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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 10 January 2005, the three Ordinary Resolutions to approve the Acquisition Agreement, the Subscription Agreement and the provision of financial assistance to a substantial shareholder of the Pingnan Joint Venture were duly passed.

Reference is made to the circular issued by the Company dated 24 December 2004 (“Circular”) in relation to, amongst other things, the Acquisition Agreement, the Subscription Agreement and the provision of financial assistance to a substantial shareholder of the Pingnan Joint Venture. 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 10 January 2005 (“EGM”), the three Ordinary Resolutions to approve the Acquisition Agreement, the Subscription Agreement and the provision of financial assistance to a substantial shareholder of the Pingnan Joint Venture 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 three Ordinary Resolutions at the EGM. The total number of Shares entitling the holders to attend and vote for or against the three Ordinary Resolutions 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 10,910,089 Shares, which represented approximately 3.01% of the issued shares of the Company voted either in person, by proxy or corporate representative for the three Ordinary Resolutions in the EGM. The results of the voting taken on a poll at the EGM were as follows:

Resolutions	Number of Votes (%)	
	For	Against
Ordinary Resolution 1: to approve the Acquisition Agreement	10,796,849 (98.96%)	113,240 (1.04%)
Ordinary Resolution 2: to approve the Subscription Agreement	10,796,849 (98.96%)	113,240 (1.04%)
Ordinary Resolution 3: to approve the provision of financial assistance	10,796,849 (98.96%)	113,240 (1.04%)
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, 10 January 2005

*As at the date of this announcement, the Board comprises eleven 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; two are non-executive Directors, namely 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.