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T J C D
天津建发

天津建设发展集团股份有限公司

Tianjin Construction Development Group Co., Ltd.

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

(Stock Code: 2515)

**COMPLETION OF PLACING OF NEW SHARES UNDER
THE GENERAL MANDATE**

Placing Agent



UZEN SECURITIES LIMITED

Reference is made to the announcements of Tianjin Construction Development Group Co., Ltd. (the “**Company**”) dated 11 February 2026 and 23 February 2026 (collectively the “**Announcements**”) in relation to the Placing. Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those defined in the Announcements.

Completion of Placing of New Shares under the General Mandate

The Company is pleased to announce that completion of the Placing took place on 9 March 2026. A total of 43,158,000 new Shares have been successfully placed at the Placing Price of HK\$0.68 per Share to not less than six (6) Placees who (to the best of the knowledge, information and belief of the Directors, having made all reasonable enquiries), together with their respective ultimate beneficial owners, are Independent Third Parties. As far as the Company is aware, none of the Placees and their ultimate beneficial owners will become a substantial shareholder (as defined under the Listing Rules) of the Company as a result of the Placing.

In connection with the Placing, a total of 43,158,000 Placing Shares have been issued to the Placees at the Placing Price of HK\$0.68 per Share as all the conditions for the Placing have been fulfilled. The net Placing Price (after deducting the fees, costs and expenses) is estimated to be approximately HK\$0.68 per Placing Share. The number of the Placing Shares represents approximately 16.67% of the Shares (excluding treasury shares) of the Company as enlarged by the Placing.

Use of Proceeds from the Placing

The gross proceeds to the Company from the Placing are approximately HK\$29.3 million, and the net proceeds (after deducting the commissions and estimated expenses) from the Placing are approximately HK\$29.2 million in aggregate. The Board intends to apply approximately (i) 34.3% of the net proceeds from the Placing for establishing a new company to build a mechanical leasing platform, (ii) 31.5% of the net proceeds from the Placing for general working capital; and (iii) 34.2% of the net proceeds from the Placing for making possible investment in the future when opportunities arise.

Taking into account the Company's current cash requirements in daily operation and the scale of cash required for investment, the Company reasonably expects to utilize the net proceeds of the Placing within the next three months.

Effects of the Placing on the Shareholding Structure of the Company

To the best of the Directors' knowledge, information and belief after having made all reasonable enquiries, the shareholding structure of the Company (i) immediately before the completion of the Placing; and (ii) immediately after the completion of the Placing are set out below:

| Name of Shareholder | Immediately before the completion of the Placing | | Immediately after the completion of the Placing | |
|--|--|--------------------|---|--------------------|
| | Number of Shares held | Percentage (%) | Number of Shares held | Percentage (%) |
| Shengyuan Group (<i>Note 1</i>) | 110,830,940 | 51.36 | 110,830,940 | 42.80 |
| Shanshengyuan Enterprise Management (<i>Note 1</i>) | 31,665,983 | 14.67 | 31,665,983 | 12.23 |
| Tianjin Gongmeihao (<i>Note 1</i>) | 15,000,000 | 6.95 | 15,000,000 | 5.79 |
| Places | — | — | 43,158,000 | 16.67 |
| Other public Shareholders | <u>58,297,826</u> | <u>27.02</u> | <u>58,297,826</u> | <u>22.51</u> |
| Total Issued Shares (excluding treasury shares) | <u><u>215,794,749</u></u> | <u><u>100%</u></u> | <u><u>258,952,749</u></u> | <u><u>100%</u></u> |

Note:

- As of the date of this announcement, Ms. Dou Enyan is the spouse of Mr. Wang Wenbin. Accordingly, Ms. Dou Enyan is deemed to be interested in the Shares held by Mr. Wang Wenbin.

Mr. Wang Wenbin owns 99% partnership interest in each of Tianjin Huizhi and Tianjin Jushi, 98.7% equity interest in Shengyuan Group and 97.7% partnership interest in Shanshengyuan Enterprise Management, respectively. Each of Tianjin Huizhi and Tianjin Jushi owns 50% equity interest in Tianjin Gongmeihao, which in turn holds 5.79% of the total issued Shares. Shanshengyuan Enterprise Management owns 99% equity interests in Tianjin Zhiweilai which in turn holds 12.23% of the total issued Shares; and Shengyuan Group owns 100% equity interests in Shengyuan Holding, which in turn holds 42.80% of the total issued Shares. Accordingly, Mr. Wang Wenbin is deemed to be interested in all the Shares held by each of Tianjin Gongmeihao, Tianjin Zhiweilai and Shengyuan Holding.

Mr. Zhao Kuanghua is the General Partner of Tianjin Jushi. Tianjin Jushi holds a 50% equity interest in Tianjin Gongmeihao, which in turn holds 5.79% of the total issued Shares. As the general partner of Tianjin Jushi, Mr. Zhao Kuanghua is considered to have actual control over Tianjin Jushi and is therefore deemed to be its controller. Consequently, for the purposes of the Securities and Futures Ordinance, Mr. Zhao Kuanghua is regarded as having an interest in the relevant shares held by Tianjin Gongmeihao.

Increase in Registered Capital and Adoption of the Amended Articles of Association

As disclosed in the announcements of the Company dated 11 February 2026 and 6 March 2026 and the circular of the Company dated 13 February 2026, the registered capital of the Company has increased from RMB215,794,749 to RMB230,059,168 and the amended Articles of Association has been adopted with effect from 9 March 2026 upon the completion of the Placing.

By Order of the Board
Tianjin Construction Development Group Co., Ltd.
Wang Wenbin
Chairman and non-executive Director

Hong Kong, 9 March 2026

As of the date of this announcement, the Board of Directors of the Company comprises: (i) Mr. Zhao Kuanghua, Ms. Guan Fengdan, Mr. Yang Youhua and Mr. Ni Baqun as executive Directors; (ii) Mr. Wang Wenbin as Chairman and non-executive Director; and (iii) Dr. Yan Bing, Dr. Liu Jinlu and Mr. Shiu Shu Ming as independent non-executive Directors.