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Asia Cement (China) Holdings Corporation

亞洲水泥(中國)控股公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 743)

CLARIFICATION ANNOUNCEMENT

REVISED FORM OF PROXY FOR THE ANNUAL GENERAL MEETING

Reference is made to the form of proxy published on 2 April 2019 (the “**Original Form of Proxy**”) for the use at the annual general meeting (“**AGM**”) of Asia Cement (China) Holdings Corporation (“**Company**”) to be held on 23 May 2019.

The board of directors (the “**Directors**”) of the Company (the “**Board**”) would like to clarify an inadvertent typographical error in the original resolutions No. 5 to No. 7 (the “**Resolutions**”) in the English version of the Original Form of Proxy, which should be revised and superseded by the following:

5. To give a general mandate to the Directors to issue, allot and deal with additional shares of the Company not exceeding 20% of the total number of issued shares of the Company as at the date of passing of this resolution.
6. To give a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company as at the date of passing of this resolution.
7. To extend the general mandate granted to the Directors to issue, allot and deal with additional shares in the capital of the Company by the aggregate number of the shares repurchased by the Company pursuant to the mandate by resolution no. 6.

The Board hereby clarifies that the Resolutions in the Chinese version of the Original Form of Proxy are correct.

A revised form of proxy (the “**Revised Form of Proxy**”) reflecting the above amendment will be available on the website of the Company (<http://www.achc.com.cn>) and the website of The Stock Exchange of Hong Kong Limited (<http://www.hkexnews.hk>). The date, time and address for holding the AGM remain unchanged.

Shareholders should note that:

- (i) If a Shareholder who has not completed and lodged the Original Form of Proxy and wish to attend the AGM by proxy is required to complete and lodge the Revised Form of Proxy. In this case, the Original Proxy Form should not be lodged.
- (ii) If a Shareholder who has already lodged the Original Form of Proxy with the Company's branch share registrar, the Original Form of Proxy will be treated as the valid form of proxy lodged by such Shareholder if correctly completed. The proxy so appointed pursuant to the Original Form of Proxy will also be entitled to vote at his or her discretion on any resolutions duly put to the AGM. If the Revised Form of Proxy is correctly completed and duly lodged not less than 48 hours before the time for holding the AGM, then the Revised Form of Proxy will supersede and replace the Original Form of Proxy previously lodged by the Shareholder and will be treated to be the valid form of proxy lodged by the Shareholder.
- (iii) Completion and delivery of the Original Form of Proxy and/or the Revised Form of Proxy will not preclude Shareholders from attending and voting in person at the AGM or at any adjourned meeting should they so wish.

By Order of the Board
Asia Cement (China) Holdings Corporation
HSU Shu-tong
Chairman

Hong Kong, 9 April 2019

As at the date of this announcement, the executive Directors are Mr. HSU Shu-ping, Mr. CHANG Tsai-hsiung, Dr. WU Chung-lih, Mr. CHANG Chen-kuen, Mr. LIN Seng-chang and Ms. WU Ling-ling, the non-executive Director and Chairman is Mr. HSU Shu-tong, the independent non-executive Directors are Mr. TSIM Tak-lung Dominic, Mr. WANG Wei, Mr. LEE Kao-chao and Dr. WANG Kuo-ming.