



華潤水泥控股有限公司

China Resources Cement Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Codes: 712 and 2512)

POLL RESULTS OF EXTRAORDINARY GENERAL MEETING

At the EGM held on 4 January 2006, the ordinary resolutions proposed for approving the Agreements, the Continuing Connected Transactions and the New Caps were duly passed by way of a poll.

Reference is made to the circular of China Resources Cement Holdings Limited dated 15 December 2005 in relation to, among other things, the Agreements, the Continuing Connected Transactions and the New Caps (the “Circular”). Terms used herein shall have the same meanings as those defined in the Circular unless the context requires otherwise.

The Directors wish to announce that at the EGM held on 4 January 2006, the ordinary resolutions proposed for approving the Agreements, the Continuing Connected Transactions and the New Caps as set out in the notice of EGM dated 15 December 2005 were duly passed by the Independent Shareholders by way of a poll.

As at the date of the EGM, the issued share capital of the Company was 381,863,461 Shares. Profit Pool, which holds 30.0% of the registered capital in Zhanjiang CR Cement, and its associates were required by the Listing Rules, to the extent they held any Shares, to abstain from voting on the ordinary resolution proposed to approve the Cement Supply Agreement, the Cement Transactions and the relevant New Caps at the EGM. Based on the shareholders list provided by Standard Registrars Limited, Profit Pool and its associates did not hold any Share as at the date of the EGM and the Company had not received any notice as to any holding of Shares by Profit Pool and/or its associates as at the date of the EGM for the purpose of voting at the EGM. In accordance with the Listing Rules, China Resources Holdings and its associates, the holders of 270,132,647 Shares (representing approximately 70.7% of the issued share capital of the Company as at the date of the EGM), had abstained from voting on the ordinary resolutions proposed to approve the Concrete Supply Agreements, the Steel Purchase Agreement, the Fuel, Diesel and Lubricant Oil Purchase Agreements, the Concrete Transactions, the Steel Products Transactions, the Oil Products Transactions and the relevant New Caps at the EGM.

The total number of Shares entitling the Independent Shareholders to attend and vote for or against ordinary resolution no. 1 at the EGM was 381,863,461 Shares, representing 100.0% of the issued share capital of the Company as at the date of the EGM. The total number of Shares entitling the Independent Shareholders to attend and vote for or against ordinary resolutions no. 2, no. 3 and no. 4 at the EGM was 111,730,814 Shares, representing approximately 29.3% of the issued share capital of the Company as at the date of the EGM. There were no Shares entitling the holder to attend and vote only against the ordinary resolutions proposed at the EGM. Holders of 292,101,559 Shares and 22,502,312 Shares, which represented approximately 76.5% and approximately 5.9% respectively of the issued share capital of the Company as at the date of the EGM, voted either in person, by proxy or corporate representative on ordinary resolution no. 1, and ordinary resolutions no. 2, no. 3 and no. 4 respectively at 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 no. 1: To approve the Cement Transactions, the relevant caps and the Cement Supply Agreement.	292,101,559 (100.0%)	0 (0.0%)
Ordinary resolution no. 2: To approve the Concrete Transactions, the relevant caps and the Concrete Supply Agreements.	22,502,312 (100.0%)	0 (0.0%)
Ordinary resolution no. 3: To approve the Steel Products Transactions, the relevant caps and the Steel Purchase Agreement.	22,502,312 (100.0%)	0 (0.0%)
Ordinary resolution no. 4: To approve the Oil Products Transactions, the relevant caps and the Fuel, Diesel and Lubricant Oil Purchase Agreements.	22,502,312 (100.0%)	0 (0.0%)
As more than 50.0% of the votes were cast in favour of each of the above resolutions, they were duly passed as ordinary resolutions.		

Standard Registrars Limited, the share registrar of the Company in Hong Kong, acted as the scrutineer for the vote-taking at the EGM.

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

Hong Kong, 4 January 2006

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.