



## **CITIC RESOURCES HOLDINGS LIMITED**

*(incorporated in Bermuda with limited liability)*

(Stock Code: 1205)

### **PROCEDURES FOR SHAREHOLDERS TO PROPOSE A PERSON FOR ELECTION AS A DIRECTOR**

Pursuant to the Companies Act 1981 of Bermuda, the bye-laws of CITIC Resources Holdings Limited (the “**Company**”) (as amended from time to time) and the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), shareholders of the Company (“**Shareholders**”) have the right to propose a person for appointment as director of the Company (a “**Director**”) at a general meeting of the Company (the “**General Meeting**”). The following describes the procedures which a Shareholder should follow if he/she wishes to propose a person for appointment as a Director.

If a Shareholder (the “**Proposing Shareholder**”) wishes to propose a person, other than a retiring Director, for election as a Director at any General Meeting, he/she must deposit a written notice (the “**Notice**”) of the proposal with detailed contact information at Suites 3001-3006, 30/F, One Pacific Place, 88 Queensway, Hong Kong, for the attention of the board of Directors or the Company Secretary of the Company.

The Notice must state the full name of the person proposed for election as a Director, include the person’s biographical details as required by rule 13.51(2) of the Listing Rules, and be signed by the Proposing Shareholder and the person proposed indicating his/her willingness to be elected.

The Notice must be lodged from the first day after the despatch of the notice of the General Meeting at which the proposal is to be heard and end on the eighth day after the despatch of the notice of such General Meeting, but in any event, no later than 7 days prior to the date of such General Meeting. If the Notice is received less than 10 business days prior to the date of the General Meeting, the Company will need to consider an adjournment of the General Meeting in order to give Shareholders at least 10 business days’ notice of the proposal.

- END -