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**CHINA HEALTH MANAGEMENT
INVESTMENT LIMITED**

(Incorporated in the British Virgin Islands with limited liability)

ALLIED CEMENT HOLDINGS LIMITED
聯合水泥控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1312)

JOINT ANNOUNCEMENT

**(1) COMPLETION OF THE SALE AND PURCHASE AGREEMENT;
AND
(2) MANDATORY UNCONDITIONAL CASH OFFER BY
YU MING INVESTMENT MANAGEMENT LIMITED
ON BEHALF OF
CHINA HEALTH MANAGEMENT INVESTMENT LIMITED
TO ACQUIRE ALL THE ISSUED SHARES OF
ALLIED CEMENT HOLDINGS LIMITED
(OTHER THAN THOSE SHARES ALREADY OWNED BY OR AGREED
TO BE ACQUIRED BY
CHINA HEALTH MANAGEMENT INVESTMENT LIMITED
AND PARTIES ACTING IN CONCERT WITH IT, AND THOSE SHARES
AGREED NOT TO BE THE SUBJECT OF THE OFFER)**

Financial adviser to China Health Management Investment Limited



禹銘投資管理有限公司
YU MING INVESTMENT MANAGEMENT LIMITED

Reference is made to the joint announcement made by Allied Cement Holdings Limited (the “Company”) and China Health Management Investment Limited (the “Offeror”) dated 16 December 2013 (the “Joint Announcement”), in relation to, among other things, (i) the conditional purchase of Sale Shares by the Offeror; and (ii) the Offer. Unless otherwise stated, capitalised terms used herein shall bear the same meanings as those defined in the Joint Announcement.

COMPLETION OF THE SALE AND PURCHASE AGREEMENT

The Company (which was informed by the Vendor) and the Offeror are pleased to announce that as all the conditions to the Sale and Purchase Agreement were fulfilled, and Completion took place on 4 February 2014. Pursuant to the Sale and Purchase Agreement, the Offeror has acquired the Sale Shares, being 370,000,000 Shares, representing approximately 56.06% of the entire issued share capital of the Company as at the date of this joint announcement, from the Vendor at a consideration of HK\$532.80 million, which was equivalent to approximately HK\$1.44 per Sale Share.

MANDATORY UNCONDITIONAL CASH OFFER

Following the Completion and as at the date of this joint announcement, the Offeror Group and parties acting in concert with them hold 370,000,000 Shares, representing approximately 56.06% of the entire issued share capital of the Company. In accordance with Rule 26.1 of the Takeovers Code, the Offeror will make the Offer in accordance with the terms as announced jointly by the Company and the Offeror in the Joint Announcement.

AVAILABILITY OF THE COMPOSITE DOCUMENT

Pursuant to Rule 8.2 of the Takeovers Code, the Composite Document containing, among other things, terms of the Offer should normally be posted to the Shareholders within 21 days of the date of the Joint Announcement. An application has been made to the Executive for, and the Executive has granted, its consent to extend the date of posting of the Composite Document to a date falling within seven days from the Completion Date or 18 February 2014, whichever is earlier. It is expected that the Composite Document will be despatched on or about 11 February, 2014. Further announcement will be made when the Composite Document together with the Form of Acceptance and Transfer are despatched.

**CHINA HEALTH MANAGEMENT
INVESTMENT LIMITED**
Yan Zhi Min
Sole Director

On behalf of the Board
ALLIED CEMENT HOLDINGS LIMITED
Li Chi Kong
Executive Director

Hong Kong, 4 February 2014

As at the date of this joint announcement, Mr. Yan Zhi Min, the sole director of the Offeror, and Mr. Huang Yu, the sole director of Shenzhen Aorongxin, jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to the Group and parties acting in concert with it) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the Group and parties acting in concert with it) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement the omission of which would make any statements in this joint announcement misleading.

As at the date of this joint announcement, the board of directors of the Company comprises Mr. Ng Qing Hai (Managing Director), Mr. Li Chi Kong and Mr. Yu Zhong being the Executive Directors; and Mr. Chan Sze Chung, Mr. Cheng Kin Chung and Ms. Doris Yang Yan Tung being the Independent Non-Executive Directors. The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to the Offeror and parties acting in concert with it) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the Offeror and parties acting in concert with it) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement the omission of which would make any statements in this joint announcement misleading.