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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: 712)

RESULTS OF EXTRAORDINARY GENERAL MEETING

At the extraordinary general meeting held on 20 October 2004, the Ordinary Resolutions to approve the Dongguan Cement Transactions, the Zhanjiang CR Cement Transactions and the Oil Products Transactions and the relevant cap amounts were duly passed.

Reference is made to the circular issued by the Company dated 4 October 2004 (“Circular”) in relation to, amongst other things, the Dongguan Cement Transactions, the Zhanjiang CR Cement Transactions and the Oil Products Transactions and the relevant cap amounts. Terms defined in the Circular have the same meanings when used herein.

The Directors wish to announce that at the extraordinary general meeting held on 20 October 2004 (“EGM”), the Ordinary Resolutions to approve the Dongguan Cement Transactions and the Zhanjiang CR Cement Transactions and the relevant cap amounts were duly passed by Shareholders by way of a poll and the Ordinary Resolution to approve the Oil Products Transactions and the relevant cap amounts were duly passed by Independent Shareholders by way of a poll.

As at the date of this announcement, the issued share capital is 362,807,461 Shares. In accordance with the Listing Rules, China Resources (Holdings) Company Limited and its associates, the holders of 270,132,647 Shares (representing approximately 74.5% of the total issued share capital of the Company), have abstained from voting for the Ordinary Resolution 3 at the EGM. The total number of Shares entitling the holders to attend and vote for or against the Ordinary Resolutions no.1 and 2 at the EGM was 362,807,461 Shares, representing 100.0% of the total issued share capital of the Company. The total number of Shares entitling the holders to attend and vote for or against the Ordinary Resolution no.3 at the EGM was

92,674,814 Shares, representing approximately 25.5% of the total issued share capital of the Company. No Shareholder was required to vote only against any of the resolutions at the EGM. Holders of 281,544,419 Shares and 11,945,172 Shares, which represented approximately 77.6% approximately and 3.3% of the issued share of the Company voted either in person, by proxy or corporate representative for the Ordinary Resolution no. 1 and no. 2; and the Ordinary Resolution no. 3 in the EGM respectively. The results of the voting taken on a poll at the EGM were as follows:

Resolutions	Number of Votes (%)	
	For	Against
Ordinary Resolution no.1: (to approve the Dongguan Cement Transactions and the relevant cap amounts)	281,543,419 (99.99%)	1,000 (0.01%)
Ordinary Resolution no. 2: (to approve the Zhanjiang CR Cement Transactions and the relevant cap amounts)	281,543,419 (99.99%)	1,000 (0.01%)
Ordinary Resolution no. 3: (to approve the Oil Products Transactions and the relevant cap amounts)	11,944,172 (99.99%)	1,000 (0.01%)
As more than 50% of the votes were cast in favour of the above resolutions, they were duly passed as ordinary resolutions.		

Standard Registrars Limited, the share registrars of the Company, acted as scrutineer for the poll at the EGM.

By Order of the Board
LEE Yip Wah, Peter
Company Secretary

Hong Kong, 20 October 2004

As at the date of this announcement, the Board comprises twelve Directors, of which six are executive Directors, namely Mr. Qiao Shibo, Mr. Shi Shanbo, Ms. Zhou Junqing, Mr. Zhou Longshan, Ms. Sun Mingquan and Mr. Zheng Yi; three are non-executive Directors, namely Mr. Ning Gaoning, Mr. Jiang Wei and Mr. Keung Chi Wang, Ralph and three are independent non-executive Directors, namely Mr. Chan Mo Po, Paul, Mr. Lin Zongshou and Mr. Lui Pui Kee, Francis.

Please also refer to the published version of this announcement in The Standard.