
DEFINITIONS

In this document, unless the context otherwise requires, the following terms shall have the meanings set forth below. Certain other terms are explained in the section headed "Glossary of Technical Terms" in this document.

"affiliate(s)"	any other person, directly or indirectly, controlling or controlled by or under direct or indirect common control with a specified person
"Articles" or "Articles of Association"	the articles of association of our Company, adopted on September 2, 2009 and as amended from time to time
"Audit Committee"	the audit committee of the Board
"Board" or "Board of Directors"	the board of directors of our Company
"business day"	any day (excluding Saturday, Sunday or public holidays) on which banks in Hong Kong are generally open for normal banking business
"BVI"	the British Virgin Islands
"Cayman Companies Law"	the Companies Law, Cap. 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands
"Clear Bright"	Clear Bright Investments Limited (晴朗投資有限公司), a company incorporated in the BVI on January 8, 2003 with limited liability and a wholly-owned subsidiary of our Company
"China Resources Holdings"	China Resources (Holdings) Company Limited (華潤(集團)有限公司), a state-owned company incorporated in Hong Kong on July 8, 1983 with limited liability and the controlling shareholder of our Company
"China Resources Holdings Group"	China Resources Holdings and its subsidiaries
"Companies Ordinance"	the Companies Ordinance (Chapter 32 of the Laws of Hong Kong), as amended and supplemented from time to time
"Company" or "our Company"	China Resources Cement Holdings Limited (華潤水泥控股有限公司), a limited liability company incorporated on March 13, 2003 in the Cayman Islands
"CR Gas"	China Resources Gas Group Limited (華潤燃氣控股有限公司) (stock code 01193), a limited liability company incorporated in Bermuda and a subsidiary of China Resources Holdings. Its shares are listed on the Main Board of the Hong Kong Stock Exchange. Its immediate former name is China Resources Logic Limited
"CR Gas Group"	CR Gas and its subsidiaries

DEFINITIONS

“CR Metals & Minerals”	China Resources Metals & Minerals Company Limited (華潤五金礦產有限公司), a company incorporated in Hong Kong with limited liability on September 16, 1983 and an indirect wholly-owned subsidiary of China Resources Holdings
“CRC Investments”	China Resources Cement Investments Limited (華潤水泥投資有限公司), a limited liability company incorporated in the PRC on July 18, 2004 and a wholly-owned subsidiary of our Company
“CRCEG Shenzhen Enterprises”	China Railway Construction Engineering Group Shenzhen Enterprises Company Limited (中鐵建廠工程局深圳實業公司), a state-owned enterprise of the PRC
“CRH Group”	China Resources Holdings and its subsidiaries (excluding our Group)
“CR Precast”	China Resources Precast Concrete Limited, a limited liability company incorporated on December 14, 2005 in the BVI
“CSRC”	the China Securities Regulatory Commission (中國證券監督管理委員會)
“Director(s)”	one or all of the director(s) of our Company
“Dongguan Cement”	Dongguan Huarun Cement Manufactory Co., Ltd. (東莞華潤水泥廠有限公司), a sino foreign equity joint venture established on May 23, 1994 in the PRC and a wholly-owned subsidiary of our Company
“Dongguan Concrete”	China Resources Concrete (Dongguan) Company Limited (東莞華潤混凝土有限公司), a limited liability company incorporated on June 24, 2002 in the PRC and a wholly-owned subsidiary of our Company
“Dongguan Metals & Minerals”	Dongguan Metals and Minerals Import and Export Ltd. (廣東省東莞五金礦產進出口有限公司), an Independent Third Party
“Enlarged Group”	the hypothetical entity created to demonstrate the effect of the acquisition of an aggregate of 63.44% equity interest in Hainan Cement by our Group
“Fangchenggang Cement”	China Resources Cement (Fangchenggang) Limited (華潤水泥(防城港)有限公司), a limited liability company incorporated on December 16, 2005 in the PRC and a wholly-owned subsidiary of our Company
“Flavour Glory”	Flavour Glory Limited, a limited liability company incorporated in the BVI on January 2, 2003 and a wholly-owned subsidiary of our Company
“Fuchuan Cement”	China Resources Cement (Fuchuan) Limited (華潤水泥(富川)有限公司), a wholly foreign owned enterprise established on May 9, 2008 in the PRC and a wholly-owned subsidiary of our Company

