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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)

ANNOUNCEMENT

PLEDGE OF SHARES BY CONTROLLING SHAREHOLDER

This announcement is made by the board (the “**Board**”) of directors (the “**Directors**”) of China Tianrui Group Cement Company Limited (the “**Company**”) pursuant to Rule 13.17 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

On 28 June 2019, Yu Kuo Company Limited (煜闊有限公司) (“**Yu Kuo**”), the controlling shareholder of the Company, pledged 70,000,000 ordinary shares of the Company (the “**Pledged Shares**”) in favour of a noteholder (the “**Noteholder**”), which is an affiliate of China Orient Asset Management (International) Holding Limited (中國東方資產管理(國際)控股有限公司) as security for a 3-year note in an aggregate amount of US\$140,000,000 issued by the Company to the Noteholder. The Pledged Shares represent approximately 2.38% of the total issued shares of the Company as at the date of this announcement.

Yu Kuo is a company incorporated in the British Virgin Islands with limited liability, which is owned by Holy Eagle Company Limited (神鷹有限公司) (“**Holy Eagle**”) as to 51.25% and by Yu Qi Company Limited (煜祺有限公司) (“**Yu Qi**”) as to 48.75%. Both Holy Eagle and Yu Qi are wholly owned by Tianrui (International) Holding Company Limited (天瑞(國際)控股有限公司), which is wholly owned by Tianrui Group Company Limited (天瑞集團股份有限公司), a company incorporated in the PRC with limited liability, which is 70% owned by Mr. Li Liufa (“**Chairman Li**”), the controlling shareholder of the Company and 30% owned by Ms. Li Fengluan (“**Ms. Li**”), the spouse of Chairman Li. As at the date of this announcement, Chairman Li and Ms. Li have an aggregate interest of approximately 67.62% of the issued share capital of the Company.

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

Ruzhou City, Henan Province, PRC, 2 July 2019

As at the date of this notice, the Board consists of Chairman and non-executive Director, Mr. Li Liufa; executive Directors, Ms. Li Fengluan, Mr. Ding Jifeng, Mr. Xu Wuxue and Mr. Li Jiangming; and independent non-executive Directors, Mr. Kong Xiangzhong, Mr. Wang Ping and Mr. Du Xiaotang.