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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)**

**(1) APPOINTMENT OF EXECUTIVE DIRECTOR; AND  
(2) CHANGE OF JOINT COMPANY SECRETARY AND  
AUTHORISED REPRESENTATIVE**

The Board of Directors (the “Board”) of China Tianrui Group Cement Company Limited (the “Company”) announces that, with effect from 15 May 2017:

**APPOINTMENT OF EXECUTIVE DIRECTOR**

Mr. Ding Jifeng has been appointed as an executive director of the Company.

**CHANGE OF JOINT COMPANY SECRETARY AND AUTHORISED  
REPRESENTATIVE**

Ms. Kwong Yin Ping Yvonne has resigned as the joint company secretary and authorized representative of the Company; Ms. Ng Ching Mei has been appointed as the joint company secretary and authorized representative of the Company.

**APPOINTMENT OF EXECUTIVE DIRECTOR**

The Board has appointed Mr. Ding Jifeng (丁基峰) (“Mr. Ding”) as an executive director of the Company with effect from 15 May 2017.

Mr. Ding’s biographical information is set out as follows:

Mr. Ding Jifeng (丁基峰), male, aged 47, is a general manager of our Group (the Company and its subsidiaries are collectively referred to as our “Group”). Mr. Ding joined our Group in December 2007 and has worked as deputy general manager of Tianrui Group Zhoukou Cement Company Limited (天瑞集團周口水泥有限公司), deputy general manager of Tianrui Group Zhengzhou Cement Company Limited (天瑞集團鄭州水泥有限公司), general manager of Zhengzhou Tianrui Cement Company Limited (鄭州天瑞水泥有限公司), chairman and the general manager of Weihui Tianrui Cement Company Limited (衛輝市天瑞水泥有限公司) ever since. He has extensive experience in the cement industry and is primarily responsible for the daily sales, administrative and human resources management of our Group. Before joining our Group, he served in Jiaxian Tian Guang Group Company Limited (郟縣天廣集團有限公司) and Pingdingshan Xingfeng Group Company Limited (平頂山星峰集團有限責任公司) since 1991. Mr. Ding graduated from Henan University in 1996, majoring in economic management. He has the title of “Economist”.

Mr. Ding has not held any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the three years prior to the date of this announcement.

As at the date of this announcement, Mr. Ding does not have any interest in the shares of the Company (the “Shares”) within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “SFO”).

Mr. Ding does not have any relationship with any of the Company’s directors, senior management, substantial Shareholders or controlling Shareholders.

Mr. Ding has entered into a service agreement with the Company for a term of 3 years with effect from 15 May 2017 subject to re-election. He is subject to retirement but eligible for re-election at the next general meeting of the Company. Thereafter, he is subject to retirement by rotation and re-election in accordance with the articles of association of the Company. Mr. Ding shall be entitled to an annual fee in a sum of RMB700,000 which has been determined by the Board with reference to the prevailing market conditions, his duties and responsibilities.

Save as disclosed above, there are no other matters that need to be brought to the attention of the Shareholders in connection with Mr. Ding’s appointment as an executive director and there is no other information required to be disclosed pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities on the Stock Exchange (the “Listing Rules”).

The Board would like to take this opportunity to welcome Mr. Ding on his appointment.

#### **CHANGE OF JOINT COMPANY SECRETARY AND AUTHORISED REPRESENTATIVE**

The Board announces that Ms. Kwong Yin Ping Yvonne (“Ms. Kwong”) resigned as the joint company secretary and authorized representatives of the Company with effect from 15 May 2017. Ms. Kwong confirmed that she has no disagreement with the Board and there is nothing relating to her resignation that needs to be brought to the attention of the shareholders of the Company. The Board would like to express its gratitude to the contributions of Ms. Kwong to the Company during her tenure of service.

The Board further announces that Ms. Ng Ching Mei (吳靜薇) (“Ms. Ng”) has been appointed as the joint company secretary and authorized representative of the Company with effect from 15 May 2017.

Ms. Ng’s biographical information is set out as follows:

Ms. Ng holds a Bachelor Degree of Business Administration in Accounting and Finance from the University of Hong Kong and is a member of the Hong Kong Institute of Certified Public Accountants. She has extensive experience in auditing, finance and accounting gained from multinational corporations and an international accounting firm. She was the company secretary of Sanmenxia Tianyuan Aluminum Company Limited (a company previously listed on The Stock Exchange of Hong Kong Limited with the stock code of 8253.HK) from April 2014 to September 2015.

The Board would like to take this opportunity to welcome Ms. Ng on her appointment.

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

Hong Kong, 15 May 2017

*As at the date of this announcement, the Board consists of:*

*Chairman and Non-executive Director*

Mr. Li Liufa

*Executive Directors*

Mr. Li Jiangming, Mr. Xu Wuxue and Mr. Ding Jifeng

*Non-executive Directors*

Mr. Li Heping and Mr. Yang Yongzheng

*Independent Non-executive Directors*

Mr. Kong Xiangzhong, Mr. Du Xiaotang and Mr. Wang Ping