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CITIC RESOURCES HOLDINGS LIMITED

(incorporated in Bermuda with limited liability)

Website: www.citicresources.com

(Stock Code: 1205)

CONNECTED TRANSACTION RELATING TO THE KEENTECH SUBSCRIPTION, INCREASE IN AUTHORISED SHARE CAPITAL AND RENEWAL OF GENERAL MANDATE TO ISSUE SHARES RESULTS OF SPECIAL GENERAL MEETING

The Board is pleased to announce that at the SGM held on 20 March 2007, the ordinary resolutions relating to the Keentech Subscription, the renewal and the extension of the General Mandate were duly passed by the Independent Shareholders by way of a poll and the ordinary resolution relating to the increase in authorised share capital was duly passed by Shareholders by way of show of hands.

Background

Reference is made to the announcement dated 9 February 2007 and the circular dated 5 March 2007 (the “**Circular**”) issued by CITIC Resources Holdings Limited (the “**Company**”). Unless otherwise defined herein, terms used in this announcement shall have the same meanings as those defined in the Circular.

Special General Meeting

At the SGM held on 20 March 2007, ordinary resolutions were duly passed by the Independent Shareholders by way of a poll approving (1) the Keentech Subscription (the “**First Resolution**”); (2) the renewal of the General Mandate (the “**Third Resolution**”) and (3) the extension of the General Mandate by the addition thereto of Shares repurchased pursuant to the general mandate given to the Directors to repurchase Shares at the annual general meeting of the Company held on 26 June 2006 (the “**Fourth Resolution**”). These ordinary resolutions put to the vote at the SGM were required to be taken on a poll. As at the date of the SGM, the issued share capital of the Company was 4,893,184,381 Shares.

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 execution, delivery and performance by the Company of the Subscription Agreement and to authorise the Directors to implement the Subscription Agreement.	920,274,034 (100%)	NIL (0%)

(* based on the total number of Shares held by the 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 2,282,590,000 Shares. Keentech and its associates (holding in aggregate 2,610,594,381 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.

Third Resolution

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

	Number of votes * (%)	
	For	Against
To renew the General Mandate authorising the Directors to allot, issue and deal in new Shares.	903,239,582 (98.15%)	17,024,452 (1.85%)

(* based on the total number of Shares held by the 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 Third Resolution was 2,282,590,000 Shares. There were 2,610,594,381 Shares in respect of which their holders were entitled only to attend the SGM and vote against the Third Resolution and these comprise the Shares of Keentech and its associates. Keentech and its associates abstained from voting in respect of the Third Resolution.

Fourth Resolution

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

	Number of votes * (%)	
	For	Against
To extend the General Mandate to be given to the Directors pursuant to the Third Resolution, by the addition thereto of Shares repurchased pursuant to the General Mandate.	903,239,582 (98.15%)	17,024,452 (1.85%)

(* based on the total number of Shares held by the 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 Fourth Resolution was 2,282,590,000 Shares. There were 2,610,594,381 Shares in respect of which their holders were entitled only to attend the SGM and vote against the Fourth Resolution and these comprise the Shares of Keentech and its associates. Keentech and its associates abstained from voting in respect of the Fourth Resolution.

Increase of the authorised share capital

The Board is also pleased to announce that the ordinary resolution numbered 2 set out in the notice convening the SGM regarding the increase of the authorised share capital of the Company from HK\$300,000,000 to HK\$500,000,000 through the creation of an additional 4,000,000,000 Shares was duly passed by Shareholders, by way of show of hands, at the SGM held on 20 March 2007.

Scrutineer

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, 20 March 2007

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

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