**京西重工國際有限公司**

# BEIJINGWEST INDUSTRIES INTERNATIONAL LIMITED

*(Incorporated in the Cayman Islands with limited liability)*

(Stock Code: 2339)

## SUPPLEMENTAL ANNOUNCEMENT CONNECTED TRANSACTION IN RESPECT OF TRANSFER OF ASSETS OWNERSHIP

Reference is made to the announcements of the Company dated 15 July 2025 and 2 September 2025 (collectively, the "**Announcements**") in relation to the Assets Ownership Transfer Agreement entered into between BWI Poland (a wholly-owned subsidiary of the Company) and BWI Indiana (a wholly-owned subsidiary of BWI BJ), pursuant to which BWI Poland agreed to purchase and BWI Indiana agreed to sell the Assets for the purpose of utilizing such Assets for producing passive dampers and SARC products at Poland plant at a total consideration of USD1,247,461 (equivalent to approximately HKD9,730,000).

The Board hereby announces that, on 28 April 2026, BWI Poland and BWI Indiana entered into an Addendum, pursuant to which the parties have agreed that, among others, the completion date for the transfer of ownership of the Production Line II is extended from 31 December 2025 to a date on or before the Extended Completion Date, i.e., 31 December 2026.

### LISTING RULES IMPLICATIONS

As all applicable percentage ratios in respect of the transaction contemplated under the Assets Ownership Transfer Agreement are more than 0.1% but less than 5%, transaction contemplated under the Addendum is subject to the reporting, and announcement requirements under the Listing Rules, but is exempt from the circular and shareholders' approval requirements under Chapter 14A of the Listing Rules.

## ADDENDUM TO ASSETS OWNERSHIP TRANSFER AGREEMENT

The principal terms of the Addendum are set out below.

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| Date: | 28 April 2026 |
| Parties: | BWI Poland (as purchaser), a wholly-owned subsidiary of the Company<br><br>BWI Indiana (as seller), a connected person of the Company under the Listing Rules |
| Subject Matter: | The completion date for purchase of Production Line II by BWI Poland from BWI Indiana shall be extended from 31 December 2025 to a date on or before the Extended Completion Date, i.e., 31 December 2026. |

## REASONS FOR AND BENEFITS OF ENTERING INTO THE ADDENDUM TO ASSETS OWNERSHIP TRANSFER AGREEMENT

The transfer of ownership of Production Line I and the components was duly completed by 31 December 2025 in accordance with the terms of the Assets Ownership Transfer Agreement. In light of the current expected order demand, BWI Poland and BWI Indiana negotiated and mutually agreed to extend the completion date of Production Line II to the Extended Completion Date. The extension was agreed to allow additional time for BWI Poland to continuously monitor and assess the subsequent business development.

The Directors (including Independent Non-executive Directors) consider that (1) the extension of the completion date of Production Line II would bring practical benefits to the Company and is commercially acceptable, (2) the said extension would allow additional time for the Company to continuously monitor and assess the subsequent business development, thereby reducing unnecessary capital commitment and mitigating the risk of phased overcapacity, and (3) the said extension would not cause a substantial negative impact on the Company's operation and financial performance.

Having taken into account of the above reasons and benefits, the Directors (including Independent Non-executive Directors) are of the view that the terms of the Addendum are fair and reasonable, and the Addendum is entered into on normal commercial terms, in the ordinary and usual course of business of the Group and in the interests of the Group and the Shareholders as a whole.

## GENERAL

As at the date of this announcement, BWI BJ, through its wholly-owned subsidiary, is interested as to approximately 59.50% of the issued share capital of the Company and therefore is the controlling shareholder and a connected person of the Company. As BWI Indiana is a wholly owned subsidiary of BWI BJ, under Chapter 14A of the Listing Rules, BWI Indiana is a connected person of the Company. Accordingly, the Addendum constitutes a connected transaction for the Company under the Listing Rules.

As at the date of this announcement, BWI BJ is held as to 84.34% by BWI Group Limited *(張家口京西智行科技集團有限公司) (formerly known as BeijingWest Smart Mobility Zhangjiakou Automotive Electronic Co., Ltd.* (京西智行張家口汽車電子有限公司)). The largest shareholder of BWI Group Limited is Zhangjiakou Industrial Investment Holding Group Co., Ltd.* (張家口產業投資控股集團有限公司) ("**Zhangjiakou Industrial Investment**"), which indirectly owns a total of 100% equity interest in BWI Group Limited. Zhangjiakou Industrial Investment is 48.13% indirectly held by Zhangjiakou Guokong Asset Management Group Co., Ltd.* (張家口國控資產管理集團有限公司) ("**Zhangjiakou Guokong**"). Zhangjiakou Guokong is a state-owned enterprise established in the PRC on 20 June 2017, which is supervised by the State-owned Assets Supervision and Administration Commission of the People's Government of Zhangjiakou Municipality (張家口市人民政府國有資產監督管理委員會).

The Addendum was approved by the Board. Mr. Dong Xiaojie, Mr. Liu Xihe and Dr. Xi Jianpeng, by virtue of their connection with BWI BJ and its associate, have abstained from voting on the relevant Board resolution to approve the Addendum. The remaining Directors are of the view that the terms of the Addendum are fair and reasonable and in the interests of the Group and the Shareholders as a whole.

As all applicable percentage ratios in respect of the transaction contemplated under the Assets Ownership Transfer Agreement are more than 0.1% but less than 5%, transaction contemplated under the Assets Ownership Transfer Agreement and the Addendum are subject to the reporting, and announcement requirements under the Listing Rules, but are exempt from the circular and shareholders' approval requirements under Chapter 14A of the Listing Rules.

## DEFINITIONS

Unless otherwise defined, capitalised terms used herein have the same meanings as defined in the Announcements.

In this announcement, the following expressions shall have the following meanings unless the context otherwise requires:

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| "Addendum" | The addendum to the Assets Ownership Transfer Agreement entered into between BWI Poland and BWI Indiana on 28 April 2026, in relation to the extension of the completion date of Production Line II |
| "Extended Completion Date" | 31 December 2026 |

* *For identification purpose only*

By Order of the Board
**BeijingWest Industries International Limited**
**Dong Xiaojie**
*Chairman*

28 April 2026

*As at the date of this announcement, the Board comprises Mr. Dong Xiaojie (Chairman), Mr. Liu Xihe (Executive Director), Dr. Xi Jianpeng (Executive Director), Mr. Wong Foreky (Independent Non-executive Director), Mr. Lo, Gordon (Independent Non-executive Director) and Ms. Peng Fan (Independent Non-executive Director).*