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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

This announcement is made by China Tianrui Group Cement Company Limited (the “**Company**”) pursuant to Rule 13.17 and Rule 13.18 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

Reference is made to the announcement of the Company dated 16 September 2021 (the “**Announcement**”) regarding repayment of first loan (the “**First Loan**”) to Lender and the Lender’s advance of second loan (the “**Second Loan**”) to the Borrower. Unless otherwise stated, capitalised terms in this announcement shall have the same meanings as those defined in the Announcement. The Board wishes to inform shareholders of the Company and potential investors that, as at the date of this announcement, Tianrui Group Zhengzhou Cement Company Limited (天瑞集團鄭州水泥有限公司), an indirect wholly-owned subsidiary of the Company as the Borrower, has repaid the Second Loan in full. On the date of this announcement, the Borrower has drawn a third loan facility (the “**Third Loan**”) in an aggregate amount of RMB80,000,000 provided by the Lender, an independent third party to the Borrower for a term of 12 months from drawdown which is guaranteed by Tianrui Group (as defined below) and also secured by a pledge of 70,000,000 ordinary shares in the issued share capital of the Company (the “**Pledged Shares**”) by Yu Kuo Company Limited (煜闊有限公司) (“**Yu Kuo**”), the controlling shareholder of the Company, in favour of the Lender as security for the Third Loan pursuant to a share charge agreement dated 19 September 2022. 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) (“**Tianrui Group**”, a controlling shareholder under the

Listing Rules), a company incorporated in the PRC with limited liability, which is 70% owned by Mr. Li Liufa (“**Mr. Li**”), the controlling shareholder of the Company and 30% owned by Ms. Li Fengluan (“**Ms. Li**”), the spouse of Mr. Li. As at the date of this announcement, Mr. Li and Ms. Li have an aggregate interest of approximately 69.58% of the issued share capital of the Company.

Pursuant to the terms of the Third Loan, among others, Tianrui Group should ultimately own not less than 50% shareholding of the Borrower. As at the date of this announcement, Tianrui Group beneficially owns approximately 69.58% of the total number of issued shares of the Company which indirectly wholly owns the Borrower. A breach of the above obligations will constitute an event of default under the terms of the Third Loan, upon default of which the Lender may demand for immediate repayment of the Third Loan.

The Company will make continuing disclosure in its subsequent interim and annual reports pursuant to the requirements of Rule 13.21 of the Listing Rules for so long as circumstances giving rise to the disclosure obligation under Rule 13.17 and Rule 13.18 of the Listing Rules continue to exist.

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

Ruzhou City, Henan Province, PRC, 27 September 2022

As at the date of this announcement, 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.