

Unless otherwise defined in this announcement, capitalized terms used in this announcement shall have the same meanings as those defined in the prospectus dated 1 June 2012 (the “Prospectus”) issued by Dongwu Cement International Limited (the “Company”).

This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for the Shares. Potential investors should read the Prospectus for detailed information about the Global Offering described below before deciding whether or not to invest in the Offer Shares.

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DONGWU CEMENT INTERNATIONAL LIMITED

東吳水泥國際有限公司

(Incorporated in the Cayman Islands with limited liability)

GLOBAL OFFERING

- Number of Offer Shares** : 125,000,000 Shares (comprising 75,000,000 new Shares to be offered by the Company and 50,000,000 Sale Shares to be offered by the Selling Shareholder, subject to the Over-allotment Option)
- Number of International Placing Shares** : 112,500,000 Shares (comprising 62,500,000 new Shares to be offered by the Company and 50,000,000 Sale Shares to be offered by the Selling Shareholder, subject to re-allocation and the Over-allotment Option)
- Number of Hong Kong Offer Shares** : 12,500,000 Shares (subject to re-allocation)
- Maximum Offer Price** : HK\$1.28 per Offer Share, payable in full on application in Hong Kong dollars, plus brokerage of 1%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005% and subject to refund
- Nominal value** : HK\$0.01 per Share
- Stock code** : 695

Sole Sponsor



Guotai Junan Capital Limited

Sole Global Coordinator, Bookrunner and Lead Manager



Guotai Junan Securities (Hong Kong) Limited

An application has been made by the Company to the Listing Committee of the Stock Exchange for the granting of the approval for the listing of, and permission to deal in, the Shares in issue and to be issued pursuant to the Global Offering (including any additional Shares which may be issued by the Company pursuant to the exercise of the Over-allotment Option) and any Shares which may be issued under the Share Option Scheme as described in the Prospectus. In the event the Over-allotment Option is exercised, an announcement will be made by the Company.

The Company is initially offering 12,500,000 Hong Kong Offer Shares (subject to re-allocation) under the Hong Kong Public Offer; and the Company and the Selling Shareholder are initially offering 112,500,000 International Placing Shares in aggregate, comprising 62,500,000 new Shares initially offered by the Company for subscription and 50,000,000 Sale Shares offered by the Selling Shareholder for purchase (subject to re-allocation and the Over-allotment Option) under the International Placing, at the Offer Price, representing approximately 10% and 90% of the total number of Offer Shares initially available under the Global Offering respectively. The allocation of the Shares between the Hong Kong Public Offer and the International Placing is subject to re-allocation as stated in the section headed “Structure of the Global Offering – Re-allocation of Offer Shares between the Hong Kong Public Offer and the International Placing” in the Prospectus.

In connection with the Global Offering, the Company is expected to grant the Over-allotment Option to the International Underwriters, exercisable by the Sole Global Coordinator on behalf of the International Underwriters. Pursuant to the Over-Allotment Option, the Sole Global Coordinator has the right, exercisable at any time from the date of the International Placing Agreement until 30 days after the last date for the lodging of applications under the Hong Kong Public Offer, to require the Company to issue and allot up to 18,750,000 additional Offer Shares (representing approximately 15% of the Offer Shares initially available under the Global Offering), at the Offer Price to cover, among other things, over-allocations in the International Placing, if any.

APPLICATION FOR THE HONG KONG OFFER SHARES WILL ONLY BE CONSIDERED ON THE BASIS OF THE TERMS AND CONDITIONS OF THE PROSPECTUS AND THE RELATED APPLICATION FORMS

Applicants who would like the allotted Hong Kong Offer Shares to be issued in their own names should either: (i) complete and sign the **White** Application Forms; or (ii) submit applications online through the designated website of the White Form eIPO Service Provider at **www.eipo.com.hk** via the **White Form eIPO** service. Applicants who would like the allotted Hong Kong Offer Shares to be issued in the name of HKSCC Nominees and deposited directly into CCASS for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participants maintained in CCASS should either: (i) complete and sign the **Yellow** Application Forms; or (ii) give **Electronic Application Instructions** to HKSCC via CCASS.

