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華潤創業有限公司

China Resources Enterprise, Limited

(Incorporated in Hong Kong with limited liability)

(Stock Code : 291)

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

In order to ensure compliance with amendments to the Listing Rules, in particular, relevant provisions in the Code on Corporate Governance Practices contained in Appendix 14 to the Listing Rules and amendments to the Companies Ordinance, and to bring the Articles of Association up to date and in line with the current practice in Hong Kong, the Board proposes that certain amendments be made to the Articles of Association. The proposed amendments to the Articles of Association are subject to the approval of the Shareholders by way of special resolution at the AGM.

In order to ensure compliance with amendments to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”), in particular, relevant provisions in the Code on Corporate Governance Practices contained in Appendix 14 to the Listing Rules and amendments to the Companies Ordinance, Chapter 32 of the Laws of Hong Kong (the “Companies Ordinance”), and to bring the articles of association (the “Articles of Association”) of China Resources Enterprise, Limited (the “Company”) up to date and in line with the current practice in Hong Kong, the board of directors (the “Board”) of the Company proposes that certain amendments be made to the Articles of Association. The proposed amendments to the Articles of Association are subject to the approval of the shareholders of the Company (the “Shareholders”) by way of special resolution at the forthcoming annual general meeting of the Company to be held on a date as determined by the Board (the “AGM”).

The proposed amendments include the following:

- (a) Article 70 To allow recognised clearing house to appoint proxy or proxies to attend and vote at the general meeting.
- (b) Article 115 To stipulate that any Director appointed by the Board to fill a casual vacancy shall hold office only until the next following general meeting of the Company.

- (c) Article 120 To stipulate that any Director can be removed by an ordinary resolution of the Company.
- (d) Article 150 To stipulate clearly when a notice or document published on the Company's computer network is deemed to have been served or delivered.

A circular containing, among other things, further details concerning the proposed amendments to the Articles of Association and a notice convening the AGM will be despatched to the Shareholders in due course.

By Order of the Board
China Resources Enterprise, Limited
LEE Yip Wah, Peter
Company Secretary

Hong Kong, 20 April 2009

As at the date hereof, the Executive Directors of the Company are Mr. Song Lin (Chairman), Mr. Qiao Shibo (Executive Director), Mr. Chen Lang (Managing Director), Mr. Wang Qun (Deputy Managing Director), Mr. Lau Pak Shing (Deputy Managing Director) and Mr. Kwong Man Him (Deputy Managing Director). The Non-Executive Directors are Mr. Jiang Wei, Mr. Wang Shuaiting, Mr. Yan Biao, Mr. Li Fuzuo and Mr. Du Wenmin. The Independent Non-Executive Directors are Dr. Chan Po Fun, Peter, Mr. Houang Tai Ninh, Dr. Li Ka Cheung, Eric, Dr. Cheng Mo Chi, Mr. Bernard Charnwut Chan and Mr. Siu Kwing Chue, Gordon.