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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

**DESPATCH OF THE COMPOSITE DOCUMENT RELATING TO
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

The Composite Document, together with the Form of Acceptance and Transfer, have been despatched to the Shareholders on 11 February 2014 in accordance with the Takeovers Code.

Independent Shareholders are encouraged to read the Composite Document and the Form of Acceptance and Transfer carefully, including the recommendation from the Independent Board Committee to the Independent Shareholders in respect of the Offer and the letter of advice from Quam Capital to the Independent Board Committee in respect of the Offer, before deciding whether or not to accept the Offer.

INTRODUCTION

References are made to the joint announcements issued by Allied Cement Holdings Limited (the “Company”) and China Health Management Investment Limited (the “Offeror”) dated (i) 16 December 2013 relating to, among other things, the conditional purchase of Sale Shares by the Offeror and the Offer; (ii) 6 January 2014 in relation to the delay in despatch of the composite document; and (iii) 4 February 2014 in relation to, among other things, the completion of the Sale and Purchase Agreement, the announcement issued by the Company dated 9 January 2014 in relation to the appointment of Quam Capital as the independent financial adviser to advise the Independent Board Committee in respect of the Offer and the composite document dated 11 February 2014 in respect of the Offer jointly issued by the Company and the Offeror (the “Composite Document”). Capitalised terms used in this joint announcement shall have the same meanings as those defined in the Composite Document, unless the context herein requires otherwise.

DESPATCH OF THE COMPOSITE DOCUMENT

The Composite Document setting out, inter alia, detailed terms of the Offer, the expected timetable in respect of the Offer, the letter from Yu Ming, the letter from the Board, the letter from the Independent Board Committee setting out its recommendations to the Independent Shareholders in respect of the Offer and the letter from Quam Capital setting out its advice to the Independent Board Committee in respect of the Offer, together with the Form of Acceptance and Transfer have been despatched to the Shareholders on 11 February 2014 in accordance with the Takeovers Code.

EXPECTED TIMETABLE OF THE OFFER

The Offer will open for acceptance from 11 February 2014 and will close at 4:00 p.m. on 4 March 2014 unless the Offeror revises or extends the Offer in accordance with the Takeovers Code, in which case, announcement will be made as and when appropriate.

The following is the expected timetable of the Offer:

2014

Despatch date of the Composite Document and the Form of Acceptance and Transfer and commencement date of the Offer (<i>Note 1</i>)	Tuesday, 11 February
Latest time and date for acceptance of the Offer (<i>Note 2</i>)	4:00 p.m. on Tuesday, 4 March
Closing Date of the Offer (<i>Note 2</i>)	Tuesday, 4 March
Announcement of the results of the Offer, as at the Closing Date to be posted on the website of the Stock Exchange (<i>Note 2</i>)	no later than 7:00 p.m. on Tuesday, 4 March
Latest date for posting of remittances in respect of valid acceptances received under the Offer (<i>Note 3</i>)	Thursday, 13 March

Notes:

1. The Offer, which is unconditional, is made on the date of posting of the Composite Document, and is capable of acceptance on and from that date until the Closing Date.
2. The latest time and date for acceptance of the Offer will be at 4:00 p.m. on Tuesday, 4 March 2014 unless the Offeror revises or extends the Offer in accordance with the Takeovers Code. The Offeror and the Company will jointly issue an announcement through the Stock Exchange website no later than 7:00 p.m. on Tuesday, 4 March 2014, stating whether the Offer has been revised or extended or has expired. In the event that the Offeror decides to extend the Offer and the announcement does not specify the next closing date, at least 14 days' notice by way of an announcement will be given before the Offer is closed, to those Independent Shareholders who have not accepted the Offer.
3. Remittances in respect of the consideration (after deducting the seller's ad valorem stamp duty) payable under the Offer will be despatched to the accepting Independent Shareholders by ordinary post at their own risk as soon as possible, but in any event within 7 Business Days after the date of receipt by the Registrar of all the relevant documents of title to render the acceptance by such Independent Shareholder under the Offer complete and valid in accordance with the Takeovers Code.
4. Acceptances of the Offer shall be irrevocable and not capable of being withdrawn, except in the circumstances as set out in the section headed "Right of withdrawal" in Appendix I to the Composite Document.

All references to dates and time contained in this joint announcement refer to Hong Kong dates and time.

Independent Shareholders are encouraged to read the Composite Document and the Form of Acceptance and Transfer carefully, including the recommendation from the Independent Board Committee to the Independent Shareholders in respect of the Offer and the letter of advice from Quam Capital to the Independent Board Committee in respect of the Offer, before deciding whether or not to accept the Offer.

**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, 11 February 2014

As at the date of this joint announcement, Mr. Yan Zhi Min, the sole director of the Offeror, and Mr. Huang Yu, 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.