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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)

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**”).

On the date of this announcement, the Company has drawn a loan facility (the “**Loan**”) in an aggregate amount of US\$49,570,000 provided by an independent third-party lender (the “**Lender**”) to the Company for an initial term of 24 months which is secured by a pledge of 140,000,000 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 pursuant to a share charge agreement dated 21 July 2020. The Pledged Shares represent approximately 4.76% 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), 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, Mr. Li and Ms. Li are required to collectively own, whether directly or indirectly, at least 51% of the entire issued share capital of the Company, 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 Liufa
Chairman

Ruzhou City, Henan Province, PRC, 25 August 2020

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