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**華潤水泥控股有限公司**

**China Resources Cement Holdings Limited**

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

(Stock Code: 1313)

**INSIDE INFORMATION  
POTENTIAL DISPOSAL OF THREE SHANXI SUBSIDIARIES**

This announcement is made by the Company pursuant to Rule 13.09 of the Listing Rules and the Inside Information Provisions (as defined in the Listing Rules) of Part XIVA of the SFO.

The Board announces that CRC Investments intends to dispose of its 72% equity interests of and its shareholders' loans to the Three Shanxi Subsidiaries. The Pre-Listing Disclosure is made to the public on the website of the Shanghai United Assets and Equity Exchange\* at <http://www.suaee.com>, and it is expected that the formal Public Tender process would commence 20 working days later. The Potential Disposal of the Equity Interests and the Shareholders' Loans, if materialised, may constitute a notifiable transaction of the Company.

**Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.**

This announcement is made by China Resources Cement Holdings Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09 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) of Part XIVA of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong) (the “**SFO**”).

**POTENTIAL DISPOSAL**

The board (the “**Board**”) of directors (the “**Directors**”) of the Company announces that China Resources Cement Investments Limited (“**CRC Investments**”), the Company’s wholly own subsidiary, intends to dispose (the “**Potential Disposal**”) of its 72% equity interests (the “**Equity Interests**”) of and its shareholders’ loans (the “**Shareholders’ Loans**”) to Shanxi China Resources Fulong Cement Limited\* (山西華潤福龍水泥有限公司), China Resources Cement (Changzhi) Limited\* (華潤水泥(長治)有限公司) and China Resources Concrete (Lucheng) Limited\* (華潤混凝土(潞城)有限公司) (collectively, the “**Three Shanxi Subsidiaries**”) in Shanxi Province (“**Shanxi**”), the People’s Republic of China (the “**PRC**”). The potential disposal of the Equity Interests intends to be conducted through a public tender (the “**Public Tender**”) process to be conducted on the Shanghai United Assets and Equity Exchange\* (上海聯合產權交易所).

In compliance with the relevant regulatory requirements in the PRC, preliminary disclosure of information relating to the Potential Disposal (the “**Pre-Listing Disclosure**”) is made to the public on the website of the Shanghai United Assets and Equity Exchange\* at <http://www.suaee.com> on the date of this announcement, and it is expected that the formal Public Tender process would commence 20 working days later.

## **REASONS FOR THE POTENTIAL DISPOSAL**

Through the Potential Disposal, the Board intends to optimize its resources allocation and focus on its core business regions in Southern China in order to improve its overall performance.

## **INFORMATION OF THE COMPANY AND THE THREE SHANXI SUBSIDIARIES**

### **The Company and the Group**

The Company is a company incorporated in the Cayman Islands with limited liability whose shares are listed on the main board of The Stock Exchange of Hong Kong Limited. The Group is principally engaged in the manufacture and sale of cement, clinker and concrete in the PRC and Hong Kong.

### **CRC Investments**

CRC Investments is a wholly-owned subsidiary of the Company holding investments of various subsidiaries in the PRC which are principally engaged in the manufacture and sale of cement, clinker and concrete.

### **The Three Shanxi Subsidiaries**

The Three Shanxi Subsidiaries include Shanxi China Resources Fulong Cement Limited\* (山西華潤福龍水泥有限公司), China Resources Cement (Changzhi) Limited\* (華潤水泥（長治）有限公司) and China Resources Concrete (Lucheng) Limited\* (華潤混凝土（潞城）有限公司).

Shanxi China Resources Fulong Cement Limited\* (山西華潤福龍水泥有限公司) is a limited liability company established in the PRC in the form of foreign-owned equity joint venture enterprise and is an indirect non-wholly owned subsidiary of the Company. It is held as to 72% and 28% by CRC Investments and Guardwise Investments Limited respectively. It has a registered capital of US\$90,000,000 and is principally engaged in the manufacture and sale of cement and clinker in Lvliang City, Shanxi. It operates four cement grinding lines and two clinker production lines, with annual production capacity of 4.00 million tons of cement and 3.10 million tons of clinker respectively in total.

China Resources Cement (Changzhi) Limited\* (華潤水泥(長治)有限公司) is a limited liability company established in the PRC in the form of sino-foreign equity joint venture enterprise and is an indirect non-wholly owned subsidiary of the Company. It is held as to 72% and 28% by CRC Investments and Changzhi City Huacheng Investments Limited\* (長治市華晟投資有限公司) respectively. It has a registered capital of RMB280,000,000 and is principally engaged in the manufacture and sale of cement and clinker in Changzhi City, Shanxi. It operates two cement grinding lines and one clinker production line, with annual production capacity of 2.00 million tons of cement and 1.55 million tons of clinker respectively in total.

China Resources Concrete (Lucheng) Limited\* (華潤混凝土(潞城)有限公司) is a limited liability company established in the PRC in the form of sino-foreign equity joint venture enterprise and is an indirect non-wholly owned subsidiary of the Company. It is held as to 72% and 28% by CRC Investments and Changzhi City Huacheng Investments Limited\* (長治市華晟投資有限公司) respectively. It has a registered capital of RMB30,000,000 and is principally engaged in the manufacture and sale of concrete in Changzhi City, Shanxi. It operates one concrete batching plant with annual production capacity of 0.60 million m<sup>3</sup>.

## **GENERAL**

The Potential Disposal of the Equity Interests and the Shareholders' Loans, if materialised, may constitute a notifiable transaction of the Company.

**As the Potential Disposal is only at the Pre-Listing Disclosure stage, the Potential Disposal may or may not proceed and accordingly, shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company. The Company will make further announcement(s) in compliance with the Listing Rules and/or Part XIVA of the SFO as and when appropriate or required.**

By order of the Board  
**CHINA RESOURCES CEMENT HOLDINGS LIMITED**  
**ZHOU Longshan**  
*Chairman*

Hong Kong, 5 November 2018

*As at the date of this announcement, the executive Directors are Mr. ZHOU Longshan, Mr. JI Youhong, and Mr. LAU Chung Kwok Robert; the non-executive Directors are Mr. CHEN Ying, Mr. WANG Yan, Madam WAN Suet Fei and Mr. JING Shiqing; and the independent non-executive Directors are Mr. IP Shu Kwan Stephen, Mr. SHEK Lai Him Abraham, Madam ZENG Xuemin and Mr. LAM Chi Yuen Nelson.*

*\* For identification purpose only.*