

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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)

ANNOUNCEMENT

This announcement is made by China Tianrui Group Cement Company Limited (the “**Company**”) pursuant to Rule 13.17 and Rule 13.18 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

As of the date of this announcement, the Company has been granted a loan facility (the “**Loan**”) which is up to a maximum amount of RMB80,000,000 provided by an independent third-party lender (the “**Lender**”) to Tianrui Group Zhengzhou Cement Company Limited (天瑞集團鄭州水泥有限公司), an indirect wholly-owned subsidiary of the Company as the borrower (“**Borrower**”) for 12-month term from drawdown which is secured by a pledge of 45,000,000 ordinary shares in the issued share capital of the Company (the “**Pledged Shares**”) by Yu Kuo Company Limited (煜闊有限公司) (“**Yu Kuo**”), the controlling shareholder of the Company, in favour of the Lender as security for the Loan. The Pledged Shares represent approximately 1.53% of the total issued shares of the Company as at the date of this announcement.

Yu Kuo is a company incorporated in the British Virgin Islands with limited liability, which is owned by Holy Eagle Company Limited (神鷹有限公司) (“**Holy Eagle**”) as to 51.25% and by Yu Qi Company Limited (煜祺有限公司) (“**Yu Qi**”) as to 48.75%. Both Holy Eagle and Yu Qi are wholly owned by Tianrui (International) Holding Company Limited(天瑞(國際)控股有限公司), which is wholly owned by Tianrui Group Company Limited(天瑞集團股份有限公司) (“**Tianrui Group**”), a company incorporated in the PRC with limited liability, which is 70% owned by Mr. Li Liufa (“**Mr. Li**”), the controlling shareholder of the Company and 30% owned by Ms. Li Fengluan (“**Ms. Li**”), the spouse of Mr. Li. As at the date of this announcement, Mr. Li and Ms. Li have an aggregate interest of approximately 69.58% of the issued share capital of the Company.

Pursuant to the terms of the Loan, among others, Tianrui Group should ultimately own not less than 50% shareholding of the Borrower. As at the date of this announcement, Tianrui Group beneficially owns approximately 69.58% of the total number of issued shares of the Company which indirectly wholly owns the Borrower. A breach of the above obligations will constitute an event of default under the terms of the Loan, upon default of which the Lender may demand for immediate repayment of the Loan.

The Company will make continuing disclosure in its subsequent interim and annual reports pursuant to the requirements of Rule 13.21 of the Listing Rules for so long as circumstances giving rise to the disclosure obligation under Rule 13.17 and 13.18 of the Listing Rules continue to exist.

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

Ruzhou City, Henan Province, PRC, 18 September 2023

As at the date of this announcement, the Board consists of Chairman and executive Director, Mr. Li Xuanyu; executive Directors, Ms. Li Fengluan, Mr. Ding Jifeng, Mr. Xu Wuxue and Mr. Li Jiangming; non-executive Director, Mr. Li Liufa; and independent non-executive Directors, Mr. Kong Xiangzhong, Mr. Wang Ping and Mr. Du Xiaotang.