

**THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. IF YOU ARE IN ANY DOUBT ABOUT THIS FORM, YOU SHOULD CONSULT A STOCKBROKER OR OTHER REGISTERED DEALER IN SECURITIES, BANK MANAGER, SOLICITOR, PROFESSIONAL ACCOUNTANT OR OTHER PROFESSIONAL ADVISER.**

此乃重要文件，務請立即處理。閣下如對本表格有任何疑問，應諮詢閣下的股票經紀或其他註冊證券交易商、銀行經理、律師、專業會計師或其他專業顧問。

IF YOU HAVE SOLD OR TRANSFERRED ALL YOUR SHARES IN CHINA RESOURCES CEMENT HOLDINGS LIMITED ("CRC"), YOU SHOULD AT ONCE HAND THIS ELECTION FORM AND THE ACCOMPANYING DOCUMENTS TO THE PURCHASER OR TRANSFEREE OR TO THE BANK, STOCKBROKER OR OTHER AGENT THROUGH WHOM THE SALE WAS EFFECTED FOR TRANSMISSION TO THE PURCHASER OR TRANSFEREE. 閣下如已售出或轉讓名下所有華潤水泥控股有限公司（「華潤水泥」）的股份，應立即將本選擇表格及隨附的文件送交買主或承讓人或經手買賣的銀行、股票經紀或其他代理商，以便轉交買主或承讓人。

This Election Form is referred to in the accompanying document to the Shareholders dated 22 May 2006 in relation to a Scheme of Arrangement between CRC and the Shareholders (the "Composite Document") You should read it with the Composite Document. Defined terms in the Composite Document apply to this Election Form.

本選擇表格乃日期為二零零六年五月二十二日致股東有關華潤水泥與股東之間的安排方案的隨附文件（「綜合文件」）內的選擇表格。務請閣下連同綜合文件一併閱讀本表格。本選擇表格所用詞彙與綜合文件所界定者具相同涵義。



## 華潤（集團）有限公司 China Resources (Holdings) Company Limited

(Incorporated in Hong Kong with limited liability)

(於香港註冊成立的有限公司)



### 順創投資有限公司 Smooth Concept Investments Limited

(Incorporated in the British Virgin Islands with limited liability)

(於英屬維爾京群島註冊成立的有限公司)



### 華潤水泥控股有限公司 China Resources Cement Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立的有限公司)

Stock Codes: 712 and 2512

股份代號：712及2512

### Scheme of Arrangement (under Section 86 of the Companies Law of the Cayman Islands)

安排方案  
(根據開曼群島公司法第86條)

### ELECTION FORM 選擇表格

**FOR THE SHARE ALTERNATIVE OR THE COMBINATION ALTERNATIVE**  
供股份選擇或組合選擇  
使用

**IF YOU WISH TO RECEIVE ONLY THE CASH ALTERNATIVE UNDER THE SCHEME OF ARRANGEMENT, DO NOT COMPLETE THIS FORM. IF YOU WISH TO RECEIVE THE SHARE ALTERNATIVE OR THE COMBINATION ALTERNATIVE IN RESPECT OF THE SHARES IN CRC REGISTERED IN YOUR NAME AT THE RECORD TIME, you must complete, sign this Election Form and return it to Standard Registrars Limited, at 26th Floor, Tesbury Center, 28 Queen's Road East, Wanchai, Hong Kong not later than 4:00pm on 21 July 2006 or if later, such date as may be notified to the eligible Shareholders through press announcements to be published once between 7 July 2006 and 11 July 2006. Announcements will be published in Chinese and English in the following newspapers:**

