GHW International

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 9933)

DISCLOSEABLE TRANSACTION ACQUISITION OF LAND AT BANDAR GEBENG, DAERAH KECIL GEBENG, NEGERI PAHANG, MALAYSIA

THE ACQUISITION

The Board is pleased to announce that on 28 August 2026, the Purchaser (a wholly-owned subsidiary of the Company) and the Vendor entered into the SPA, pursuant to which the Purchaser agreed to purchase, and the Vendor agreed to sell, the Land at a consideration of approximately RM46,065,000 (equivalent to approximately RMB76,929,000).

IMPLICATIONS UNDER THE LISTING RULES

As the highest applicable percentage ratio under Rule 14.07 of the Listing Rules in respect of the Acquisition exceeds 5% but is less than 25%, the Acquisition constitutes a discloseable transaction for the Company and is subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules.

Shareholders and potential investors of the Company should note that the Completion is subject to the fulfilment (or waiver, if applicable), of the conditions precedent, and the Completion may or may not proceed. Shareholders and potential investors of the Company are therefore advised to exercise caution when dealing in the shares of the Company.

INTRODUCTION

The board (the "**Board**") of directors (the "**Directors**") of GHW International (the "**Company**") (together with its subsidiaries, the "**Group**") is pleased to announce that on 28 August 2026, GHW International (Malaysia) SDN BHD (the "**Purchaser**"), a wholly-owned subsidiary of the Company, has entered in to a sale and purchase agreement (the "**SPA**") with MCKILP Development SDN BHD (the

"**Vendor**"), for the acquisition (the "**Acquisition**") of the land located at Bandar Gebeng, Daerah Kecil Gebeng, Negeri Pahang, Malaysia (the "**Land**"), at a consideration of RM46,065,000 (equivalent to approximately RMB76,929,000), calculated at the rate of RM38 per square feet (exclusive of the taxes).

Reference is made to the announcement of GHW International (the "**Company**") dated 19 February 2024 (the "**2024 Announcement**") in relation to, among others, the proposed acquisition (the "**Original Acquisition**") of the land located at Mukim Gebeng, Daerah Kuantan, Negeri Pahang, Malaysia. Capitalised terms used in this announcement shall have the same meanings as defined in the 2024 Announcement unless the context requires otherwise.

Although both the land contemplated under the Original Acquisition and the Land under the Acquisition are located within the same development zone, the HOA entered into on 19 February 2024 in relation to the Original Acquisition was not proceeded with and no sale and purchase agreement was entered into between the parties. The Directors considered that the Land under the Acquisition, being rectangular in shape, is more suitable for the Group's intended development than the land under the Original Acquisition, which is trapezoidal in shape. The regular shape of the Land allows for higher space efficiency, maximises usable area, streamlines logistics, facilitates smoother internal traffic flow and optimises production lines. Accordingly, the parties entered into the SPA on 28 August 2026 in relation to the acquisition of the Land.

THE ACQUISITION

The principal terms of the SPA are as follows:

Date

28 August 2026

Parties

(1) the Vendor; and

(2) the Purchaser.

As at the date of this announcement, the Vendor is owned as to 51% by CHEC Holding (M) Sdn Bhd, a subsidiary of China Communications Construction Company Limited ("**China Communication**"), which is listed on the Main Board of The Stock Exchange of Hong Kong Limited (stock code: 1800), and 49% by Asas Panorama Sdn Bhd, a subsidiary of IJM Corporation Berhad, which is listed on the Main Market of Bursa Malaysia Securities Bhd (stock code: 3336). To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, as at the date of this announcement, (i) the controlling shareholder of China Communication is China Communication Construction Group (Ltd.) (中國交通建設集團有限公司), a state-owned enterprise under the State-owned Assets Supervision Administration Commission of the State Council which holds approximately 79.80% and 7.12% of the A shares and the H Shares of China Communication; and (ii) the substantial shareholder of IJM Corporation Berhad is Citigroup Nominees (Tempatan) Sdn Bhd — Employees Provident Fund Board which holds approximately 20.05% of its shares.

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, the Vendor and its ultimate beneficial owner(s) are independent third parties of the Company and its connected persons.

The Land to be Acquired

The Land consists of a land parcel located at Bandar Gebeng, Daerah Kecil Gebeng, Negeri Pahang, Malaysia which is permitted for industrial use. To the best of the Directors' knowledge having made all reasonable enquiries, the remaining term of the Land is approximately 39 years, ending on 25 May 2065.

Consideration and Funding of the Consideration

The consideration for the Land was approximately RM46,065,000 (equivalent to approximately RMB76,929,000) and shall be paid by the Purchaser in the following manner:

(1) approximately RM4,607,000 (equivalent to approximately RMB7,693,000) (the "**Deposit**") will be paid by the Purchaser to the Vendor on or before 30 September 2026;

(2) approximately RM9,213,000 (equivalent to approximately RMB15,386,000) (the "**First Tranche Payment**") will be paid by the Purchaser to the Vendor on or before 31 March 2027;

(3) approximately RM9,213,000 (equivalent to approximately RMB15,386,000) (the "**Second Tranche Payment**") will be paid by the Purchaser to the Vendor on or before 30 September 2027 or on the early assess date, subjects to the site clearing and commencement of earthwork for the Land, and as agreed by the Vendor and approved by the appropriate authority, whichever is earlier, and whichever is applicable;

(4) approximately RM9,213,000 (equivalent to approximately RMB15,386,000) (the "**Third Tranche Payment**") will be paid by the Purchaser to the Vendor on or before 31 March 2028;

(5) approximately RM9,213,000 (equivalent to approximately RMB15,386,000) (the "**Fourth Tranche Payment**") will be paid by the Purchaser to the Vendor on or before 30 September 2028 or on the date of obtainment of the state authority's consent pursuant to Section 433B of the National Land Code allowing and/or approving acquisition of the Land by the Purchaser from the Vendor (the "**433B Approval**"), whichever is earlier; and

(6) approximately RM4,607,000 (equivalent to approximately RMB7,693,000) (the "**Balance Sum**") will be paid by the Purchaser to the Vendor's solicitors as stakeholders on or before 31 March 2029 or on the date on which the Acquisition is duly stamped, whichever is earlier.

