

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

CONCH VENTURE
China Conch Venture Holdings Limited
中國海螺創業控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 586)

**VOLUNTARY ANNOUNCEMENT:
PROPOSED ACQUISITION OF
ADDITIONAL EQUITY INTERESTS IN
CHINA CONCH VENTURE HOLDINGS LIMITED BY
ANHUI CONCH HOLDINGS CO. LTD.**

This announcement is made by China Conch Venture Holdings Limited (the “**Company**”, which together with its subsidiaries are collectively referred to as the “**Group**”) on a voluntary basis.

The Company is informed by 安徽海螺集團有限責任公司 (Anhui Conch Holdings Co. Ltd.*) (“**Conch Holdings**”) that it is contemplating a possible acquisition of additional shares of the Company (the “**Potential Acquisition**”), such that Conch Holdings will, immediately upon completion of the Potential Acquisition, directly and indirectly hold approximately 21% of the issued share capital of the Company. The Potential Acquisition (subject to approvals from relevant governmental authorities being obtained) will be conducted in the open market at prevailing market prices and after major considerations of the Company’s prevailing market prices and the prevailing market conditions, at such time(s) as Conch Holdings deems appropriate. Immediately upon completion of the Potential Acquisition (if it materialises), (i) Conch Holdings, together with its subsidiaries and parties acting in concert with Conch Holdings (as defined under the Hong Kong Code on Takeovers and Mergers issued by the Securities and Futures Commission of Hong Kong), will hold less than an aggregate of 30% of the voting rights attached to the total issued shares of the Company; (ii) Conch Holdings expects to reconstitute the composition of the board of directors of the Company; and (iii) the Company will be treated as a subsidiary of Conch Holdings, and the financial results of the Company will be consolidated into Conch Holdings’ consolidated financial statements.

As at the date of this announcement, Conch Holdings, directly and indirectly through 安徽海螺水泥股份有限公司 (Anhui Conch Cement Company Limited, a joint stock limited company established in the PRC, with its A-shares listed on the Shanghai Stock Exchange of the People’s Republic of China (the “**PRC**”) (stock code: 600585) and H-shares listed on the Stock Exchange (stock code: 00914), and is owned as to 36.40% by Conch Holdings) (“**Conch Cement**”) and its subsidiaries, holds approximately 10.39% of the issued share capital of the Company, and is the single largest shareholder of the Company; and 安徽省國

有資產監督管理委員會 (the State-owned Assets Supervision and Administration Commission of Anhui Province*) indirectly holds 51% and the Group holds 49% of the equity interests in Conch Holdings respectively. Conch Holdings is principally engaged in asset operation, investment, financing, property rights transactions, import and export trade, production and sale of construction materials, chemical products (excluding hazardous products), electronic instruments and meters and general machinery equipment, etc..

As at the date of this announcement, Conch Holdings has applied for review and approvals by, registration and/or filing with relevant governmental authorities in the PRC for the Potential Acquisition, including but not limited to the local department of each of the State Administration of Market Regulation (國家市場監督管理總局) and the National Development and Reform Commission (中華人民共和國國家發展與改革委員會). Conch Holdings may proceed with the Potential Acquisition only after obtaining all the necessary approvals by, registrations and/or filings with the relevant governmental authorities.

The Company will perform relevant obligations in a timely manner in strict accordance with the Company's articles of association and other applicable rules, laws, regulations and codes of Hong Kong and the Cayman Islands according to the subsequent progress.

There are uncertainties for the materialisation of the Potential Acquisition. As of the date of this announcement, Conch Holdings has not signed or made any oral or written agreement, undertaking or guarantee in relation to the Potential Acquisition. The Potential Acquisition is subject to the approval by, registration and/or filing with the relevant PRC governmental authorities. There are other risks and uncertainties associated with the Potential Acquisition, including but not limited to actual conditions of the stock market, the timing of the completion of the Potential Acquisition, changes in general economic or market conditions, or actions by third parties, including governmental authorities, which may affect the materialisation and completion of the Potential Acquisition.

As there are uncertainties for the materialisation of the Possible Acquisition, shareholders of the Company and potential investors are advised to exercise caution when dealing in the shares of the Company.

By Order of the Board
China Conch Venture Holdings Limited
GUO Jingbin
Chairman

Anhui Province, the People's Republic of China
25 February 2026

As at the date of this announcement, the Board comprises Mr. GUO Jingbin (Chairman), Mr. JI Qinying (Vice-Chairman and Chief Executive Officer), Mr. WANG Xuesen, Mr. HE Guangyuan and Mr. WAN Changbao as executive Directors; Mr. LYU Wenbin as non-executive Director; and Mr. CHAN Chi On (alias Derek CHAN), Mr. CHAN Kai Wing and Ms. CHENG Yanlei as independent non-executive Directors.

* English translation or transliteration of Chinese name for identification purpose only