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CITIC RESOURCES HOLDINGS LIMITED

(incorporated in Bermuda with limited liability)

Website: www.citicresources.com

(Stock Code: 1205)

GRANT OF THE KWOK OPTION AND THE MA OPTION AND

AMENDMENT TO THE TERMS OF THE GRANTED OPTIONS, THE KWOK OPTION AND THE MA OPTION

RESULTS OF SPECIAL GENERAL MEETING

At the SGM held on 26 July 2005, ordinary resolutions were passed by relevant Shareholders by way of a poll approving (1) the grant of the Kwok Option to Mr. Kwok and the grant of the Ma Option to Mr. Ma and (2) an amendment to the terms of the Granted Options, the Kwok Option and the Ma Option, pursuant to the terms of the notice convening the SGM.

Background

Reference is made to the circular dated 11 July 2005 (the “**Circular**”) issued by CITIC Resources Holdings Limited (the “**Company**”) in relation to (1) the proposed grant of the Kwok Option to Mr. Kwok and the Ma Option to Mr. Ma and (2) the proposed amendment to the terms of the Granted Options, the Kwok Option and the Ma Option. Terms defined in the Circular shall, unless the context requires otherwise, have the same meanings when used in this announcement.

Special General Meeting

At the SGM held on 26 July 2005, ordinary resolutions were passed by relevant Shareholders by way of a poll approving (1) the grant of the Kwok Option to Mr. Kwok and the grant of the Ma Option to Mr. Ma (the “**First Resolution**”) and (2) an amendment to the terms of the Granted Options, the Kwok Option and the Ma Option (the “**Second Resolution**”), pursuant to the terms of the notice convening the SGM. As at the date of the SGM, there were 4,316,884,381 Shares in issue.

First Resolution

Voting on the First Resolution was conducted by way of a poll and the results of which are set out below:

	Number of votes*(%)	
	For	Against
To ratify, confirm and approve the grant of the Kwok Option and the Ma Option	169,336,000 (99.88%)	204,000 (0.12%)

(* Based on the total number of Shares held by relevant Shareholders who voted at the SGM in person or by proxy.)

The total number of Shares entitling the holders to attend and vote for or against the First Resolution was 1,133,296,000 Shares. Connected persons and their associates (holding in aggregate 3,183,588,381 Shares) abstained from voting in respect of the First Resolution. There were no Shares in respect of which their holders were entitled only to attend the SGM and vote against the First Resolution.

Second Resolution

Voting on the Second Resolution was conducted by way of a poll and the results of which are set out below:

	Number of votes*(%)	
	For	Against
To approve the Specific Amendment	2,096,220,381 (99.99%)	204,000 (0.01%)

(* Based on the total number of Shares held by relevant Shareholders who voted at the SGM in person or by proxy.)

The total number of Shares entitling the holders to attend and vote for or against the Second Resolution was 3,743,890,381 Shares. Holders of the Granted Options and their respective associates (holding in aggregate 572,994,000 Shares) abstained from voting in respect of the Second Resolution. There were no Shares in respect of which their holders were entitled only to attend the SGM and vote against the Second Resolution.

The share registrar of the Company in Hong Kong, Tengis Limited, acted as the scrutineer for the purpose of taking votes at the SGM.

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

Hong Kong, 26 July 2005

As at the date of this announcement, the executive directors of the Company are Mr. Kwok Peter Viem; 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. Chan Mo Po, Paul; Mr. Fan Ren Da, Anthony and Mr. Tsang Link Carl, Brian.

Please also refer to the published version of this announcement in The Standard.