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Asia Cement (China) Holdings Corporation

亞洲水泥(中國)控股公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 743)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON THURSDAY, 23 MAY 2019 AND PAYMENT OF FINAL DIVIDEND

The Board is pleased to announce that all the Resolutions were duly passed by the Shareholders by way of poll at the AGM as ordinary resolutions of the Company.

The Board is also pleased to announce that the payment of the Final Dividend for the year ended 31 December 2018 was approved by the Shareholders at the AGM.

Reference is made to the circular (the “**Circular**”) incorporating a notice of annual general meeting (the “**AGM**”) (the “**AGM Notice**”) both dated 2 April 2019 of Asia Cement (China) Holdings Corporation (the “**Company**”). Unless otherwise defined, capitalized terms used herein shall have the same meaning as those defined in the Circular.

POLL RESULTS OF AGM

The Board is pleased to announce that as more than 50% of the votes were cast in favour of each of the proposed resolutions (the “**Resolutions**”) as set out in the AGM Notice, all the Resolutions were duly passed by the Shareholders by way of poll at the AGM as ordinary resolutions of the Company.

As at the date of the AGM, the total number of Shares in issue was 1,566,851,000, being the total number of Shares entitling the holders to attend and vote for or against the Resolutions at the AGM. There were no Shareholders who were materially interested in any of the Resolutions, and therefore none of the Shareholders were required under the Listing Rules to abstain from voting in respect of the Resolutions at the AGM. There were no Shares entitling the holders to attend and abstain from voting in favour of the Resolutions at the AGM as set out in Rule 13.40 of the Listing Rules. In addition, no Shareholders have stated their intention in the Circular to vote against or abstain from voting on any of the Resolutions at the AGM.

The Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer for the purpose of the vote-taking at the AGM. The poll results taken at the AGM are as follows:

Ordinary Resolutions ^(Note)		Number of Votes (%)		Total number of Shares voted
		For	Against	
1.	To receive and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors (the "Director(s)") and the independent auditors (the "Auditors") for the year ended 31 December 2018.	1,407,024,120 (99.97%)	410,500 (0.03%)	1,407,434,620
2.	To approve and declare a final dividend for the year ended 31 December 2018 of RMB0.62 per share.	1,408,858,067 (100.00%)	– (0.00%)	1,408,858,067
3(a).	To re-elect Mr. HSU Shu-ping as an executive Director.	1,369,501,977 (97.21%)	39,356,090 (2.79%)	1,408,858,067
3(b).	To re-elect Mr. CHANG Chen-kuen as an executive Director.	1,398,075,805 (99.23%)	10,782,262 (0.77%)	1,408,858,067
3(c).	To re-elect Mr. HSU Shu-tong as a non-executive Director.	1,168,993,590 (82.97%)	239,864,477 (17.03%)	1,408,858,067
3(d).	To re-elect Dr. WANG Kuo-ming as an independent non-executive Director.	1,405,529,680 (99.76%)	3,328,387 (0.24%)	1,408,858,067
3(e).	To authorise the board of Directors of the Company (the "Board") to determine the Directors' remuneration.	1,407,551,937 (100.00%)	– (0.00%)	1,407,551,937
4.	To re-appoint Deloitte Touche Tohmatsu as the Auditors and to authorise the Board to fix their remuneration.	1,407,817,567 (99.93%)	1,040,500 (0.07%)	1,408,858,067
5.	To give a general mandate to the Directors to issue, allot and deal with additional shares of the Company not exceeding 20% of the total number of issued shares of the Company as at the date of passing of this resolution.	1,159,130,660 (82.35%)	248,421,277 (17.65%)	1,407,551,937
6.	To give a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company as at the date of passing of this resolution.	1,407,551,937 (100.00%)	– (0.00%)	1,407,551,937

Ordinary Resolutions ^(Note)		Number of Votes (%)		Total number of Shares voted
		For	Against	
7.	To extend the general mandate granted to the Directors to issue, allot and deal with additional shares in the capital of the Company by the aggregate number of the shares repurchased by the Company pursuant to the mandate by resolution no. 6.	1,166,085,529 (82.77%)	242,772,538 (17.23%)	1,408,858,067
8.	To approve and adopt the 2019 Amended and Restated Operational Procedures for Acquisition and Disposal of Assets.	1,407,432,120 (99.90%)	1,425,947 (0.10%)	1,408,858,067

Note:

The full text of the Resolutions is set out in the AGM Notice.

PAYMENT OF FINAL DIVIDEND

The Board is also pleased to announce that the payment of a final dividend of RMB0.62 per Share (equivalent to approximately HK\$0.705 per Share) (the “**Final Dividend**”), for the year ended 31 December 2018 was approved by the Shareholders at the AGM. The Final Dividend will be paid to the Shareholders whose names appear on the register of members of the Company at close of business on Tuesday, 28 May 2019, being the record date for determination to qualify for the Final Dividend. In order to qualify for the Final Dividend, all share transfer documents accompanied by the relevant share certificates must be lodged with the Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong, no later than 4:30 p.m. on Tuesday, 28 May 2019. The relevant exchange rate will be the middle exchange rate of RMB to Hong Kong dollars as announced by the State Administration of Foreign Exchange on the date of the AGM (RMB0.87899 equivalent to HK\$1.00). The Company would like to advise that the payment of the Final Dividend of the Company is expected to be made on Wednesday, 12 June 2019.

By Order of the Board
Asia Cement (China) Holdings Corporation
HSU Shu-tong
Chairman

Hong Kong, 23 May 2019

As at the date of this announcement, the executive Directors are Mr. HSU Shu-ping, Mr. CHANG Tsai-hsiung, Dr. WU Chung-lih, Mr. CHANG Chen-kuen, Mr. LIN Seng-chang and Ms. WU Ling-ling, the non-executive Director and Chairman is Mr. HSU Shu-tong, the independent non-executive Directors are Mr. TSIM Tak-lung Dominic, Mr. WANG Wei, Mr. LEE Kao-chao and Dr. WANG Kuo-ming.