

**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

If you are in any doubt as to what you should do, you should refer to the notice of the meeting and the circular letter to shareholders. If you have sold or transferred your shares in Huaxin Cement Co., Ltd., you should refer to the notice of the meeting and the circular letter to shareholders. If you are a shareholder of the Company, you should refer to the notice of the meeting and the circular letter to shareholders.



**HUAXIN CEMENT CO., LTD.\***

**華新水泥股份有限公司**

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

**(Stock Code: 6655)**

**PROPOSED APPOINTMENT OF MR. MARTIN KREIGNER  
AS A NON-EXECUTIVE DIRECTOR  
OF THE TENTH BOARD OF DIRECTORS OF THE COMPANY,  
PROPOSED APPOINTMENT OF ERNST & YOUNG HUA MING  
LLP (SPECIAL GENERAL PARTNERSHIP)  
AS THE AUDITOR FOR FINANCIAL AUDIT  
AND INTERNAL CONTROL AUDIT OF THE COMPANY  
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2022  
AND TO AUTHORIZE THE BOARD OF DIRECTORS  
TO FIX ITS REMUNERATION,  
AND  
NOTICE ON THE FIRST EXTRAORDINARY  
GENERAL MEETING IN 2023**

Ca a ed e ed e e f c e age a d e dec e age f c c a a a e e a e e ec e ea g  
a e def ed e ec eaded "Def " f c c a .  
T e cc e g ef E a d a Ge e a Mee g f e C a ( e "EGM") 2023 be ed a e C a ' c fe ce  
2F, B c B, H a B d g, N . 426 Ga A e e, D g Ne Tec g De e e Z e, W a C , H be P ce,  
C a M da , 9 Ja a 2023 a 2:00 . . e age 8 10 f c c a .  
A f f e c ec e EGM e c ed. W e e a e abe a e d e EGM e , a e e e ed  
ead e ce a d c e e a d e e e c ed f a a be acc da ce e c ed e e .  
H- a e de e e f e a ed d c e e C a ' H- a e eg a H g K g, T c I e .  
Se ce L ed, a 17/F, Fa Ea F a ce Ce e, 16 Ha c R ad, H g K g b a d b 24 bef e e e de g a ed f  
d g e EGM a ad e e e f a e e ; e e, be de e d a d, F e EGM, e f a be e ed  
bef e 2:00 . . F da , 6 Ja a 2023. T e c e a d b f e f a ec de f a e d g a d  
g a e EGM e ad e (a e ca e a be) f .  
Refe e ce da e a d e c c a a e H g K g da e a d e .

\* F

23 Dece be 2022

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## DEFINITIONS

A a e( )	ea	d a a e ed b e C a a a a e f RMB1.00 eac , c a e ed e SSE a d aded RMB
A- a e de ( )	ea	de f A a e
A ce f A ca	ea	A ce f A ca f e C a (a a e ded f e e)
B a d f D ec	ea	B a d f D ec f e C a
C a	ea	e Pe e' Re b c f C a, e c d g H g K g, Maca S ec a Ad a e Reg a d Ta a f e e f c c a
CSRC	ea	C a Sec e Reg a C
D ec ( )	ea	d ec f e C a
E a d a Ge e a Mee g EGM	ea	f E a d a Ge e a Mee g 2023 be ed M da , 9 Ja a 2023 a 2:00 . . a e C a , c fe e ce 2F, B c B, H a B d g, N . 426 Ga A e e, D g Ne Tec g De e e Z e, W a C , H be P ce, C a, c de , a d fa a e, e e c a ed e ce f e ee g, c e age 8 10 f c c a
H a e( )	ea	f e g a e ed b e C a a a a e f RMB1.00 eac , c a e ed e HKE a d aded H g K g d a
H- a e de ( )	ea	de f H a e
H- a e eg a	ea	T c I e Se ce L ed
HKD	ea	H g K g d a , e a f c e c f H g K g
HKE	ea	T e S c E c a ge f H g K g L ed
H g K g	ea	H g K g S ec a Ad a e Reg f e Pe e' Re b c f C a
La e P ac cab e Da e	ea	20 Dece be 2022, e a e ac cab e da e f e de e a f ce a f a c a ed c c a

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## DEFINITIONS

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L g R e	ea	e R e G e g e L g f Sec e T e S c E c a g e f H g K g L ed, a a e ded, e e ed e e d f e d f e e
RMB	ea	R e b , e a f c e c f C a
S a e ( )	ea	a e f e C a a a a e f RMB1.00 eac , c d g A a e a d H a e
S a e de ( )	ea	a e de f e C a , c d g A- a e de a d H- a e de
SSE	ea	S a g a S c E c a g e
T e C a C a	ea	H a C e e C ., L d. ( c c de: 6655), a c ed c a c a ed C a, e H a e a d A a e a e bee ed e a b a d f e HKE a d e SSE, e ec e



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*E*  
M . L Ye g (P )  
M . L Fe g a ( )

