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## **CHINA SHANSHUI CEMENT GROUP LIMITED**

**中國山水水泥集團有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 691)**

**US\$500,000,000 7.5% SENIOR NOTES DUE 2020**

**(Stock Code: 5880)**

## **RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The board (the “**Board**”) of directors (the “**Directors**”, each a “**Director**”) of China Shanshui Cement Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that with effect from 20 July 2018, Mr. LIN Shei-yuan has resigned as (1) an independent non-executive Director, (2) a member of the audit committee, remuneration committee and executive committee of the Board, and (3) the chairman of the nomination committee of the Board, due to his personal commitments.

Mr. LIN Shei-yuan has confirmed that he has no disagreement with the Board and there are no other matters in respect of his resignation that need to be brought to the attention of the shareholders or securities holders of the Company.

The Board would like to take this opportunity to express its gratitude to Mr. LIN Shei-yuan for his contributions to the Company during his tenure of office as (1) an independent non-executive Director (2) a member of the audit committee, remuneration committee and executive committee of the Board, and (3) the chairman of the nomination committee of the Board.

Following the resignation of Mr. LIN Shei-yuan, the number of independent non-executive Directors falls below the minimum number as required under Rule 3.10(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). In addition, the number of members of the audit committee and the remuneration committee of the Board falls short of the requirements under Rule 3.21 of the Listing Rules, and falls below the minimum number required under the terms of reference of the audit committee and the remuneration committee of the Board. The Company is endeavouring to identify suitable candidate(s) to meet the required number of independent non-executive Directors as soon as practicable, with the relevant appointments to be made within three months from the effective date of Mr. LIN Shei-yuan’s resignation as required under Rules 3.11, 3.23 and 3.27 of the Listing Rules. Further announcement(s) will be made by the Company in relation to such appointment(s) as and when appropriate.

## **CONTINUED SUSPENSION OF TRADING**

Trading in the shares and debt securities of the Company on the Stock Exchange will remain suspended until further notice.

**Shareholders of the Company and potential investors should exercise caution when dealing in the shares or other securities of the Company.**

By Order of the Board  
**China Shanshui Cement Group Limited**  
**CHANG Zhangli**  
*Chairman*

Hong Kong, 20 July 2018

*As at the date of this announcement, the Board comprises two executive Directors, namely Mr. CHANG Zhangli and Ms. WU Ling-ling; and two independent non-executive Directors, namely Mr. CHANG Ming-cheng and Mr. LI Jianwei.*