

**Huaxin Cement Co., Ltd.**  
**Announcement on Resolution of**  
**the Second Extraordinary Shareholders' General Meeting 2018**

To the best of our knowledge, the Board of Directors of the Company and its members confirm that there is no material false or misleading statement or material omission in this announcement and shall be severally and jointly liable for the truthfulness, accuracy and completeness of its content.

**Important Notice:**

- Proposal be voted down: Nil

**I. Convening and Presence of the Meeting**

(I) Convening Time: November 29, 2018

(II) Convening Venue: Meeting Room on the 22nd floor of Tower B, Huaxin Tower, No. 426 Gaoxin Avenue, East Lake High-tech Development Zone, Wuhan City, Hubei Province

(III) Information of Present Ordinary Shareholders and Shares They Hold:

1. Number of present shareholders and proxies	103
Includes: Shareholders of A share	20
Shareholders of domestic listed foreign shares (B share)	83
2. Total voting shares held by present shareholders (share)	973,596,093
Includes: Total shares held by A share shareholders	588,218,536
Total shares held by Shareholders of domestic listed foreign shares (B share)	385,377,557
3. The proportion of voting shares held by present shareholders to total voting right shares of the Company (%)	65.0116
Includes: The proportion of voting right shares held by present A share shareholders to total shares of the Company (%)	39.2781
The proportion of voting right shares held by present B share shareholders to total shares of the Company (%)	25.7335

(IV) Whether the way of voting complies with the provisions of the *Company Law* and the *Articles of Association of the Company* and the presiding of the Meeting

The Meeting was convened by the Board of Directors, and presided by Mr. Xu Yongmo, the

Chairman of the Board of Directors. The Meeting adopted a voting method of on-site voting combined with online voting. The calling and convening procedures, qualification of attendees, share registration and voting procedure of the Meeting were in compliance with the stipulations contained in the *Company Law*, the *Rules of Shareholders' General Meeting of Listed Companies* and the *Articles of Association of the Company*.

(V) Presence of Directors, Supervisors and Secretary to the Board

1. 6 of the 9 Directors of the Company were present at the Meeting, Director Mr. Roland Koehler and Ms. Geraldine Picaud did not attend the Meeting for they had other commitments. Mr. Ian Riley did not attend the Meeting.
2. 5 of the 5 Supervisors of the Company were present at the Meeting.
3. Secretary to the Board Mr. Wang Ximing was present at the Meeting.

**II. Review on the Proposals**

(I) Proposals Voted by Non- cumulative Voting

1. Proposal on Removing Mr. Ian Riley's Post as the Director of the Ninth Board of Directors of the Company Proposed by the Shareholder Holchin B.V.

Voting result: Pass

Information of the Voting:

Shareholder type	Affirmative		Negative		Abstention	
	Number	%	Number	%	Number	%
A share	588,212,836	99.9990	5,700	0.0010	0	0.0000
B share	385,377,557	100.0000	0	0.0000	0	0.0000
Total Number of the ordinary shares	973,590,393	99.9994	5,700	0.0006	0	0.0000

(II) Relevant information on the proposal voting

This voting item of the Shareholders' General Meeting is ordinary voting matter. Ordinary resolution made by the Shareholders' General Meeting shall be passed by over half the voting rights held by shareholders (including shareholder proxy) present at the meeting.

III. Witness by Lawyers

1. Name of the Law Firm: Hubei Sunshine Law Firm

Lawyers: Ms. Han Jing, Ms. Wu Wenxin

2. Conclusion of the opinions:

Through on-site verification, we consider that, the calling and convening procedures of the Meeting were in compliance with the relevant laws, administrative regulations, the Rules of Procedure of Shareholders' General Meeting and Articles of Association of the Company; qualification of attendees and the convener were legitimate and valid; voting procedure and the

voting results of the Meeting were legitimate and valid.

IV. Documents for Inspection:

1. Resolution of the Shareholders' General Meeting with the official seal of the Board of Directors and signatures of all present Directors and the recorder;
2. Letter of Legal Opinions with the official seal and signature of the Head of Hubei Sunshine Law Firm

Huaxin Cement Co., Ltd.

November 30, 2018