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CHINA SHANSHUI CEMENT GROUP LIMITED

中國山水水泥集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 691)

US\$500,000,000 7.5% SENIOR NOTES DUE 2020

(Stock Code: 5880)

INSIDE INFORMATION WINDING UP PETITION

This announcement is made by China Shanshui Cement Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.24A of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”) (the “**Listing Rules**”).

The Company refers to its announcements dated 4 and 20 September 2018 (the “**Petition Announcements**”) in which it announced that (i) a winding-up petition dated 30 August 2018 had been filed against it by Tianrui (International) Holding Company Limited (“**Tianrui**”) in the Grand Court of the Cayman Islands, and that Tianrui filed an application on 6 September 2018, in the Cayman Proceedings, for the appointment of joint provisional liquidators (“**JPLs**”) over the Company (the “**Cayman Proceedings**”), and that (ii) a winding-up petition dated 31 August 2018 had been filed against the Company in the Court of First Instance in the High Court of Hong Kong to commence an ancillary liquidation (the “**Hong Kong Proceedings**”).

As noted in the Petition Announcements, the Company believes that there is no reasonable basis for any of (i) the petition filed in the Cayman Proceedings; (ii) the petition filed in the Hong Kong Proceedings (together, the “**Petitions**”), or for the application for appointment of JPLs. The Company believes the Petitions are an abuse of process and, accordingly, made applications for these to be struck out, as well as for validation orders allowing the Company to make payments in the ordinary course of business (the “**Validation Orders**”). Similarly, the Company believes that the application for appointment of JPLs is an abuse of process and the Company is vigorously resisting this application. Tianrui’s application for the appointment of JPLs and the Company’s application to strike out the petition in the Cayman Proceedings were heard substantively in the Grand Court of the Cayman Islands on 10 and 11 October 2018 (the “**Cayman Hearing**”). The Company’s application to strike out the petition in the Hong Kong Proceedings was the subject of a call-over hearing on 11 October 2018 (the “**Hong Kong Hearing**”).

At the Cayman Hearing, the Company was granted a Validation Order from the Grand Court of the Cayman Islands, on the terms requested by the Company, in the Cayman Proceedings, permitting it to make payments in the ordinary course of business. The Company expects that a corresponding Validation Order will be obtained in the Hong Kong Proceedings shortly, as Tianrui's legal representatives indicated at the Hong Kong Hearing that Tianrui would abide in the Hong Kong Proceedings by the position taken by the Court in the Cayman Proceedings. The Grand Court of the Cayman Islands has not made a ruling (reserved its decision) in relation to the Company's application to strike out the Cayman Petition and the appointment of JPLs, and will make such ruling in due course. The hearing of the Company's application to strike out the Hong Kong Petition was adjourned to 23 October 2018. The Company will make a further announcement when it has relevant information.

The Company further refers to its announcement of 11 and 20 September 2018 relating to the coupon interest for the senior notes due 2020 issued by the Company (the "2020 Notes"). Upon receipt of the Validation Order in the Hong Kong Proceedings, the Company will accordingly proceed to make full payment of the 10 September 2018 coupon (which includes additional overpaid interest).

CONTINUED SUSPENSION OF TRADING

Trading in the Shares and debt securities of the Company on the Stock Exchange will remain suspended until further notice.

The Company understands that the Stock Exchange will not grant any listing approval sought by the Company unless and until the Company has demonstrated its fulfilment of all the resumption conditions and compliance with the Listing Rules to the Stock Exchange's satisfaction.

Shareholders of the Company and potential investors should exercise caution when dealing in the Shares or other securities of the Company.

By Order of the Board
China Shanshui Cement Group Limited
CHANG Zhangli
Chairman

Hong Kong, 12 October 2018

As at the date of this announcement, the Board comprises two executive Directors, namely Mr. CHANG Zhangli and Ms. WU Ling-ling; and three independent non-executive Directors, namely Mr. CHANG Ming-cheng, Mr. LI Jianwei and Mr. HSU You-yuan.