*N*  
M . X Y g (C )  
M . L C K g  
M . Ta T e H ee

*I*  
M . W g K Ka  
M . Z a g J g  
M . J a g H g

*H*  
C :  
B c B, H a B d g,  
N . 426 Ga A e e,  
D g Ne Tec g  
De e e Z e,  
W a C ,  
H be P ce

*P*  
H K :  
5/F, Ma fe P ace,  
348 K T g R ad,  
K ,  
H g K g

**PROPOSED APPOINTMENT OF MR. MARTIN KREIGNER  
AS A NON-EXECUTIVE DIRECTOR  
OF THE TENTH BOARD OF DIRECTORS OF THE COMPANY,  
PROPOSED APPOINTMENT OF ERNST & YOUNG HUA MING  
LLP (SPECIAL GENERAL PARTNERSHIP)  
AS THE AUDITOR FOR FINANCIAL AUDIT  
AND INTERNAL CONTROL AUDIT OF THE COMPANY  
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2022  
AND TO AUTHORIZE THE BOARD OF DIRECTORS  
TO FIX ITS REMUNERATION,  
AND  
NOTICE ON THE FIRST EXTRAORDINARY  
GENERAL MEETING IN 2023**

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## 1. INTRODUCTION

On behalf of the Board of Directors, I hereby advise you that the Extraordinary General Meeting of the Company will be held on Monday, 9 January 2023 at 2:00 p.m. at the Company's conference room, 2F, Block B, Haikou Building, No. 426 Gaoshan Avenue, Dugang New Technology Development Zone, Wuzhou City, Hubei Province, China.

The purpose of the meeting is to discuss and decide on the EGM agenda and the agenda items to be discussed at the meeting. The agenda items to be discussed at the meeting are as follows:

## 2. AFFAIRS TO BE DEALT WITH AT THE EGM

**4. PROPOSED APPOINTMENT OF ERNST & YOUNG HUA MING LLP (SPECIAL GENERAL PARTNERSHIP) AS THE AUDITOR FOR FINANCIAL AUDIT AND INTERNAL CONTROL AUDIT OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2022 AND TO AUTHORIZE THE BOARD OF DIRECTORS TO FIX ITS REMUNERATION**

Reference is made to the resolution of the Board of Directors of the Company dated 23 December 2022, whereby the Board of Directors has authorized the Company to engage the Deloitte Touche Tohmatsu Certified Public Accountants LLP (“Deloitte Touche Tohmatsu”) and the Ernst & Young Hua Ming LLP (Special General Partnership) (“Ernst & Young Hua Ming”).

Having considered the above, the Board of Directors, on behalf of the Company, has authorized the Board of Directors to engage the Ernst & Young Hua Ming LLP (Special General Partnership) as the auditor for financial audit and internal control audit of the Company for the financial year ended 31 December 2022 and to authorize the Board of Directors to fix its remuneration.

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**LETTER FROM THE BOARD OF DIRECTORS**

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**6. VOTING BY POLL**

I acc da ce R e 13.39(4) f e L g R e , a e f a e de a a  
ge e a ee g be a e b . T e e f e, e e e e a e  
EGM be a e b a f . A f e e EGM, a a ce e ega d g e g  
e be b ed e C a ' eb e a :// . a ce .c a d e  
eb e f e HKE a :// . e e . .

T e be edge, f a a d be ef f e D ec a g ade a  
ea ab e e e , e f e S a e de a e e ed ab a f g e  
e ed be a ed a e EGM.

**7. RECOMMENDATION**

Ha g c de ed e c c a ce a e ab e, e B a d f D ec f e  
a a e e be e e ed a e EGM a e e be e e f e  
C a a d e S a e de a a e. A c , e B a d f D ec ec e d  
a e S a e de e fa fa e e a e e ce f e EGM.

Y. fa f  
F  
B de f e B a d f D ec  
**Hua in Cement Co., Ltd.**  
**Xu Yongmo**  
C

W a C , H be P ce, C a  
23 Dece be 2022



M . M K e g e , E G M ,

M . M a K e g e , a e , b S e e b e 1961, g a d a e d f e U e f V e a a D c a e L a a d e b a e d a M a e f B e A d a a e V e a U e f E c c a d B e . H e e d e H c G 1990 a d b e c a e e C e f E e c e O f f c e f e A a e a 1998. H e e d a e C e f E e c e O f f c e f I d a e a 2002 a d a e e e d a e R e g a P e d e C e e f A a . I 2012, e a a e d a e C e f E e c e O f f c e f L a f a g e I d a f C e e , R M X a d A g g e g a e . I J 2015, e b e c a e e A e a M a g e C e a E e a d a a e d a e H e a d f I d a 2016. H e e e a e R e g H e a d f A a , M d d e E a & A f c a a d a e b e f H c ' G E e c e C e e c e 2016, a d e e e d a a d e c f e C a f A 2017 A 2018.