The consideration will be funded by the Group's internal resources.

The consideration of the Land was determined between the Purchaser and the Vendor after arm's length negotiations with reference to (a) the agreed rate of RM38 per square feet (exclusive of the taxes); (b) the prevailing market conditions, the location of the Land and the comparable market prices of in the same area; (c) benefits of the Acquisition as set out in the section headed "Reasons for and benefits of the Acquisition"; and (d) the rate of RM34 per square feet (exclusive of the taxes) of the target land of the Original Acquisition in early 2024, taking into account that the Land, being rectangular in shape, offers greater development flexibility and operational efficiency than the trapezoidal-shaped land under the Original Acquisition.

The Directors, including the independent non-executive Directors, confirm that the consideration is fair and reasonable and in the interests of the Company and the shareholders of the Company (the "**Shareholders**") as a whole.

Condition Precedents

The Acquisition is conditional on the following conditions being fulfilled or renegotiated:

(1) the Purchaser shall, at their own costs and expenses, procure and obtain the 433B Approval, within nine months from the date of the SPA, provided that the Purchaser shall submit and/or cause to be submitted the application for 433B Approval to the appropriate authority within 14 working days from the date of the SPA, and payment of any levy imposed on the Purchaser by the appropriate authority within the prescribed period imposed by the appropriate authority; and

(2) the Vendor shall, at their own costs and expenses, within seven working days from the date of receipt by the Vendor's solicitors as stakeholders of a copy of the 433B Approval and the proof of payment of levy, submit the application for the state authority consent to transfer the Land to the Purchaser.

Completion

The Acquisition will be completed on the date on which the consideration is paid to the Vendor's solicitors as stakeholders or the Vendor in full in accordance with the terms of the SPA.

INFORMATION ABOUT THE GROUP, THE PURCHASER AND THE VENDOR

The Group and the Purchaser

The Group is an applied chemical intermediates provider in the integrated chemical services market headquartered in the People's Republic of China (the "**PRC**"), which is primarily engaged in the production and sales of chemicals and sales of chemicals produced by third party manufacturers based in the PRC, the Southeast Asia region, Europe and the United States. The Group offers a comprehensive product portfolio with a wide range of applications and a full spectrum of services relating to chemical intermediates supply chain through the extensive global operation and sales network, including research and development on production processes, strong product customisation capabilities, manufacturing of quality chemical products, sourcing of wide-ranging chemicals manufactured by third party manufacturers, efficient and safe logistics services and after-sales services.

The Purchaser is a subsidiary of the Company established in Malaysia, which is principally engaged in the manufacture and trading of choline chloride, betaine, mixed methylamine and other chemical products.

The Vendor

The Vendor is a company duly incorporated in Malaysia in 2022, which is principally engaged in property development. The Vendor has participated in the development of Malaysian-Chinese Kuantan Industrial Logistics Park.

REASONS FOR AND BENEFITS OF THE ACQUISITION

The Group currently has two production plants located in Tai'an, Shandong Province, the PRC and Binh Duong Province, Vietnam, respectively which were engaged in production of chlorine chloride and other chemical products. In order to echo the national "Belt and Road" policy and decentralise our production system to the south-east Asia region, we selected Malaysia as our next expansion location for production of choline chloride, betaine and other chemical products. Such expansion plan not only mitigates geopolitical risk but also increases our production flexibility and optimises use of natural resources. We foresee that such expansion can also increase our market share of the abovementioned products.

The Land is located in Malaysia-China Kuantan International Logistics Park, which is a comprehensive industrial park that features international logistics, processing and manufacturing. The Company believes that the Acquisition and the subsequent construction of manufacturing facilities at the Land will promote our international trade business. The Board considers that the Acquisition is in the interest of the Group and the Shareholders as a whole.

Taking into account the above factors, the Directors consider that the terms of the SPA (including the consideration) are on normal commercial terms, fair and reasonable and the Acquisition is in the interests of the Shareholders and the Company as a whole.

LISTING RULES IMPLICATIONS

As the highest applicable percentage ratio under Rule 14.07 of the Listing Rules in respect of the Acquisition exceeds 5% but is less than 25%, the Acquisition constitutes a discloseable transaction for the Company and is subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules.

Shareholders and potential investors of the Company should note that the Completion is subject to the fulfilment (or waiver, if applicable), of the conditions precedent, and the Completion may or may not proceed. Shareholders and potential investors of the Company are therefore advised to exercise caution when dealing in the shares of the Company.

By Order of the Board of
GHW International
Yin Yanbin
Chairman and Chief Executive Officer

Hong Kong, 28 August 2026

As at the date of this announcement, the Board comprises Mr. Yin Yanbin, Mr. Zhuang Zhaohui, Mr. Chen Zhaohui, Mr. Zhou Chunnian, Mr. Chen Hua and Mr. Diao Cheng as executive Directors, and Mr. Sun Hongbin, Mr. Wang Guangji and Ms. Zheng Qing as independent non-executive Directors.

Unless otherwise specified herein, translations of RM into RMB are made for illustration purposes at the rate of RM1:RMB1.67.