

Huaxin Cement Co., Ltd.

Notification on Convening the Annual

Meeting 2017

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

Convening time of the Meeting: April 24, 2018

Online Voting System: SSE Online Voting System for Shareholders' General Meeting

I. General Information

1. Name of the Meeting:

Annual Shareholders' General Meeting 2017

2. Convenor of the Meeting:

Board of Directors of the Company

3. Manner of Voting:

On-site voting plus On-line voting

4. Convening Time and Venue of the Onsite Meeting:

Convening time of the Onsite Meeting: 13:30 p.m., April 24, 2018

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

5. The System, Date and Time of the Online Voting:

Online Voting System: SSE Online Voting System for Shareholders' General Meeting

Date of the Online Voting: April 24, 2018

Shareholders may exercise their voting rights through the SSE trading system during the trading time on the day of the Meeting: 9:15-9:25,9:30-11:30 13:00-15:00, or through the online voting platform at 9:15-15:00 of the day of the Meeting.

6. Voting Procedure for Investors of Securities Margin Trading, Securities Refinancing, Securities Buy Back Business and SSE SH Equities.

The voting rights of investors of securities margin trading, securities refinancing, securities buy back business and SSE SH Equities shall be exercised according to the SSE Detailed Rules for Online Voting at Shareholders' Meetings of Listed Companies and relevant regulations.

7. Public Collection of Shareholders' Voting Rights

Nil.

II. Items to be reviewed at the Meeting

Proposals and Types of the Voting Shareholders

No.	Proposal	Type of the Voting Shareholders	
		Shareholder of A share	Shareholder of B share
Proposal subject to Non-cumulative Voting			
1	Annual Work Report 2017 of the Board of Directors	√	√
2	Annual Work Report 2017 of the Board of Supervisors	√	√
3	Final Financial Report 2017 and Financial Budget Report 2018 of the Company	√	√
4	Profit Distribution Plan 2017 of the Company	√	√
5	Proposal in Respect of Providing Guarantee for Bank Loans of Some Subsidiaries	√	√
Proposal subject to Cumulative Voting			
6.00	Proposal in Respect of Electing Mr. Xu Yongmo, Mr. Li Yeqing, Mr. Liu Fengshan, Mr. Ian Riley, Mr. Roland Koehler and Ms. Geraldine Picaud as Directors of the Ninth Board of Directors of the Company	6 Directors shall be elected	
6.01	Mr. Xu Yongmo	√	√
6.02	Mr. Li Yeqing	√	√
6.03	Mr. Liu Fengshan	√	√
6.04	Mr. Ian Riley	√	√
6.05	Mr. Roland Koehler	√	√
6.06	Ms. Geraldine Picaud	√	√
7.00	Proposal in Respect of Electing Ms Liu Yan, Mr. Simon Mackinnon and Mr. Wang Liyan as Independent Directors of the Ninth Board of Directors of the Company	3 Independent Directors shall be elected	
7.01	Ms Liu Yan	√	√
7.02	Mr. Simon Mackinnon	√	√
7.03	Mr. Wang Liyan	√	√
8.00	Proposal in Respect of Electing Mr. Peng Qingyu, Mr. Fu Guohua and Mr.	3 Supervisors shall be elected	

	Yu Yousheng as Supervisors of the Ninth Board of Supervisors of the Company	
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8.01

Platform or through other channels.

5. Shareholders can submit the votes only after all items are voted.

6. Shareholders shall vote separately when exercising the voting rights on both A share and B share.

7. The election adopts a cumulative voting system to elect directors, independent directors and supervisors. See attachment 2 for details.

IV. Attendees of the Meeting

1. Shareholders registered in China Securities Registration & Clearing Co. Ltd SH Branch after the trade closing of the share rights registration date have the rights to attend the Shareholders' General Meeting (Detailed information please refers to the following table), and can also present and vote by proxy with the presentation of a Power of Attorney. Shareholder proxy is not necessarily a Shareholder of the Company.

Share Type	Stock Code	Stock Abbreviations	Registration Date	The Last Trading Date
A Share	600801	Huaxin A share	2018/4/13	
B Share	900933	Huaxin B share	2018/4/18	2018/4/13

2. Directors, Supervisors and Senior Management of the Company

3. Lawyers engaged by the Company

4. Others

V. Registration of the Meeting

1. Qualified individual shareholder shall register with presenting his (her) ID card (original), securities account card and shareholding proof; shareholder proxy shall register with the Power of Attorney, his (her) own ID card (original), securities account card and shareholding proof of the shareholder; (please refer to the Attachment 1 for the Power of Attorney)

2. Proxy of a legal representative of corporate shareholder shall register with presenting a copy of business registration certificate (common seal affixed), the Power of Attorney from the legal representative, a copy of the ID card and the securities account card of the legal representative, and the ID card (original) of the proxy.

