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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)**

## **RESULT OF EXTRAORDINARY GENERAL MEETING**

At the extraordinary general meeting held on 11 April 2005, the Ordinary Resolution approving the Supplemental JV Agreement in relation to the Capital Contribution, which constitutes a very substantial acquisition and connected transaction of the Company under the Listing Rules, was duly passed by way of a poll.

Reference is made to the circular issued by the Company dated 24 March 2005 (“Circular”) in relation to, amongst other things, the Capital Contribution to 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 11 April 2005 (“EGM”), an ordinary resolution approving the Supplemental JV Agreement in relation to the Capital Contribution (the “Ordinary Resolution”) was duly passed by way of a poll.

Guangxi Yufeng, a substantial shareholder of Pingnan Joint Venture, and its associates were required by the Listing Rules, to the extent they held any Share(s), to abstain from voting for the Ordinary Resolution at the EGM. Based on the shareholders list provided by Standard Registrars Limited, Guangxi Yufeng and its associates did not hold any Share and the Company has not received any notice as to any holding of Shares by Guangxi Yufeng and/or its associates at 11 April 2005 for the purpose of voting at the EGM. The total number of Shares entitling the holders to attend and vote for or against the Ordinary Resolution at the EGM was 381,857,461 Shares, representing 100% of the total issued share capital of the Company. No Shareholder was required to vote only against the Ordinary Resolution at the EGM. Holders

of 299,458,083 Shares, which represented approximately 78.42% of the issued share capital of the Company, voted either in person, by proxy or corporate representative for the Ordinary Resolution at the EGM. The result of the voting taken on a poll at the EGM was as follows:

Ordinary Resolution	Number of Votes (%)	
	For	Against
To approve the Supplemental JV Agreement	299,458,083 (100%)	0 (0%)
As more than 50% of the votes were cast in favour of the above resolution, it was passed as an ordinary resolution.		

Standard Registrars Limited, the share registrar 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, 11 April 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.