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CITIC RESOURCES HOLDINGS LIMITED

(incorporated in Bermuda with limited liability)

Website: www.citicresources.com

(Stock Code: 1205)

**RESOLUTIONS PASSED AT THE ANNUAL GENERAL MEETING
AND
ADOPTION OF NEW SHARE OPTION SCHEME
AND
TERMINATION OF EXISTING SHARE OPTION SCHEME**

At the AGM of the Company held on 30 June 2004, all the resolutions set out in the Notice of AGM were duly passed by show of hands.

At the SGM held on 30 June 2004, the resolutions relating to adoption of a new share option scheme and termination of the existing share option scheme were duly passed by show of hands.

RESOLUTIONS PASSED AT THE AGM

Reference is made to the circular dated 29 April 2004 of CITIC Resources Holdings Limited (the "Company") containing the notice of annual general meeting (the "Notice of AGM") convening the annual general meeting of the Company on 30 June 2004 (the "AGM").

Ordinary Resolutions

Ordinary resolutions were passed by show of hands at the AGM approving:

1. the audited financial statements and reports of the directors and the auditors for the year ended 31 December 2003;
2. the re-election of directors and authorisation to the directors to fix their remuneration;
3. the re-appointment of Ernst & Young, Hong Kong, Certified Public Accountants to hold office until the conclusion of the next annual general meeting, and the authorisation to the directors to fix their remuneration; and
4. the granting to the directors of a general mandate to repurchase shares and issue shares of the Company and extending such general mandate to issue additional new shares in respect of the shares repurchased, in the terms set out in Resolution No.4 of the Notice of AGM.

Special Resolutions

A special resolution was passed by show of hands at the AGM approving the amendments to the existing Bye-Laws of the Company in the terms set out in Resolution No.5 of the Notice of AGM.

RESOLUTIONS PASSED AT THE SGM

Reference is made to the circular dated 29 April 2004 of the Company containing the notice of special general meeting convening a special general meeting of the Company on 30 June 2004 (the "SGM").

Ordinary resolutions were passed by show of hands at the SGM approving the adoption of a new share option scheme and the termination of the existing share option scheme respectively.

By Order of the Board
CITIC Resources Holdings Limited
Li So Mui
Company Secretary

Hong Kong, 30 June 2004

As at the date hereof, the executive directors of the Company are Mr. Kwok Viem, Peter, Mr. Ma Ting Hung, Ms. Li So Mui, Mr. Mi Zengxin, Mr. Qiu Yiyong, Mr. Sun Xinguo, Mr. Zeng Chen and Mr. Zhang Jijing and the independent non-executive directors are Mr. Fan Ren Da, Anthony and Mr. Tsang Link Carl, Brian.

Please also refer to the published version of this announcement in The Standard dated 2 July 2004.