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**GLOBAL NEW MATERIAL INTERNATIONAL HOLDINGS LIMITED**  
**环球新材国际控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 06616)**

**ANNOUNCEMENT**  
**PURSUANT TO RULE 13.09 OF THE LISTING RULES**  
**AND THE INSIDE INFORMATION PROVISIONS**

**AND**

**TRADING HALT**

This announcement is made by the board (the “**Board**”) of directors (the “**Directors**”) of Global New Material International Holdings Limited (the “**Company**” which, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09(1) of The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The Board wishes to announce that a conditional share transfer agreement (the “**Share Transfer Agreement**”) has been entered into on 6 February 2026 between (a) Tonglu Junheng Equity Investment Partnership (Limited Partnership)\* (桐庐钧衡股权投资合伙企业(有限合伙)) (the “**SPV LLP**”), which is a limited partnership established in the People’s Republic of China<sup>1</sup> (the “**PRC**”) in which a wholly-owned subsidiary of the Company, namely Shenzhen Chesir Pearl Technology Co., Ltd.\* (深圳市七色珠光科技有限公司) (“**Shenzhen Chesir**”), is the general partner and (b) two major shareholders of Zhejiang Jihua Group Co., Ltd.\* (浙江吉华集团股份有限公司) (“**Zhejiang Jihua**”). Pursuant to the Share Transfer Agreement, SPV LLP has agreed to acquire (the “**Acquisition**”), subject to the satisfaction of various conditions

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<sup>1</sup> For the purpose of this announcement and geographical reference only, the People’s Republic of China does not include Taiwan, The Hong Kong Special Administrative Region of the PRC and The Macau Special Administrative Region of the PRC.

precedent, from the two major shareholders 202,308,716 ordinary shares of Zhejiang Jihua, representing 29.89% of the number of shares in issue of Zhejiang Jihua. Zhejiang Jihua is a company listed on the Shanghai Stock Exchange (stock code: 603980.SS). The amount of consideration is expected to be RMB1,494.5 million which is to be payable in cash in a number of instalments by the SPV LLP as set forth in the Share Transfer Agreement. The financial resources of the SPV LLP are currently committed to be contributed by two partners, namely Shenzhen Chesir and another limited partnership in the PRC to be established by Guangxi Hongzun Investment Group Co., Ltd.\* (广西鸿尊投资集团有限公司), which is one of the controlling shareholders (as such term is defined under the Listing Rules) of the Company, in fixed percentages which may change from time to time. The financial resources required for the Acquisition is expected to be funded by the partners of the SPV LLP as well as external financial resources, the terms of which have yet to be finalised. Zhejiang Jihua is expected to be treated as a non-wholly owned subsidiary of the Company following completion of the Acquisition.

The formation of the SPV LLP (the “**SPV LLP Formation**”) constitutes a connected and notifiable transaction (as such term is defined in the Listing Rules) for the Company. As Zhejiang Jihua will be treated as a non-wholly owned subsidiary of the Company following completion of the Acquisition, the Acquisition, in which the SPV LLP will be the purchaser, may constitute a possible very substantial acquisition (as such term is defined under the Listing Rules) for the Company.

Completion of the Acquisition is subject to a number of conditions precedent, which include, but without limitation to, satisfactory due diligence conducted by the SPV LLP, approvals of the Board and the shareholders (the “**Shareholders**”) of the Company in full compliance with the applicable laws and regulations (including the Listing Rules) as well as the applicable relevant regulatory approvals applicable to the Acquisition in the PRC.

Zhejiang Jihua is expected to publish an announcement which will be posted on the Shanghai Stock Exchange. For the avoidance of doubt, any announcement issued or to be issued by Zhejiang Jihua does not form part of the disclosure made or to be made by the Company in full compliance with the Listing Rules.

As (i) the SPV LLP Formation may constitute a connected and notifiable transaction for the Company and (ii) the Acquisition may constitute a very substantial acquisition under Chapter 14 of the Listing Rules, detailed terms and conditions of the Share Transfer Agreement as well as the contents required to be disclosed by the Company under the Listing Rules for the SPV LLP Formation and the Acquisition

will be included in a further announcement (the “**Further Announcement**”) to be issued by the Company in full compliance with the Listing Rules. The Company will also comply with the Shareholders’ approval requirement to the SPV LLP Formation and the Acquisition, if applicable.

At the request of the Company, trading in the shares of the Company on the main board of The Stock Exchange of Hong Kong Limited will be halted with effect from 9:00 a.m. on Monday, 9 February 2026, pending the release of the Further Announcement.

**Shareholders and prospective investors of the Company should note that completion of the SPV LLP Formation and the Acquisition is subject to the fulfilment of the conditions precedent and therefore may or may not occur. As the SPV LLP Formation and the Acquisition may or may not proceed to completion, Shareholders and prospective investors of the Company are reminded to exercise caution when dealing in the securities of the Company.**

By order of the Board  
**Global New Material International Holdings Limited**  
**Dr SU Ertian**  
*Chairman and Chief Executive Officer*

6 February 2026, Hong Kong

*As of the date of this announcement, the Board comprises Dr SU Ertian, Mr JIN Zengqin, Mr ZHOU Fangchao, Mr BAI Zhihuan, Ms ZENG Zhu and Mr LIM Kwang Su as executive Directors, Mr HU Yongxiang as non-executive Director, and Mr HUI Chi Fung, Professor HAN Gaorong, Mr LEUNG Kwai Wah Alex and Professor CHEN Fadong as independent non-executive Directors.*

\* *For identification purposes only*