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CHINA TIANRUI GROUP CEMENT COMPANY LIMITED
中國天瑞集團水泥有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock code: 1252)

CHANGE OF JOINT COMPANY SECRETARY AND ALTERNATE AUTHORIZED REPRESENTATIVE

The board of directors (the “**Board**”) of China Tianrui Group Cement Company Limited (the “**Company**”) hereby announces that Mr. Yao Yan Ping, Francis (“**Mr. Yao**”) tendered his resignation as the joint company secretary and alternate authorized representative of the Company with effect from 16 January 2013. Mr. Yao has confirmed that he has no disagreement with the Board and there are no matters in relation to his resignation that need to be brought to the attention of the shareholders of the Company.

The Board further announces that Ms. Kwong Yin Ping Yvonne (“**Ms. Kwong**”) has been appointed as the joint company secretary and alternate authorized representative of the Company with effect from 16 January 2013. Ms. Kwong is a fellow of the Hong Kong Institute of Chartered Secretaries and a fellow of the Institute of Chartered Secretaries and Administrators. Ms. Kwong has over 30 years’ extensive experience in providing company secretarial and compliance services to numerous private and listed companies. Currently, she is also the company secretary of other companies listed on The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”).

The Board takes this opportunity to welcome Ms. Kwong as the joint company secretary and alternate authorized representative of the Company and to express its gratitude to Mr. Yao for his contributions to the Company during his tenure.

RULE 8.17 WAIVER

Reference is made to the waiver granted to the Company by the Stock Exchange dated 16 January 2012 (“**Waiver**”) from strict compliance with Rule 8.17 of the Rules (“**Listing Rules**”) Governing the Listing of Securities on the Stock Exchange for a period from 16 January 2012 to 23 December 2014 on the condition that, among other things, the Company engages Mr. Yao, who possesses the requisite qualifications under the then Rule 8.17 of the Listing Rules, as a joint company secretary to assist

Mr. Yu Chunliang (“**Mr. Yu**”), being the other joint company secretary of the Company who does not satisfy the requirements under the then Rule 8.17 of the Listing Rules, in acquiring the relevant experience as required under the then Rule 8.17(3) of the Listing Rules. The Waiver will be revoked immediately when Mr. Yao ceases to be a joint company secretary of the Company during the period of the Waiver.

The Company made an application to the Stock Exchange and the Stock Exchange has granted a new waiver to the Company from strict compliance with Rule 8.17 of the Listing Rules in respect of the qualification requirements under Rule 3.28 of the Listing Rules for a period from 16 January 2013 to 23 December 2014 (i.e. the remaining period of the Waiver) in relation to Mr. Yu’s eligibility to act as the joint company secretary, on the condition that, among others things, Mr. Yu would be assisted by Ms. Kwong during the new waiver period. The new waiver will be revoked immediately when Ms. Kwong ceases to be the joint company secretary of the Company.

By order of the Board
China Tianrui Group Cement Company Limited
Li Liufa
Chairman

Hong Kong, 16 January 2013

As at the date of this announcement, the Board consists of:

Chairman and Non-executive Director

Mr. Li Liufa

Executive Directors

Mr. Li Heping, Mr. Liu Wenying and Mr. Yu Yagang

Non-Executive Director

Mr. Tang Ming Chien

Independent Non-executive Directors

Mr. Wang Ping, Mr. Kong Xiangzhong and Mr. Ma Chun Fung Horace