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ASIA CEMENT CORPORATION

*(Incorporated in Taiwan
with limited liability)*



**ASIA CEMENT (CHINA) HOLDINGS
CORPORATION**

*(Incorporated in the Cayman Islands
with limited liability)
(Stock Code: 743)*

JOINT ANNOUNCEMENT

MONTHLY UPDATE IN RELATION TO

**(1) PROPOSED PRIVATISATION OF
ASIA CEMENT (CHINA) HOLDINGS CORPORATION
BY ASIA CEMENT CORPORATION
BY WAY OF A SCHEME OF ARRANGEMENT
UNDER SECTION 86 OF THE COMPANIES ACT
AND
(2) PROPOSED WITHDRAWAL OF LISTING OF
ASIA CEMENT (CHINA) HOLDINGS CORPORATION**

Financial Adviser to the Offeror



Independent Financial Adviser to the Independent Board Committee

ALTUS CAPITAL LIMITED

Reference is made to:

- (i) the announcement jointly issued by Asia Cement Corporation (the “**Offeror**”) and Asia Cement (China) Holdings Corporation (the “**Company**”) on 5 June 2024 in relation to, among other things, the proposed privatisation of the Company by the Offeror by way of a scheme of arrangement under section 86 of the Companies Act (the “**Joint Announcement**”); and
- (ii) the announcement dated 25 June 2024 jointly issued by the Company and the Offeror in relation to the delay in despatch of the Scheme Document.

Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as those defined in the Joint Announcement.

As disclosed in the Joint Announcement, the Proposal and the Scheme will only become effective and binding on the Company and all of the Scheme Shareholders if the Conditions are fulfilled or waived (as applicable), which include the approval of the Scheme at the Court Meeting.

The Board would like to update the Shareholders and potential investors that the Company filed a summons with the Grand Court on 3 July 2024 for directions to convene the Court Meeting. On 24 July 2024 (Cayman Islands time), the Grand Court made an order for directions that the Company is at liberty to convene the Court Meeting (a) on or around 26 August 2024, or as soon thereafter as possible after allowing for the approval or clearance of the Scheme Document by the Stock Exchange and the SFC; or (b) within three months of the date of the order, in each case, with 21 clear days’ notice of the Court Meeting being given to the Scheme Shareholders.

The Offeror and the Company are currently in the course of finalising the information to be included in the Scheme Document. Further announcement(s) in relation to the Proposal and the Scheme will be made as and when appropriate in accordance with the Listing Rules and the Takeovers Code.

WARNING: Shareholders and potential investors should be aware that the implementation of the Proposal and the Scheme is subject to the Conditions being fulfilled or (where applicable) waived. Accordingly, the Proposal may or may not be implemented and the Scheme may or may not become effective. Shareholders and potential investors are advised to exercise caution when dealing in the securities of the Company. Persons who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor or other professional advisers.

By Order of the Board
ASIA CEMENT CORPORATION
WU Ling-ling
Director

By Order of the Board
ASIA CEMENT (CHINA) HOLDINGS
CORPORATION
TSIM Tak-lung Dominic
Director

Hong Kong, 25 July 2024

As at the date of this announcement, the board of directors of the Offeror comprises: Mr. HSU Shu-tong (Chairman), Mr. SHIH Johnny, Mr. CHEN Chang-wen, Mr. LEE Kun-yen, Mr. HSU Shu-ping, Mr. CHANG Chen-kuen, Mr. CHEN Ruey-long, Mr. LEE Champion, Mr. LI Kwan-Tao, Ms. WU Ling-ling, Mr. CHI Schive, Mr. CHEN S. Gordon, Mr. CHU Yun-Peng, Mr. CHANG Chang-Pang and Ms. CHANG Flora Chia-I.

The directors of the Offeror jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than that relating to the Group) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement (other than opinions expressed by the Directors in their capacity as the Directors) have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

As at the date of this announcement, the board of directors of the Company comprises: Mr. HSU Shu-ping, Mr. CHANG Chen-kuen and Mr. LIN Seng-chang as executive Directors; Mr. HSU Shu-tong (Chairman), Mr. LEE Kun-yen, Mr. CHEN Ruey-long and Ms. WU Ling-ling as non-executive Directors; and Mr. TSIM Tak-lung Dominic, Mr. WANG Wei, Mr. LEE Kao-chao and Dr. WANG Kuo-ming as independent non-executive Directors.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than that relating to the Offeror and the Offeror Concert Parties) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement (other than opinions expressed by the directors of the Offeror in their capacity as the directors of the Offeror) have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

In the event of any inconsistency between the English version and the Chinese version of this announcement, the English version shall prevail.