

Huaxin Cement Co., Ltd.
Announcement on Resolution of
the Third Extraordinary Shareholders' General Meeting 2018

To the best of our knowledge, the Board of Directors of the Company and its members confirm that there is no material false or misleading statement or material omission in this announcement and shall be severally and jointly liable for the truthfulness, accuracy and completeness of its content.

Important Notice:

- Proposal be voted down: Nil

I. Convening and Presence of the Meeting

(I) Convening Time: December 27, 2018

(II) Convening Venue: Meeting Room on the 22nd floor of Tower B, Huaxin Tower, No. 426 Gaoxin Avenue, East Lake High-tech Development Zone, Wuhan City, Hubei Province

(III) Information of Present Ordinary Shareholders and Shares They Hold:

1. Number of present shareholders and proxies	95
Includes: Shareholders of A share	18
Shareholders of domestic listed foreign shares (B share)	77
2. Total voting shares held by present shareholders (share)	979,980,442
Includes: Total shares held by A share shareholders	596,685,574
Total shares held by Shareholders of domestic listed foreign shares (B share)	383,294,868
3. The proportion of voting shares held by present shareholders to total voting right shares of the Company (%)	65.4379
Includes: The proportion of voting right shares held by present A share shareholders to total shares of the Company (%)	39.8435
The proportion of voting right shares held by present B share shareholders to total shares of the Company (%)	25.5944

(IV) Whether the way of voting complies with the provisions of the *Company Law* and the *Articles of Association of the Company* and the presiding of the Meeting

The Meeting was convened by the Board of Directors, and presided by Mr. Xu Yongmo, the Chairman of the Board of Directors. The Meeting adopted a voting method of on-site voting combined with online voting. The calling and convening procedures, qualification of attendees, share registration and voting procedure of the Meeting were in compliance with the stipulations contained in the *Company Law*, the *Rules of Shareholders' General Meeting of Listed*

Companies and the Articles of Association of the Company.

(V) Presence of Directors, Supervisors and Secretary to the Board

1. 6 of the 8 Directors of the Company were present at the Meeting, Director Mr. Roland Koehler and Ms. Geraldine Picaud did not attend the Meeting for they had other commitments.
2. 5 of the 5 Supervisors of the Company were present at the Meeting.
3. Secretary to the Board Mr. Wang Ximing was present at the Meeting.

II.Review on the Proposals

(I) Proposals Voted by Non- cumulative Voting

1. Proposal in Respect of Electing Mr. Mark Lo as the Director of the Ninth Board of Directors

Voting result: Pass

Information of the Voting:

Shareholder type	Affirmative		Negative		Abstention	
	Number	%	Number	%	Number	%
A share	596,547,774	99.9769	137,800	0.0231	0	0.0000
B share	378,036,095	98.6280	5,258,773	1.3720	0	0.0000
Total Number of the ordinary shares	974,583,869	99.4493	5,396,573	0.5507	0	0.0000

2. Proposal on Related Party Transaction Between Huaxin and Holcim Philippines, Inc. on Signing the Project EPC Contract

Voting result: Pass

Information of the Voting:

Shareholder type	Affirmative		Negative		Abstention	
	Number	%	Number	%	Number	%
A share	274,299,116	99.9979	5,600	0.0021	0	0.0000
B share	79,078,820	100.0000	0	0.0000	0	0.0000
Total Number of the ordinary shares	353,377,936	99.9984	5,600	0.0016	0	0.0000

(II) Relevant information on the proposal voting

This voting item of the Shareholders' General Meeting is ordinary voting matter. Ordinary resolution made by the Shareholders' General Meeting shall be passed by over half the voting rights held by shareholders (including shareholder proxy) present at the meeting.

The actual controller of shareholders Holchin B.V. and Holpac Limited is LafargeHolcim Ltd who

is also the actual controller of Holcim Philippines, Inc.. Holchin B.V. and Holpac Limited hold 596,817,018 shares and 29,779,888 shares of the Company respectively. During the voting on Proposal on Related Party Transaction Between Huaxin and Holcim Philippines, Inc. on Signing the Project EPC Contract, the related shareholders Holchin B.V. and Holpac Limited recused from voting.

III. Witness by Lawyers

1. Name of the Law Firm: Hubei Sunshine Law Firm

Lawyers: Ms. Han Jing, Ms. Wu Wenxin

2. Conclusion of the opinions:

Through on-site verification, we consider that, the calling and convening procedures of the Meeting were in compliance with the relevant laws, administrative regulations, the Rules of Procedure of Shareholders' General Meeting and Articles of Association of the Company; qualification of attendees and the convener were legitimate and valid; voting procedure and the voting results of the Meeting were legitimate and valid.

IV. Documents for Inspection:

1. Resolution of the Shareholders' General Meeting with the official seal of the Board of Directors and signatures of all present Directors and the recorder;

2. Letter of Legal Opinions with the official seal and signature of the Head of Hubei Sunshine Law Firm

Huaxin Cement Co., Ltd.

December 28, 2018