3. Shareholders far from the location of registration can fax the necessary documents to the Company and the Company will help to complete the registration.

4. The registration of the Meeting presence will be carried out at the Securities

Department of the Company at 9:00-11:30 and 13:30-16:00 on April 23, 2018 and 9:00-11:30 on April 24, 2018.

5. Shareholders and shareholder proxies who will speak at the Shareholders' General Meeting shall be recorded when registering the meeting.

VI. Others

(1) The on-site Meeting is expected to last for a half day. The shareholders present at the Meeting shall pay the accommodation and travelling costs by themselves.

(2) Contacts:

Address: Building B, Huaxin Building, No.426, Gaoxin Avenue, East Lake High-tech Development Zone, Wuhan city, Hubei Province.

Liaison: Mr. Peng Puxin, Ms. Wang Xiaoqiong, Ms. Zhu Zihan

Tel: 027-87773898

Fax: 027-87773992

Postal Code: 430073

It is herewith announced.

Huaxin Cement Co., Ltd.

Board of Directors

March 26, 2018

Annex 1

**Power of Attorney
Huaxin Cement Co., Ltd.:**

7.03	Mr. Wang Liyan	
8.00	Proposal in Respect of Electing Mr. Peng Qingyu, Mr. Fu Guohua and Mr. Yu Yousheng as Supervisors of the Ninth Board of Supervisors of the Company	
8.01	Mr. Peng Qingyu	
8.02	Mr. Fu Guohua	
8.03	Mr. Yu Yousheng	

Signing of Consignor (common seal):
ID Number or Number of Business License:

Signing of Proxy:
ID Number:

Date of Authorization:

Note: Mark the column by " " , (if there are proposals not be indicated specifically, the shareholder proxy can exercise voting right with full authority).

Annex 2 Instructions for Electing Directors, Independent Directors and Supervisors by Cumulative Voting

1. The election of Director Candidates, Independent Director Candidates and Supervisor candidates should be separately numbered as proposal group. Investors should vote for each candidate under each proposal group.

2. The declared number of shares represents the vote number. For each proposal group, the shareholders shall have the total vote number equals to the share number they hold multiply the total number of directors or supervisors to be elected under each proposal group. For example, if a shareholder holds 100 shares of a listed company, and the shareholders' general meeting shall elect 10 directors with 12 director candidates, then the shareholder shall have 1,000 share vote number for the proposal group regarding the election of the board of directors.

3. Shareholders shall vote with a limitation of the vote number for each proposal group. Shareholders shall vote according to their wishes, they can either collect all their vote number to vote for one candidate, or to vote for different candidates in any combination of vote number. After the voting, cumulative votes of each proposal shall be separately calculated

4. Example

A listed company convenes a shareholders' general meeting and adopts cumulative voting for the election of its Board of Directors and Board of Supervisors, there shall be 5 directors to be elected with 6 director candidates, 2 independent directors to be elected with 3 independent directors, 2 supervisors to be elected with 3 supervisor candidates. Items to be voted are as follows:

Proposal subject to Accumulative Voting		
4.00	Proposal in respect of electing directors	Vote number
4.01	e.g. Chen	
4.02	e.g. Zhao	
4.03	e.g. Jiang	
.....	
4.06	e.g. Song	
5.00	Proposal in respect of electing independent directors	Vote number
5.01	e.g. Zhang	
5.02	e.g. Wang	
5.03	e.g. Yang	
6.00	Proposal in respect of electing supervisors	Vote number
6.01	e.g. Li	
6.02	e.g. Chen	
6.03	e.g. Huang	

An investor holds 100 shares of the company at the closing quotation time of the share registration day, by adopting cumulative voting system, he (she) shall have 500 vote number for the proposal 4.00 "Proposal in respect of electing directors", 200 vote number for the proposal 5.00 "Proposal in respect of electing independent directors", and 200 vote number for the proposal 6.00 "Proposal in respect of electing supervisors".

The investor may vote proposal 4.00 according to his (her) wishes with the limitation of 500 vote number. He (she) can either collect 500 vote for one candidate, or separately vote for any candidates in any combination.

Please refer to the following table:

No	Proposal	Vote number			
		Type 1	Type 2	Type 3	Type ...
4.00	Proposal in respect of electing directors	-	-	-	-
4.01	e.g. Chen	500	100	100	
4.02	e.g. Zhao	0	100	50	
4.03	e.g. Jiang	0	100	200	
.....	
4.06	e.g. Song	0	100	50	