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**CHINA TIANRUI GROUP CEMENT COMPANY LIMITED**

**中國天瑞集團水泥有限公司**

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

**(Stock Code: 1252)**

## **VOLUNTARY ANNOUNCEMENT**

This announcement is made by the board (“**Board**”) of directors of China Tianrui Group Cement Company Limited (“**Company**”) on a voluntary basis.

Reference is made to the circular (“**Circular**”) of the Company dated 31 October 2014 in relation to the amended deed of non-competition (“**Amended Non-competition Deed**”) which has been approved in the extraordinary general meeting of the Company on 17 November 2014, and the announcement (“**Announcement**”) of the Company dated 15 April 2015 in relation to acquisition of approximately 28.16% issued share capital (“**Shanshui Shares**”) of China Shanshui Cement Group Limited (691.HK) (“**Shanshui Cement**”, a company which is listed on the Main Board of the Stock Exchange of Hong Kong Limited) by Tianrui (International) Holding Company Limited, a wholly-owned subsidiary of Tianrui Group Company Limited which is owned as to 70% by Mr. Li Liufa (“**Chairman Li**”, the chairman, non-executive director and Controlling Shareholder of the Company). Unless stated otherwise, capitalized terms used herein shall have the same meaning as those defined in the Circular and the Announcement.

The Board has noticed the announcement (“**Recent Announcement**”) of Shanshui Cement dated 11 November 2015 in relation to, among others, the winding-up petition by Shanshui Cement and its application for appointment of provisional liquidators, and wishes to emphasize that the Company does not hold any shareholding interests in Shanshui Cement as at the date of this announcement, and the subject matter in the Recent Announcement does not have any adverse impact on the Company’s current operation.

Investors are advised to rely on information released by the Company, and to make investments in a rational manner and be aware of related risks.

By order of the Board  
**China Tianrui Group Cement Company Limited**  
**Li Liufa**  
*Chairman*

Ruzhou City, Henan Province, PRC, 12 November 2015

*As at the date of this announcement, the Board consists of:*

*Chairman and Non-executive Director*

Mr. Li Liufa

*Executive Directors*

Mr. Yang Yongzheng, Mr. Xu Wuxue and Mr. Li Jiangming

*Independent Non-executive Directors*

Mr. Kong Xiangzhong, Mr. Wang Ping and Mr. Du Xiaotang