M . M a K e g e a e b e f e b a d f d e c f L a f a g e H c B a g a d e L e d e d e C a g g S c E c a g e ( a d g c d e : L H B L ) a d e D a a S c E c a g e B a g a d e ( a d g c d e : L H B L ) , H c P e , I c . e d e P e S c E c a g e ( c c d e : H L C M ) a d L a f a g e H c M a c S . A . e d e C a b a c a S c E c a g e M c c ( c e : L H M ) . M . M a K e g e a a d e c f A C C L e d e d e N a a S c E c a g e f I d a ( c c d e : A C C ) a d e B S E I d a ( c c d e : A C C ) a d A b a C e e L e d e d e N a a S c E c a g e f I d a ( c c d e : A M B U J A C E M ) a d e B S E I d a ( c c d e : A C C ) .

A a e L a e P a c c a b e D a e , a e d a d c e d a b e , M . M a K e g e :

- (1) d d d a e e G , a e a a e a d f e a a f c a ;
- (2) d d d a d e c a b c c a e e e c e f c a e e d a e c e a e H g K g e e a e e e e a e L a e P a c c a b e D a e ;
- (3) a d e a a d e c , e , e a a g e e , b a a a e d e c g a e d e f e C a ; a d
- (4) a d e e a a e d e g a e f e C a e e a g f P a X V f e S e c e a d F e O d a c e ( C a e 571 f e L a f H g K g ) .

T e C a e e e f a e M . M a K e g e c f g a e , f a e d , a a - e e c e D e c . M . M a K e g e e c e e e e a d g e f f c e f e C a .

S a e a d c e d a b e , e e a e e a e e a e a a a d e d a e f M . M a K e g e a a - e e c e D e c a e e d b e b g e a e f e S a e d e e e a e f a e e d b e d c e d a R e 13.51(2) f e L g R e ( e e c a d e b a a g a ( ) ( ) e e f ) .



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

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**Notice on the First Extraordinary General Meeting in 2023**

Notice is hereby given that the First Extraordinary General Meeting of 2023 of Huaxin Cement Co., Ltd. (the "Company") will be held on Monday, 9 January 2023 at 2:00 p.m. at the Company's Conference Room 2F, Block B, Huaxin Building, No. 426 Gaobei Avenue, Dongning Technology Development Zone, Wala City, Hebei Province, China.

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# NOTICE ON THE FIRST EXTRAORDINARY GENERAL MEETING IN 2023

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**Notes:**

**1. Eligibility to attend the EGM and suspension of H shares transfer registration**

Holders of the Company's ordinary H Shares registered as of the close of business on the date of the EGM, 3 January 2023, are eligible to attend the EGM. Holders of the Company's ordinary H Shares registered as of the close of business on the date of the EGM, 3 January 2022, are eligible to attend the EGM.

The Company's ordinary H Shares registered as of the close of business on the date of the EGM, 3 January 2022, are eligible to attend the EGM.

**2. Proxies**

The Company's ordinary H Shares registered as of the close of business on the date of the EGM, 3 January 2023, are eligible to attend the EGM. Holders of the Company's ordinary H Shares registered as of the close of business on the date of the EGM, 3 January 2022, are eligible to attend the EGM.

Holders of the Company's ordinary H Shares registered as of the close of business on the date of the EGM, 3 January 2023, are eligible to attend the EGM. Holders of the Company's ordinary H Shares registered as of the close of business on the date of the EGM, 3 January 2022, are eligible to attend the EGM.

Holders of the Company's ordinary H Shares registered as of the close of business on the date of the EGM, 3 January 2023, are eligible to attend the EGM. Holders of the Company's ordinary H Shares registered as of the close of business on the date of the EGM, 3 January 2022, are eligible to attend the EGM.

**3. Procedures of registration for attending the EGM**

Holders of the Company's ordinary H Shares registered as of the close of business on the date of the EGM, 3 January 2023, are eligible to attend the EGM. Holders of the Company's ordinary H Shares registered as of the close of business on the date of the EGM, 3 January 2022, are eligible to attend the EGM.

**NOTICE ON THE FIRST EXTRAORDINARY GENERAL MEETING IN 2023**

**4. Voting by poll**

Paragraph 13.39(4) of the Listing Rules, as amended, applies to the EGM by a poll. Accordingly, the Chairman of the EGM shall, at the discretion of the Chairman, conduct a poll on any resolution proposed at the EGM.

**5. Miscellaneous**

(1) The EGM shall be held at the above address. Shareholders of the Company are invited to attend the EGM in person or by proxy.

(2) Contact information of the Chairman:

Address: Block B, Harbour Building, No. 426 Gloucester Road, New Territories, Hong Kong  
 Telephone: (86) 27 8777 3898  
 Fax: (86) 27 8777 3992  
 Contact person: Mr. Ye Jiaqing (Secretary of the Board of Directors),  
 Mr. Wang L (Secretary of the Affair Review Committee)

**6. All dates and times in this circular refer to Hong Kong dates and times.**

The EGM shall be held on Monday, 27 November 2023 at 10:00 a.m. (Hong Kong time) at the above address. Shareholders of the Company are invited to attend the EGM in person or by proxy. The EGM shall be held in Chinese.