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CHINA SHANSHUI CEMENT GROUP LIMITED

中國山水水泥集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 691)

RESULTS OF OFFER TO PURCHASE FOR CASH ANY AND ALL OUTSTANDING 8.50% SENIOR NOTES DUE 2016

Reference is made to the announcements of the Company dated 8 May 2015 and 27 May 2015 in relation to the offer to purchase for cash any and all outstanding 8.50% senior notes due 2016 (the “**Announcements**”). Unless otherwise defined, capitalized terms used herein shall have the same meanings as defined in the Announcements.

The Offer expired at the Expiration Time. The Company announces that, as of the Expiration Time, US\$371,121,000.00 of the principal amount of the Notes, representing 92.78% of the total aggregate principal amount of the Notes outstanding, had been validly tendered and had not been withdrawn.

As set out in the Announcements, Holders who validly tendered and did not withdraw their Notes at or before the Expiration Time will be eligible to receive the Consideration.

The aggregate amount to be paid by the Company to the Holders for the purchase of the Notes tendered pursuant to the Offer to Purchase is approximately US\$378,424,867.48. Payment is expected to be made on or about 6 July 2015 for all tendered Notes. All tendered Notes purchased by the Company will be cancelled.

The CUSIP numbers of the Restricted Global Note and the Regulation S Global Note are 16951PAA7 and G2116MAA9, respectively. The ISIN numbers of the Restricted Global Note and Regulation S Global Note are US16951PAA75 and USG2116MAA92, respectively.

Bondholder Communications Group, LLC acted as the Tender Agent with respect to the Offer.

The Offer to Purchase and related documents do not constitute an offer to buy or the solicitation of an offer to sell Notes in any circumstances in which such offer is unlawful. In those jurisdictions where the securities, blue sky or other laws require the Offer to be made by a licensed broker or dealer, the Offer will be deemed to be made on behalf of the Company by one or more registered brokers or dealers licensed under the laws of such jurisdiction. Neither the delivery of this Offer to Purchase and related documents nor any purchase of Notes will, under any circumstances, create any implication that the information contained therein is current as of any time subsequent to the date of such information.

Forward-Looking Statements

Forward-looking statements in this announcement, including those statements relating to the Offer, such as the repurchase of Notes, are based on current expectations. These statements are not guarantees of future events or results. Future events and results involve some risks, uncertainties and assumptions that are difficult to predict. Actual events and results could vary materially from the description contained herein due to many factors including changes in the market and price for the Notes; changes in the business and financial condition of the Company and its subsidiaries; changes in the debt markets in general; and the occurrence of events specified in the Offer to Purchase that would trigger a condition permitting termination or amendment of the Offer.

Shareholders of the Company and potential investors are advised to exercise caution when dealing in the securities of the Company.

By Order of the Board
China Shanshui Cement Group Limited
ZHANG Bin
Chairman

Hong Kong, 2 July 2015

As at the date hereof, the board of directors of the Company comprises 3 executive directors, namely ZHANG Bin (Chairman), ZHANG Caikui and LI Cheung Hung; 2 non-executive directors, namely CHANG Zhangli and LEE Kuan-chun (also known as Champion Lee); and 3 independent non-executive directors, namely, WU Xiaoyun, ZENG Xuemin and SHEN Bing.