

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.



Asia Cement (China) Holdings Corporation

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 743)

CLARIFICATION ANNOUNCEMENT

Reference is made to the circular (the “**Circular**”) of Asia Cement (China) Holdings Corporation (the “**Company**”) dated 13 April 2011 relating to the annual general meeting of the Company to be held on 30 May 2011. Unless otherwise defined in this announcement, capitalized terms shall have the same meanings as defined in the Circular.

The Company wishes to clarify that in the explanatory statement (the “**Explanatory Statement**”) as set out in Appendix I of the Circular, the last two paragraphs of section 8 of the Explanatory Statement should be read as follows:

“If the Directors exercise in full the power to repurchase Shares pursuant to the Share Repurchase Mandate and assuming that there will be no change in the issued share capital of the Company and no alterations to the existing shareholding of Asia Cement, the shareholding of Asia Cement will be increased to approximately 81.11% of the issued share capital of the Company. The Directors believe that such an increase of shareholding will not give rise to an obligation to make a mandatory offer under Rules 26 and 32 of the Takeovers Code.

The Directors do not have any present intention to exercise the Share Repurchase Mandate to the extent that the number of Shares held by the public would be reduced to less than 25% of the Shares in issue, or to the extent that would result in an obligation to make a mandatory offer under Rules 26 and 32 of the Takeovers Code. Based on the information known to date, the Directors are not aware of any consequences which would arise under the Takeovers Code as a consequence of any repurchases pursuant to the Share Repurchase Mandate.”

Further, with reference to the details of the directors proposed to be re-elected as set out in Appendix II of the Circular and pursuant to Rule 13.51(2)(e) of the Listing Rules, Company wishes to clarify that Mr. LIN, Seng-chang and Dr. WU, Chung-lih are not related to any Directors, senior management, substantial or controlling shareholders of the Company.

By order of the Board
Asia Cement (China) Holdings Corporation
Mr. HSU, Shu-tong
Chairman

Hong Kong, 4 May 2011

As at the date of this announcement, the executive Directors are Mr. CHANG Tsai-hsiung, Madam CHIANG SHAO Ruey-huey, Mr. CHANG Chen-kuen, Mr. LIN Seng-chang and Dr. WU Chung-lih, the non-executive Director and Chairman is Mr. HSU Shu-tong, the independent non-executive Directors are Mr. LIU Zhen-cao, Mr. LEI Qian-zhi, Mr. TSIM Tak-lung Dominic and Dr. WONG Ying-ho Kennedy.