



華潤水泥控股有限公司

China Resources Cement Holdings Limited

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 1313)

**Proxy form for use at the Annual General Meeting of
CHINA RESOURCES CEMENT HOLDINGS LIMITED (the “Company”)
to be held at 50th Floor, China Resources Building, 26 Harbour Road, Wanchai, Hong Kong
on Friday, 12 May 2017 at 3:30 p.m.
and at any adjournment thereof.**

I/We ^(note 1) _____
of _____
being the registered holder(s) of _____ shares ^(note 2) of HK\$0.10 each in the capital of the Company,
hereby appoint the Chairman of the meeting or ^(note 3) _____
of _____
or failing him _____
of _____
to act as my/our proxy at the Annual General Meeting of the Company to be held at 50th Floor, China Resources Building, 26 Harbour Road, Wanchai, Hong Kong on Friday, 12 May 2017 at 3:30 p.m. and at any adjournment thereof and on a poll, to vote on my/our behalf as indicated below ^(note 4)

	ORDINARY RESOLUTIONS	FOR ^(note 4)	AGAINST ^(note 4)
1.	To receive and consider the audited financial statements, the report of the directors and the independent auditor's report for the year ended 31 December 2016.		
2.	To declare a final dividend of HK\$0.075 per share for the year ended 31 December 2016.		
3(1).	To re-elect Mr. ZHOU Longshan as director.		
3(2).	To re-elect Mr. JI Youhong as director.		
3(3).	To re-elect Mr. LAU Chung Kwok Robert as director.		
3(4).	To re-elect Mr. WANG Yan as director.		
3(5).	To re-elect Madam ZENG Xuemin as director.		
3(6).	To authorise the board of directors to fix the remuneration of the directors of the Company.		
4.	To re-appoint Messrs. Deloitte Touche Tohmatsu as auditor and to authorise the board of directors to fix their remuneration.		
5.	Ordinary Resolution in item No.5 of the Notice of Annual General Meeting. (To give a general mandate to the directors to repurchase shares of the Company)		
6.	Ordinary Resolution in item No.6 of the Notice of Annual General Meeting. (To give a general mandate to the directors to issue additional shares of the Company)		
7.	Ordinary Resolution in item No.7 of the Notice of Annual General Meeting. (To extend the general mandate to be given to the directors to issue new shares)		

Dated this _____ day of _____ 2017

Shareholder's signature: ^(note 5) _____

notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of shares of HK\$0.10 each registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the shares in the Company registered in your name(s).
- If any proxy other than the Chairman is preferred, strike out "the Chairman of the meeting or" and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS PROXY FORM MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, PLEASE TICK THE BOX MARKED "FOR" BESIDE THE APPROPRIATE RESOLUTION. IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, PLEASE TICK THE BOX MARKED "AGAINST" BESIDE THE APPROPRIATE RESOLUTION.** Failure to complete any or all boxes will entitle your proxy to cast his votes on the relevant resolution at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.
- This form of proxy must be signed by you or your attorney duly authorised in writing or in the case of a corporation must be either under its common seal or under the hand of an officer, attorney or other person duly authorised.
- Where there are joint registered holders of any share, any one of such persons may vote at any meeting, either personally or by proxy, in respect of such share as if he were solely entitled thereto; but if more than one of such joint holders be present at any meeting personally or by proxy, that one of the said persons so present being the most or, as the case may be, the more senior shall alone be entitled to vote in respect of the relevant joint holding and, for this purpose, seniority shall be determined by reference to the order in which the names of the joint holders stand on the register in respect of the relevant joint holding.
- To be valid, this proxy form, together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy thereof, must be deposited at the Company's share registrar, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time for holding the meeting or any adjournment thereof.
- The proxy need not be a member of the Company but must attend the meeting in person to represent you.
- Completion and deposit of the proxy form will not preclude you from attending and voting at the meeting if you so wish.

PERSONAL INFORMATION COLLECTION STATEMENT

- "Personal Data" in this statement has the same meaning as "personal data" in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong ("PDPO").
- Your Personal Data is supplied to the Company on a voluntary basis. Failure to provide sufficient information may render the Company not able to process your instruction(s) and/or request(s) as stated in this proxy form.
- Your Personal Data may be disclosed or transferred by the Company to its subsidiaries, the share registrar, and/or other companies or bodies for any of the stated purposes, and retained for such period as may be necessary for verification and record purposes.
- You have the right to request access to and/or correction of your Personal Data in accordance with the provisions of the PDPO. Any such request for access to and/or correction of your Personal Data should be in writing and sent to the Personal Data Privacy Officer of the Company's share registrar.