DEFINITIONS

"Group," "our Group," "we" or "us"	our Company and its subsidiaries
"Guangxi"	the Guangxi Zhuang Autonomous Region of the PRC
"Guigang Cement"	China Resources Cement (Guigang) Limited (華潤水泥(貴港)有限公司), a limited liability company incorporated in the PRC on January 12, 2004 and a wholly-owned subsidiary of our Company
"Guo Tou"	SDIC Assets Management Co. (國投資產管理有限公司), a wholly-owned subsidiary of the State Development & Investment Corporation (國家開發投資公司)
"Hainan Cement"	SDIC Hainan Cement Co., Ltd. (國投海南水泥有限責任公司), a limited liability company incorporated in the PRC on July 31, 1997
"HK\$," "Hong Kong Dollars" or "HK Dollars"	Hong Kong Dollars, the lawful currency of Hong Kong
"HKFRS"	Hong Kong Financial Reporting Standards, which include Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards and their interpretation issued by the Hong Kong Institute of Certified Public Accountants
"HKICPA"	the Hong Kong Institute of Certified Public Accountants
"Hong Kong" or "HK"	the Hong Kong Special Administrative Region of the People's Republic of China
"Hong Kong Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Hongshuihe Cement"	Guangxi China Resources Hongshuihe Cement Co., Ltd. (廣西華潤紅水河水泥有限公司), a sino foreign equity joint venture established on December 24, 2001 in the PRC and a 70%-owned subsidiary of our Company
"Independent Third Party(ies)"	party(ies) which is/are independent of and not connected with any of our Directors, chief executives, substantial shareholders of our Company or any of its subsidiaries or any of their associates
"Latest Practicable Date"	September 11, 2009, being the latest practicable date prior to the printing of this document for ascertaining certain information contained in this document
"Listing Rules"	the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange, as amended from time to time
"Main Board"	the stock exchange operated by the Hong Kong Stock Exchange which is independent from and operated in parallel with the Growth Enterprise Market. For the avoidance of doubt, the Main Board excludes the Growth Enterprise Market

DEFINITIONS

“Memorandum”	the amended and restated memorandum of association of our Company adopted on September 2, 2009, as amended from time to time
“MEP”	Ministry of Environmental Protection of the PRC (中國環境保護部), formerly known as SAEP
“Minmetals Holdings”	China Resources Machinery and Minmetals (Holdings) Co., Limited (華潤機械五礦(集團)有限公司), a company incorporated in Hong Kong with limited liability on September 19, 1997 and a wholly-owned subsidiary of China Resources Holdings
“MOFCOM”	the Ministry of Commerce of the PRC (中國商務部) or its predecessor, the Ministry of Foreign Trade and Economic Cooperation of the PRC (中華人民共和國對外貿易經濟合作部)
“Nanning Cement”	China Resources Cement (Nanning) Limited (華潤水泥(南寧)有限公司), a limited liability company incorporated in the PRC on November 9, 2004 and a wholly-owned subsidiary of our Company
“National People’s Congress”	the National People’s Congress of the PRC (全國人民代表大會), the legislative apparatus of the PRC
“NDRC”	the National Development and Reform Commission (中華人民共和國國家發展和改革委員會), a macroeconomic management agency under the State Council, which studies and formulates policies for economic and social development, maintains a balance of economic aggregates and guides the restructuring of the overall economic system
“New M&A Rules”	the Regulations on Mergers and Acquisitions of Domestic Enterprises by Foreign Investors (關於外國投資者併購境內企業的規定) promulgated on August 8, 2006 by MOFCOM, SASAC, State Administration of Taxation, CSRC, SAIC and SAFE and effective on September 8, 2006
“Nomination Committee”	the nomination committee of our Board
“PBOC”	People’s Bank of China (中國人民銀行), the central bank of the PRC
“PBOC Rate”	the exchange rate for foreign exchange transactions set daily by the PBOC based on the previous day’s China interbank foreign exchange market rate and with reference to current exchange rates on the world financial markets
“Pingnan Cement”	China Resources Cement (Pingnan) Limited (華潤水泥(平南)有限公司), a limited liability company incorporated in the PRC on November 4, 2003 and a non-wholly-owned subsidiary of our Company

