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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)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 18 MAY 2012

Reference is made to the circular (the “**Circular**”) of China Tianrui Group Cement Company Limited (the “**Company**”) and the notice of the Annual General Meeting (the “**Notice**”) issued to the Shareholders, both dated 18 April 2012. Unless the context requires otherwise, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular and the Notice.

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce the poll results of the Annual General Meeting of the Company held at 9:00 a.m. on Friday, 18 May 2012 at No. 63 Guangcheng Road East, Ruzhou City, Henan Province, PRC.

The Annual General Meeting was presided over by Liu Wenying, the chairman of the Company.

As at the date of the Annual General Meeting, the total number of issued Shares of the Company was 2,400,900,000 Shares, being the total number of Shares entitling the Shareholders to attend and vote for or against all the proposed resolutions at the Annual General Meeting. There were no Shareholders of the Company entitled to attend and abstain from voting in favour any resolutions proposed to the Shareholders at the Annual General Meeting as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) nor any Shareholders of the Company is required under the Listing Rules to abstain from voting at the Annual General Meeting.

All the resolutions at the Annual General Meeting were put to vote by the Shareholders by way of poll and were duly passed.

The Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer for the vote-taking at the Annual General Meeting.

Ordinary Resolutions		Number of votes (%)		Total number of votes
		For	Against	
1	To consider and approve the audited consolidated financial statements and the reports of the Directors and the independent auditor for the year ended 31 December 2011.	2,000,267,000 (100%)	0 (0%)	2,000,267,000
The resolution was duly passed as an ordinary resolution.				
2(i)(a)	To re-elect Mr. Li Liufa as a non-executive Director.	2,000,267,000 (100%)	0 (0%)	2,000,267,000
The resolution was duly passed as an ordinary resolution.				
2(i)(b)	To re-elect Mr. Li Heping as an executive Director.	2,000,267,000 (100%)	0 (0%)	2,000,267,000
The resolution was duly passed as an ordinary resolution.				
2(i)(c)	To re-elect Mr. Liu Wenying as an executive director;	2,000,267,000 (100%)	0 (0%)	2,000,267,000
The resolution was duly passed as an ordinary resolution.				
2(i)(d)	To re-elect Mr. Yu Yagang as an executive director;	2,000,267,000 (100%)	0 (0%)	2,000,267,000
The resolution was duly passed as an ordinary resolution.				
2(i)(e)	To re-elect Mr. Tang Ming Chien as a non-executive director;	2,000,267,000 (100%)	0 (0%)	2,000,267,000
The resolution was duly passed as an ordinary resolution.				
2(i)(f)	To re-elect Mr. Wang Yanmou as an independent non-executive director;	2,000,267,000 (100%)	0 (0%)	2,000,267,000
The resolution was duly passed as an ordinary resolution.				
2(i)(g)	To re-elect Mr. Poon Chiu Kwok as an independent non-executive director;	2,000,267,000 (100%)	0 (0%)	2,000,267,000
The resolution was duly passed as an ordinary resolution.				
2(i)(h)	To re-elect Mr. Song Quanqi as an independent non-executive director;	2,000,267,000 (100%)	0 (0%)	2,000,267,000
The resolution was duly passed as an ordinary resolution.				

2(i)(i)	To re-elect Mr. Ma Chun Fung Horace as an independent non-executive director;	2,000,267,000 (100%)	0 (0%)	2,000,267,000
The resolution was duly passed as an ordinary resolution.				
2(ii)	To authorise the Board to fix the remuneration of the Directors.	2,000,267,000 (100%)	0 (0%)	2,000,267,000
The resolution was duly passed as an ordinary resolution.				
3	To re-appoint Deloitte Touche Tohmatsu as auditors of the Company and to authorise the Board to fix their remuneration.	2,000,267,000 (100%)	0 (0%)	2,000,267,000
The resolution was duly passed as an ordinary resolution.				
4(A)	To grant a general mandate to the Directors to allot, issue and deal with the Shares in accordance with ordinary resolution number 4(A) as set out in the notice of the Annual General Meeting dated 18 April 2012.	2,000,000,000 (99.99%)	267,000 (0.01%)	2,000,267,000
The resolution was duly passed as an ordinary resolution.				
4(B)	To grant a general mandate to the Directors to repurchase the Shares in accordance with ordinary resolution number 4(B) as set out in the notice of the Annual General Meeting dated 18 April 2012.	2,000,267,000 (100%)	0 (0%)	2,000,267,000
The resolution was duly passed as an ordinary resolution.				
4(C)	Conditional upon passing of ordinary resolutions number 4(A) and 4(B), to extend the general mandate granted to the Directors to allot, issue and deal with additional Shares by the number of Shares repurchased in accordance with ordinary resolution number 4(B) as set out in the notice of the Annual General Meeting dated 18 April 2012.	2,000,000,000 (99.99%)	267,000 (0.01%)	2,000,267,000
The resolution was duly passed as an ordinary resolution.				

This announcement is available for viewing on the designated website of Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk and on the website of the Company at www.trcement.com.

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

Ruzhou City, Henan Province, PRC, 18 May 2012

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

Chairman and Non-executive Director

Mr. Li Liufa

Executive Directors

Mr. Li Heping, Mr. Liu Wenying and Mr. Yu Yagang

Non-Executive Director

Mr. Tang Ming Chien

Independent Non-executive Directors

Mr. Wang Yanmou, Mr. Poon Chiu Kwok, Mr. Song Quanqi and Mr. Ma Chun Fung Horace.