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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)

**(1) PROPOSED INCREASE IN THE REGISTERED CAPITAL; AND
(2) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

This announcement is made by Tianjin Construction Development Group Co., Ltd. (the “**Company**”) pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

PROPOSED INCREASE IN REGISTERED CAPITAL

By reason of the proposed subscription (the “**Proposed Subscription**”) of new shares of the Company (the “**Shares**”) under the general mandate of the Company dated 21 May 2026, the Company will issue new Shares and shall allocate all of the capital raised from such issuance to its registered capital. The specific proportion for such allocation shall be subject to the approval by the shareholders of the Company (the “**Shareholders**”) at an extraordinary general meeting (the “**EGM**”) of the Company.

The net proceeds from the Proposed Subscription (after deducting all applicable costs and expenses, including placing commission and levies) will be approximately RMB38.2 million (equivalent to HK\$43.8 million). As a result of the completion of the Proposed Subscription, all net proceeds will be credited to the registered capital of the Company in accordance with the Articles of Association of the Company (the “**Articles of Association**”). In the event of exchange rate fluctuations at the completion date of the Proposed Subscription, the amount credited to the registered capital shall be adjusted accordingly. Therefore, Board proposed to change the registered capital of the Company (the “**Increase in the Registered Capital**”) from RMB230,059,168 to RMB268,282,114 subject to the completion of the Proposed Subscription.

The Increase in the Registered Capital shall become effective subject to the approval by the Shareholders at an EGM by way of special resolutions and the completion of the Proposed Subscription.

PROPOSED AMENDMENT TO THE ARTICLES OF ASSOCIATION

In light of the Increase in the Registered Capital, the Board proposes to amend the Articles of Association to reflect the following proposed amendment to the Articles of Association:

Article	Before Amendment	After Amendment
Article 6	The registered capital of the Company is RMB230,059,168.	The registered capital of the Company is RMB268,282,114.

Except for the revision to the above article, no substantive changes are made to other contents of the Articles of Association. The proposed amendment to the Articles of Association will become effective subject to the approval of the Shareholders by passing a special resolution at the EGM and the completion of the Proposed Subscription. Prior to that, the current Articles of Association shall remain effective.

The Articles of Association and the proposed amendment were prepared in Chinese, without a formal English version. As such, the English translation shall be for reference only. In case of any discrepancies, the Chinese version shall prevail.

EGM

The Board proposes to convene the EGM on Friday, 12 June 2026, to consider and approve the resolutions in relation to the Increase in the Registered Capital and the proposed amendments to the Articles of Association by way of special resolutions.

A circular containing, among other things, further details of the proposed amendments to the Articles of Association, together with the notice of the EGM, will be published on the websites of the Company (www.tjcdg.com) and the Stock Exchange (www.hkexnews.hk) on 26 May 2026 and despatched to the Shareholders upon request.

CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company will be closed from Tuesday, 9 June 2026 to Friday, 12 June 2026, both days inclusive, to determine the entitlement to attend and vote at the EGM. During such period, no transfer of shares of the Company will be registered. The record date for determining the entitlement of the Shareholders to attend and vote at the EGM will be Friday, 12 June 2026. In order to be eligible to attend and vote at the EGM, unregistered holders of the shares of the Company shall ensure all properly completed transfer documents accompanied by the relevant share certificates must be lodged with the Company's H share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 4:30 p.m. on Monday, 8 June 2026 for registration.

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

Tianjin, the PRC, 22 May 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, Mr. Ni Baqun and Mr. Ma Guoqun 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.