DEFINITIONS

“PRC” or “China”	the People’s Republic of China, which for the purposes of this document, excludes Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
“PRC EIT law”	the PRC Enterprise Income Tax Law (中華人民共和國企業所得稅法), promulgated on March 16, 2007 by the National People’s Congress and effective on January 1, 2008
“PRC GAAP”	the generally accepted accounting principles of the PRC
“PRC Government” or “State”	the central government of the PRC, including all political subdivisions (including provincial, municipal and other regional or local government entities) and its organs or, as the context requires, any of them
“PRC Labor Law”	the Labor Contract Law (中華人民共和國勞動合同法) promulgated by the Standing Committee of the National People’s Congress on June 29, 2007 and became effective on January 1, 2008
“Redland Concrete”	Redland Concrete Limited, a company incorporated in Hong Kong with limited liability on February 28, 1986 and a wholly-owned subsidiary of our Company. Redland Concrete was disposed of by our Group in December 2007 and was re-acquired by our Group from CR Gas on December 31, 2008
“Redland Concrete Group”	Redland Concrete and its subsidiaries
“Redland Precast”	Redland Precast Concrete Products Limited, a company incorporated in Hong Kong with limited liability on July 25, 1991 and an indirect wholly-owned subsidiary of China Resources Holdings
“Remuneration Committee”	the remuneration committee of our Board
“Reorganization”	the reorganization of our Group, details of which are set out in the section headed “History and Reorganization” in this document
“Rich Team”	Rich Team Resources Limited, a company incorporated in the BVI with limited liability on October 30, 2007 and a wholly-owned subsidiary of our Company since December 31, 2008. The entire equity issued share capital of Rich Team Resources Limited was acquired by us on December 31, 2008.
“Rich Team Group”	Rich Team and its subsidiaries. The Rich Team Group includes the Redland Concrete Group
“RMB” or “Renminbi”	Renminbi yuan, the lawful currency of China
“SAEP”	the PRC State Administration for Environmental Protection (中國國家環保總局)

DEFINITIONS

"SAFE"	the PRC State Administration of Foreign Exchange (中國國家外匯管理局)
"SAIC"	the PRC State Administration for Industry and Commerce (中國國家工商行政管理總局)
"SAPS"	the PRC State Administration of Production Safety (中國國家安全生產監督管理總局)
"SASAC"	the State-owned Assets Supervision and Administration Commission of the PRC State Council (中國國務院國有資產監督管理委員會)
"SFC"	the Securities and Futures Commission of Hong Kong
"SFO"	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended and supplemented from time to time
"Shangsi Cement"	China Resources Cement (Shangsi) Limited (華潤水泥(上思)有限公司), a wholly foreign owned enterprise established on January 15, 2008 in the PRC and a wholly-owned subsidiary of our Company
"Share(s)"	our ordinary share(s) of nominal value of HK\$0.10 each
"Shareholder(s)"	holder(s) of the Share(s)
"Shenzhen Concrete"	China Resources Concrete (Shenzhen) Company Limited (深圳華潤混凝土有限公司), a limited liability company incorporated in the PRC on March 26, 2002 and a wholly-owned subsidiary of our Company
"Smooth Concept"	Smooth Concept Investments Limited, a company incorporated with limited liability in the BVI on February 13, 2006 and an approximate 99.9%-owned subsidiary of China Resources Holdings
"Southern China"	Guangxi, Guangdong, Fujian and Hainan
"State Administration of Taxation"	the PRC State Administration of Taxation (中國國家稅務總局)
"State Council"	the PRC State Council (中國國務院)
"Takeovers Code"	the Hong Kong Code on Takeovers and Mergers
"Track Record Period"	the financial years ended December 31, 2006, 2007 and 2008 and the six months ended June 30, 2009
"United States" or "U.S." or "US"	the United States of America
"US\$" or "US Dollars"	United States Dollars, the lawful currency of the United States

DEFINITIONS

“WFOE(s)”	wholly-foreign owned enterprise(s) in the PRC
“Zhanjiang Hongshuihe Cement”	Zhanjiang China Resources Hongshuihe Cement Company Limited (湛江華潤紅水河水泥有限公司), a limited liability company incorporated in the PRC on March 3, 2003 and a wholly-owned subsidiary of our Company

The terms “associate,” “connected person,” “connected transaction,” “subsidiary,” “controlling shareholder” and “substantial shareholder” shall have the meanings given to such terms in the Listing Rules, unless the context otherwise requires.

In this document, if there is any inconsistency between the Chinese names of the entities or enterprises established in China, the PRC nationals, departments, certificates, laws and regulations and their English translations, the Chinese names shall prevail. English translations of company names in Chinese or another language and Chinese translations of company names in English are for identification purposes only.