如閣下僅欲收取安排方案項下的現金選擇，無須填寫本表格。如閣下欲就於記錄時間時閣下名下於華潤水泥的註冊股份收取股份選擇或組合選擇，閣下必須填妥及簽署本選擇表格，並須在二零零六年七月二十一日下午四時正前（或倘有較後日期，則以於二零零六年七月七日至二零零六年七月十一日期間通過發表報章公佈通知合資格股東的有關日期為準）將本表格交回標準證券登記有限公司（地址為香港灣仔皇后大道東28號金鐘匯中心26樓）。有關公佈將會以中文及英文在下列報章刊登：

**Chinese language**

Hong Kong

Hong Kong Economic Times

**English language**

Hong Kong

The Standard

中文

香港

香港經濟日報

英文

香港

英文虎報

- If you hold Shares jointly with others, you must arrange for all your co-holders to sign this Election Form.
- If you are a body corporate, this Election Form must be signed on your behalf by one of its directors or a duly authorized officer.
- 倘閣下與他人聯合持有股份，閣下必須安排所有聯名持有人簽署本選擇表格。
- 倘閣下屬法人團體，則本選擇表格須由其中一名董事或正式授權的高級職員代表閣下簽署。
- This Election Form should be completed in BLOCK CAPITALS.
- 請用正楷填妥本選擇表格。

**Read the notes to this Election Form before filling it in.**

填寫本選擇表格前請先閱讀附註。

**PART 1 – FULL NAME(S) AND ADDRESS**

第1部份 – 全名及地址

Fill in the name of each registered holder and the address.  
請填上每位登記持有人的姓名及地址。

Give a daytime telephone number (including your country and area codes, if applicable) where you can be contacted if necessary.  
請填上可以聯絡 閣下的日間聯絡電話(如有需要)·包括國家及地區代號(如適用)。

NAME(S) AND ADDRESS OF SHAREHOLDER(S)  
股東姓名及地址

NAMES: (1) .....  
姓名: (2) .....  
(3) .....  
(4) .....

ADDRESS:  
地址: .....

CONTACT TELEPHONE NUMBER (INCLUDING COUNTRY AND AREA CODE):  
聯絡電話(包括國家及地區代號): .....

**PART 2 – ELECTION**

第2部份 – 選擇

If you choose the Share Alternative you should tick Box 1 only (but NOT Boxes 2 and 3)  
If you choose the Combination Alternative you should tick Box 2 and complete Box 3 (but NOT Box 1).

如 閣下選取股份選擇,請僅在空格1內加上「✓」號(但非空格2及3)。  
如 閣下選取組合選擇,請在空格2內加上「✓」號,並填妥空格3(但非空格1)。

Tick Box 1 if you choose the Shares Alternative in respect of ALL the Shares registered in your name at the Record Time.  
如 閣下就於記錄時間時 閣下名下所有股份選取股份選擇,請於空格1加上「✓」號。

Tick Box 2 if you choose the Combination Alternative and indicate in Box 3 the number of Shares to which the Share Alternative shall apply. You will receive the Cash Alternative for the balance of your Shares.  
如 閣下選取組合選擇,請在空格2內加上「✓」號,並在空格3內註明適用於股份選擇的股份數目。閣下將就 閣下其餘的股份收取現金選擇。

Note 1: One new share in Smooth Concept will be allocated for each Share held by Shareholders who elect for the Share Alternative or the number of Shares included in the Combination Alternative.  
附註1: 選取股份選擇或組合選擇中的股份數目的股東每持有一股股份,可獲配發一股順創的新股份。

Note 2: The cash consideration under the Combination Alternative will be paid in Hong Kong Dollars.  
附註2: 組合選擇項下的現金代價將以港元支付。

I/WE CHOOSE THE SHARE ALTERNATIVE (Note 1)  
本人/吾等選取股份選擇(附註1)

Box 1 空格1

I/WE CHOOSE THE COMBINATION ALTERNATIVE (Note 2)  
本人/吾等選取組合選擇(附註2)

Box 2 空格2

THE SHARE ALTERNATIVE SHALL APPLY TO THE FOLLOWING NUMBER OF MY/OUR SHARES IN CRC (Note 2)  
股份選擇將適用於本人/吾等於華潤水泥以下數目的股份(附註2)

Box 3 空格3

**PART 3 – SIGN HERE**

第3部份 – 簽名欄

Sign and date this Election Form.  
請在本選擇表格簽名及填上日期。

In order to be effective, this Election Form must be signed personally (or under a power of attorney the original of which (or a notarially certified copy thereof) must be lodged with this Election Form) by the registered holder. In the case of joint holders, all such holders must sign. In the case of a corporation, this Election Form must be signed on its behalf by one of its directors or a duly authorized officer.

