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華潤(集團)有限公司
China Resources (Holdings) Company Limited
(Incorporated in Hong Kong with limited liability)

順創投資有限公司
Smooth Concept Investments Limited
(Incorporated in the British Virgin Islands with limited liability)



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: 2512

closing of the CONVERTIBLE BOND OFFER

WITHDRAWAL OF LISTING OF THE CONVERTIBLE BONDS

Financial adviser to
China Resources (Holdings) Company Limited
and
Smooth Concept Investments Limited

ANGLO CHINESE
CORPORATE FINANCE, LIMITED

Independent financial adviser to
the independent committee of the board of directors of
China Resources Cement Holdings Limited



SOMERLEY LIMITED

The Convertible Bond Offer was closed at 4:00 p.m. on 8 August 2006. Acceptances in respect of HK\$280,000 worth of Convertible Bonds, representing 87.5% of the total outstanding Convertible Bonds of HK\$320,000 (excluding the then outstanding Convertible Bonds of HK\$56,696,000 held by Smooth Concept) as at 25 July 2006, had been received by Smooth Concept from the Convertible Bondholders.

China Resources Cement Finance Limited will redeem all outstanding Convertible Bonds of HK\$57,016,000 (including the outstanding Convertible Bonds of HK\$56,976,000 held by Smooth Concept as at 8 August 2006) on Thursday, 24 August 2006.

It is expected that the listing of the Convertible Bonds on the Stock Exchange will be withdrawn on Thursday, 24 August 2006, subject to the redemption of all the outstanding Convertible Bonds.

Reference is made to the joint announcements of CRH, Smooth Concept and CRC dated 31 March 2006, 2 May 2006, 19 May 2006, 15 June 2006 and 25 July 2006, the announcement of CRH dated 7 April 2006 and the composite document despatched to the Shareholders, the Convertible Bondholders and the Optionholders on 22 May 2006 containing, amongst other things, details of the Convertible Bond Offer (the “Composite Document”). Terms defined in the Composite Document shall have the same meanings when used in this announcement unless the context requires otherwise.

CLOSING OF THE CONVERTIBLE BOND OFFER

In compliance with Rule 15.3 of the Takeovers Code, Smooth Concept had extended the Convertible Bond Offer period to those Convertible Bondholders who had not previously accepted the Convertible Bond Offer for an additional 14 days from 25 July 2006 to 8 August 2006.

As at 4:00 p.m. on Tuesday, 8 August 2006, being the time when the Convertible Bond Offer was closed, acceptances in respect of HK\$280,000 worth of Convertible Bonds, representing 87.5% of the total outstanding Convertible Bonds of HK\$320,000 (excluding the then outstanding Convertible Bonds of HK\$56,696,000 held by Smooth Concept) as at 25 July 2006, had been received by Smooth Concept from the Convertible Bondholders. In accordance with the terms and conditions of the Convertible Bonds, China Resources Cement Finance Limited (“CR Cement Finance”), the issuer of the Convertible Bonds, will redeem all outstanding Convertible Bonds of HK\$57,016,000 (including the outstanding Convertible Bonds

of HK\$56,976,000 held by Smooth Concept as at 8 August 2006) on Thursday, 24 August 2006. On Wednesday, 9 August 2006, a 15 day notice will be given to the remaining one Convertible Bondholder who has not accepted the Convertible Bond Offer regarding the redemption of its Convertible Bonds by CR Cement Finance. Upon the expiry of the notice period on Thursday, 24 August 2006, CR Cement Finance will post a cheque representing the redemption monies to the registered address of this Convertible Bondholder in accordance with the notice of redemption.

WITHDRAWAL OF LISTING OF THE CONVERTIBLE BONDS

An application for withdrawal of the listing of the Convertible Bonds on the Stock Exchange was made to the Stock Exchange. It is expected that the listing of the Convertible Bonds on the Stock Exchange will be withdrawn on Thursday, 24 August 2006, subject to the redemption of all the outstanding Convertible Bonds.

By order of the board of directors of CHINA RESOURCES (HOLDINGS) COMPANY LIMITED Jiang Wei <i>Director</i>	By order of the board of directors of SMOOTH CONCEPT INVESTMENTS LIMITED Wong Siu Ping <i>Director</i>	By order of the board of directors of CHINA RESOURCES CEMENT HOLDINGS LIMITED Shi Shanbo <i>Director</i>
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Hong Kong, 8 August 2006

As at the date of this announcement, the board of directors of CRH comprises Messrs. Chen Xinhua, Song Lin, Ding Yali, Chen Shulin, Qiao Shibo, Wang Yin, Jiang Wei, Yan Biao, Wang Shuaiting, Zhou Shengjian, Zhu Jinkun, Chen Lang and Wang Qun.

The directors of CRH jointly and severally accept full responsibility for the accuracy of the information contained in this announcement, other than relating to CRC and Smooth Concept, and confirm, having made all reasonable enquires, that to the best of their knowledge, opinions expressed in this announcement, other than those expressed by CRC and Smooth Concept, have been arrived at after due and careful consideration and there are no facts, other than facts relating to CRC and Smooth Concept, not contained in this announcement, the omission of which would make any statement in this announcement misleading.

As at the date of this announcement, the board of directors of Smooth Concept comprises Messrs. Wong Siu Ping and Lin Guolong.

The directors of Smooth Concept jointly and severally accept full responsibility for the accuracy of the information contained in this announcement, other than relating to CRH and CRC, and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement, other than those expressed by CRH and CRC, have been arrived at after due and careful consideration and there are no facts, other than those relating to CRH and CRC, not contained in this announcement, the omission of which would make any statements in this announcement misleading.

As at the date of this announcement, the Board comprises Messrs. Qiao Shibo, Shi Shanbo, Zhou Junqing, Zhou Longshan, Sun Mingquan and Zheng Yi as executive directors; and Messrs. Jiang Wei and Keung Chi Wang, Ralph as non-executive directors.

The directors of CRC jointly and severally accept full responsibility for the accuracy of the information contained in this announcement, other than relating to CRH and Smooth Concept, and confirm, having made all reasonable enquires, that to the best of their knowledge, opinions expressed in this announcement, other than those expressed by CRH and Smooth Concept, have been arrived at after due and careful consideration and there are no facts, other than facts relating to CRH and Smooth Concept, not contained in this announcement, the omission of which would make any statement in this announcement misleading.

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