such, when distributing the 2025 Final Dividend to the domestic corporate investors as the holders of H Shares whose names appear on the register of Shareholders of the Company on Tuesday, 12 May 2026 provided by China Securities Depository and Clearing Corporation Limited ("**China Clearing**"), the Company shall not withhold tax on dividend for the domestic corporate investors. The tax payable shall be reported and paid by the enterprises themselves.

Individual Income Tax

Pursuant to the PRC Individual Income Tax Law (《中華人民共和國個人所得稅法》), the Implementation Regulations of the Individual Income Tax Law of the PRC (《中華人民共和國個人所得稅法實施條例》), the Shanghai-Hong Kong Stock Connect Tax Policy, the Shenzhen-Hong Kong Stock Connect Tax Policy and other relevant laws and regulations and based on the Company's consultation with the relevant PRC tax authorities, the Company is required to withhold and pay 20% individual income tax for the Company's individual H Shareholders whose names appear on the register of members of H Shares of the Company (the "**Individual H Shareholders**").

Pursuant to the Shanghai-Hong Kong Stock Connect Tax Policy and the Shenzhen-Hong Kong Stock Connect Tax Policy, for dividends received by domestic individual investors from the investment in H Shares listed on the Stock Exchange through Shanghai-Hong Kong Stock Connect and Shenzhen-Hong Kong Stock Connect, the H share companies listed on the Stock Exchange shall withhold and pay individual income tax at a rate of 20% on behalf of the investors. For dividends received by domestic securities investment funds from the investment in shares listed on the Stock Exchange through Shanghai-Hong Kong Stock Connect and Shenzhen-Hong Kong Stock Connect, the income tax payable shall follow the same requirements in respect of domestic individual investors.

As such, when distributing the 2025 Final Dividend to the domestic Individual H Shareholders (including domestic securities investment funds) whose names appear on the register of Shareholders of the Company on Tuesday, 12 May 2026 provided by China Clearing, the Company shall withhold and pay individual income tax in accordance with the requirements mentioned above on behalf of the investors.

Pursuant to the Notice on Matters Concerning the Levy and Administration of Individual Income Tax after the Repeal of Guo Shui Fa [1993] No. 045 (《關於國税發[1993]045 號文件廢止後有關個人所得税徵管問題的通知》) issued by the State Administration of Taxation and the letter titled "Tax arrangements on dividends paid to Hong Kong residents by Mainland companies" issued by the Stock Exchange, the overseas resident individual shareholders who hold the shares issued by domestic non-foreign invested enterprises in Hong Kong are entitled to the relevant preferential tax treatment pursuant to the provisions in the tax treaties between the countries where they reside and China and the tax arrangements between China mainland and Hong Kong (Macau). The Company will identify the country of domicile of Individual H Shareholders according to their registered address on the H Share register of members of the Company on Tuesday, 12 May 2026 (the "**Registered Address**"). The Company assumes no responsibility and disclaims all liabilities whatsoever in relation to the tax status or tax treatment of the Individual H Shareholders and for any claims arising from any delay in or inaccurate determination of the tax status or tax treatment of the Individual H Shareholders or any disputes over the withholding mechanism or arrangements. Details of arrangements are as follows:

- for Individual H Shareholders who are Hong Kong or Macau residents and those whose country of domicile is a country which has entered into a tax treaty with the PRC stipulating a dividend tax rate of 10%, the Company will withhold and pay individual income tax at the rate of 10% on behalf of the Individual H Shareholders.

- for Individual H Shareholders whose country of domicile is a country which has entered into a tax treaty with the PRC stipulating a dividend tax rate of less than 10%, the relevant Shareholder shall proactively submit to the Company the information required under the "Administrative Measures on Preferential Treatment Entitled by Non-resident Taxpayers under Treaties" (Circular of State Taxation Administration No. 35 of 2019) (《非居民納税人享受協定待遇管理辦法》國家税務總局公告2019年第35號) (the "**Measures on Tax Treaties**") on or before Wednesday, 13 May 2026, requesting for enjoying the preferential treatment under the treaties and keeping the relevant information for record and further review. If the information submitted is complete, the Company will withhold and pay individual income tax pursuant to the relevant provisions in tax laws of the PRC and the tax treaties. If the relevant Individual H Shareholder does not provide the information or the information submitted is incomplete, the Company will withhold and pay individual income tax at the rate of 10% on behalf of the Individual H Shareholders.

- for Individual H Shareholders whose country of domicile is a country which has entered into a tax treaty with the PRC stipulating a dividend tax rate of more than 10% but less than 20%, the Company will finally withhold and pay individual income tax at the actual tax rate stipulated in the relevant tax treaty.

- for Individual H Shareholders whose country of domicile is a country which has entered into a tax treaty with the PRC stipulating a dividend tax rate of 20%, or a country which has not entered into any tax treaties with the PRC, or under any other circumstances, the Company will finally withhold and pay individual income tax at the rate of 20% on behalf of the Individual H Shareholders.

If the domicile of an Individual H Shareholder is not the same as the Registered Address or if the Individual H Shareholder would like to apply for a refund of the additional amount of tax finally withheld and paid, the Individual H Shareholder shall notify and provide relevant supporting documents to the Company on or before Wednesday, 13 May 2026. Upon examination of the supporting documents by the relevant tax authorities, the Company will follow the guidance given by the tax authorities to implement relevant tax withholding and paying provisions and arrangements. Individual H Shareholders may either personally or appoint a representative to attend to the procedures in accordance with the requirements under the Measures on Tax Treaties if they do not provide the relevant supporting documents to the Company within the time period stated above.

Shareholders are recommended to consult their tax advisers regarding the PRC, Hong Kong and other tax implications arising from their holding and disposal of H Shares.

The Company will appoint a receiving agent (the "**Receiving Agent**") in Hong Kong and will pay to such Receiving Agent the 2025 Final Dividend declared for payment to holders of H Shares (except for the holders of H Shares who became Shareholders through the Shanghai-Hong Kong Stock Connect and the Shenzhen-Hong Kong Stock Connect, whose dividend will be paid in the manner set out below). The 2025 Final Dividend will be paid by the Receiving Agent on or before Tuesday, 30 June 2026. The cheques will be dispatched to holders of H Shares by ordinary post at their own risk.

The Company will entrust the Shanghai Branch and Shenzhen Branch of China Clearing in the PRC to pay the declared 2025 Final Dividend to the relevant investors who became the holders of H Shares under the Shanghai-Hong Kong Stock Connect and the Shenzhen-Hong Kong Stock Connect through its depository and clearing system.

By order of the Board
China National Building Material Company Limited*
Miao Xiaoling
Executive Director and Secretary of the Board

Beijing, the PRC
29 April 2026

As at the date of this announcement, the board of directors of the Company comprises Mr. Zhou Yuxian, Mr. Wei Rushan, Mr. Wang Bing and Ms. Miao Xiaoling as executive directors, Mr. Wang Yumeng and Mr. Chen Shaolong as non-executive directors and Mr. Sun Yanjun, Mr. Liu Jianwen, Mr. Zhou Fangsheng, Mr. Li Jun and Ms. Xia Xue as independent non-executive directors.

* *For identification purposes only*