本選擇表格必須由登記持有人親自簽署(或根據授權書簽署。授權書的正本(或其獲公證人簽署核實的副本)必須連同本選擇表格提交),方為有效。倘登記持有人為聯名持有人,所有該等持有人必須簽署。倘登記持有人為法團,則本選擇表格須由登記持有人的其中一名董事或正式授權高級職員代表登記持有人簽署。

**Completion Reminders:**

If you want to receive the Share Alternative or the Combination Alternative for all your Shares, have you:

1. filled out details of your name, address and contact telephone number (including country and area codes) in Part 1?
2. ticked the appropriate Box(es) to elect for the Share Alternative or the Combination Alternative?
3. in respect of Combination Alternative, specified in Box 3 the number of your Shares to which you wish the Share Alternative to apply?
4. signed and dated this Election Form in Part 3?

**填表備忘:**

如 閣下欲就名下全部股份收取股份選擇或組合選擇, 閣下是否已經:

1. 在第1部份填上 閣下的姓名、地址及聯絡電話號碼(包括國家及地區代號)?
2. 在適當的空格內加上✓號以表示選取股份選擇或組合選擇?
3. 就組合選擇而言,在空格3內註明 閣下欲應用於股份選擇的股份數目?
4. 在第3部份簽署本選擇表格並已填上日期?

SIGNED (USUAL SIGNATURE(S))  
簽署(常用簽署)

(1) .....  
(2) .....  
(3) .....  
(4) .....

DATE: ..... 2006  
日期: 二零零六年 ..... 月 ..... 日

**Notes:**

1. Subject to the Scheme of Arrangement becoming effective, the proper execution of this Election Form will constitute, an election for the Share Alternative or the Combination Alternative in respect of all the Shares registered in your name at the Record Time, which election shall be irrevocable and not be capable of being withdrawn unless with the prior written consent of CRC.

COMPLETE PART 2 TO ELECT THE SHARE ALTERNATIVE OR THE COMBINATION ALTERNATIVE.

2. If you do not fill out this Election Form or if this Election Form is not filled out in accordance with the Instructions on it, you will receive the Cash Alternative in respect of all the Shares registered in your name at the Record Time.

3. If your Election Form has not been fully completed or has been completed incorrectly, CRC may at its absolute discretion nevertheless treat your Election Form as having been validly completed if it considers the omissions or mistakes to be immaterial.

4. Details of the Cash Alternative, the Share Alternative and Combination Alternative are set out in the Composite Document.

**附註:**

1. 待安排方案生效後,適當行使本選擇表格將構成就於記錄時間時 閣下名下的所有註冊股份選取股份選擇或組合選擇,有關選擇將不可撤回,並不可撤回,惟獲華潤水泥事先書面同意者除外。

請填妥第2部份以選取股份選擇或組合選擇。

2. 如 閣下並無填寫本選擇表格,或並未根據其上的指示填寫本選擇表格, 閣下將就於記錄時間時 閣下名下的所有註冊股份收取現金選擇。

3. 如 閣下並未完全填妥或正確填寫 閣下的選擇表格,而華潤水泥認為該遺漏或錯誤並不重大,則華潤水泥有絕對酌情權視 閣下的選擇表格已有效填妥。

4. 現金選擇、股份選擇及組合選擇的詳情載於綜合文件內。