Copies of the Prospectus, together with the **White** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Friday, 1 June 2012 until 12:00 noon on Wednesday, 6 June 2012 at:

(i) any of the following addresses of the Hong Kong Underwriters:

1. Guotai Junan Securities (Hong Kong) Limited
27th Floor, Low Block, Grand Millennium Plaza, 181 Queen's Road Central, Hong Kong
2. Shenyin Wanguo Capital (H.K.) Limited
28th Floor, Citibank Tower, Citibank Plaza, 3 Garden Road, Central, Hong Kong
3. Ample Orient Capital Limited
Unit A, 14th Floor, Two Chinachem Plaza, 135 Des Voeux Road Central, Hong Kong
4. Ever-Long Securities Company Limited
18th Floor, Dah Sing Life Building, 99-105 Des Voeux Road Central, Hong Kong
5. Huatai Financial Holdings (Hong Kong) Limited
Room 5808-12, The Centre, 99 Queen's Road Central, Hong Kong
6. South China Securities Limited
28th Floor, Bank of China Tower, 1 Garden Road, Central, Hong Kong

(ii) any of the following branches or sub-branches of Bank of Communications Co., Ltd. Hong Kong Branch:

District	Branch/Sub-branch	Address
Hong Kong Island	Hong Kong Branch	20 Pedder Street, Central
	North Point Sub-branch	442-444 King's Road, North Point
Kowloon	Mongkok Sub-branch	Shops A & B, G/F., Hua Chiao Commercial Centre, 678 Nathan Road
	Cheung Sha Wan Plaza Sub-branch	Unit G04, Cheung Sha Wan Plaza, 833 Cheung Sha Wan Road
New Territories	Tseung Kwan O Sub-branch	Shop 253-255, Metro City Shopping Arcade, Phase I, Tseung Kwan O
	Tsuen Wan Sub-branch	G/F., Shop G9B-G11, Pacific Commercial Plaza, Bo Shek Mansion, 328 Sha Tsui Road, Tsuen Wan

Copies of the Prospectus, together with the **Yellow** Application Forms, may be obtained:

- (i) during normal business hours from 9:00 a.m. on Friday, 1 June 2012 until 12:00 noon on Wednesday, 6 June 2012 at:

The Depository Counter of HKSCC
2nd Floor, Infinitus Plaza
199 Des Voeux Road Central
Hong Kong

- (ii) from your stock broker who may have the Prospectus and the **Yellow** Application Forms available.

Applicants applying by **White Form eIPO** may submit applications to the White Form eIPO Service Provider through the designated website **www.eipo.com.hk** from 9:00 a.m. on Friday, 1 June 2012 until 11:30 a.m. on Wednesday, 6 June 2012 or such later time as described under the sub-section headed “How to apply for Hong Kong Offer Shares – Effect of bad weather on the opening of the application lists” in the Prospectus (24 hours daily, except on the last application day).

CCASS Participants can input **Electronic Application Instructions** from 9:00 a.m. on Friday, 1 June 2012 until 12:00 noon on Wednesday, 6 June 2012.

Please refer to the sections headed “Structure of the Global Offering” and “How to apply for Hong Kong Offer Shares” in the Prospectus for details of the conditions and procedures of the Hong Kong Public Offer.

The Company expects to publish the announcement on the Offer Price, the level of applications in the Hong Kong Public Offer, the basis of allocations under Hong Kong Offer Shares and the level of indications of interest in the International Placing on Tuesday, 12 June 2012 in The Standard (in English), Hong Kong Economic Journal (in Chinese), on the website of the Company (**www.dongwucement.com**) and on the Stock Exchange’s website (**www.hkexnews.hk**).

The results of allocations of the Hong Kong Public Offer, and the Hong Kong identity card/passport/Hong Kong business registration numbers (where appropriate) of successful applicants and the number of Hong Kong Offer Shares successfully applied for will be made available in the manner described in the section head “How to apply for Hong Kong Offer Shares – Publication of results” in the Prospectus on Tuesday, 12 June 2012.

The Company will not issue temporary documents of title. No receipt will be issued for application monies paid.

Assuming the Global Offering becomes unconditional at or before 8:00 a.m. in Hong Kong on Wednesday, 13 June 2012, dealing in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Wednesday, 13 June 2012. The Shares will be traded in board lots of 2,000 Shares each. The stock code of the Company is 695.

By order of the Board
Dongwu Cement International Limited
Xie Yingxia
Chairman

Hong Kong, 1 June 2012

As at the date of this announcement, the executive Directors are Ms. Xie Yingxia, Mr. Jin Chungen and Mr. Yang Bin; the non-executive Director is Mr. Tseung Hok Ming and the independent non-executive Directors are Mr. Cao Kuangyu, Mr. Cao Guoqi and Mr. Lee Ho Yiu Thomas.

Please also refer to the published version of this announcement in The Standard (in English) and Hong Kong Economic Journal (in Chinese).