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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)

**FURTHER DELAY IN DESPATCH OF CIRCULAR
CONTINUING CONNECTED TRANSACTION
AND MAJOR TRANSACTION
IN RELATION TO THE 2017 FRAMEWORK AGREEMENT PROVISION
OF MUTUAL GUARANTEES**

Reference is made to (1) the announcement dated 11 May 2017 issued by China Tianrui Group Cement Company Limited (the “**Company**”) in relation to, among others, the major transaction and continuing connected transactions contemplated under the 2017 Framework Agreement (the “**Announcement**”); and (2) the announcement of the Company dated 1 June 2017 (“**Delay Announcement**”) regarding the delay in despatch of the circular to postpone the despatch date of the circular to a date not later than 23 June 2017 (the “**Circular**”). Save as defined herein, capitalized terms used in this announcement shall have the same meanings as defined in the Announcement and the Delay Announcement.

As set out in the Delay Announcement, the Circular containing among others: (1) details of the 2017 Framework Agreement; (2) a letter from the Independent Board Committee of the Company; (3) a letter from the Independent Financial Adviser; and (4) a notice convening the EGM is expected to be despatched to the Shareholders on or before 23 June 2017.

As further additional time is required to finalise certain information to be included in the Circular, it is expected that the despatch of the Circular will be postponed to a date falling on or before 14 July 2017.

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

Ruzhou City, Henan Province, PRC, 23 June 2017

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

Chairman and Non-executive Director

Mr. Li Liufa

Executive Directors

Mr. Xu Wuxue, Mr. Li Jiangming and Mr. Ding Jifeng

Non-executive Directors

Mr. Li Heping and Mr. Yang Yongzheng

Independent Non-executive Directors

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

The Directors jointly and severally accept full responsibility for the accuracy of information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any such statement contained in this announcement misleading.