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CITIC RESOURCES HOLDINGS LIMITED

(incorporated in Bermuda with limited liability)
(Stock Code : 1205)

ADJUSTMENT OF TERMS OF EXISTING SHARE OPTIONS AND RE-ELECTION OF A RETIRING DIRECTOR

POLL RESULTS OF SPECIAL GENERAL MEETING

At the Special General Meeting held on 5 May 2010, ordinary resolutions were duly passed by way of a poll vote approving (1) the extension of the exercise periods of the Share Options by three years; and (2) the re-election of Mr. Tian as a Director.

Reference is made to the circular dated 20 April 2010 (the “**Circular**”) issued by CITIC Resources Holdings Limited (the “**Company**”) in relation to an adjustment of the terms of certain existing share options and the re-election of a retiring director. Unless otherwise defined herein, terms used in this announcement shall have the same meanings as defined in the Circular.

The Company is pleased to announce the poll results in respect of the resolutions proposed at the Special General Meeting held on 5 May 2010 as follows:

RESOLUTIONS		Number of Votes (%)	
		For	Against
1	To approve the extension of the exercise periods of the Share Options by three years from their current expiry dates	3,305,169,606 (97.41%)	87,826,879 (2.59%)
2	To re-elect Mr. Tian Yuchuan as a director of the Company	3,303,927,206 (97.37%)	89,069,279 (2.63%)

As more than 50% of the votes were cast in favour of each of the above resolutions, the resolutions were duly passed as ordinary resolutions.

As at the date of the Special General Meeting, the issued and fully paid up share capital of the Company comprised 6,050,567,038 Shares. In relation to resolution No.1 proposed at the Special General Meeting, the total number of Shares entitling the holders to attend and vote for or against such resolution was 6,049,915,038 Shares.

The following persons (holding in aggregate 652,000 Shares) abstained from voting in respect of resolution No.1:

- Ms. Li So Mui, a Director and a Share Optionholder, who owns 224,000 Shares;
- the spouse of Mr. Zhang Jijing who owns 28,000 Shares. Mr. Zhang Jijing is a Director and a Share Optionholder; and
- a Share Optionholder who is not a Director, chief executive or substantial shareholder and owns 400,000 Shares.

Saved as disclosed above, there was no restriction on any Shareholders casting votes on any of the resolutions at the Special General Meeting and there were no Shares entitling the holders thereof to attend and vote only against all or any of the resolutions at the Special General Meeting.

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

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

Hong Kong, 5 May 2010

As at the date hereof, the executive directors of the Company are Mr. Sun Xinguo; Ms. Li So Mui; Mr. Qiu Yiyong; Mr. Tian Yuchuan and Mr. Zeng Chen, the non-executive directors are Mr. Kong Dan; Mr. Mi Zengxin; Mr. Wong Kim Yin; Mr. Zhang Jijing and Ms. Yap Chwee Mein (alternate to Mr. Wong Kim Yin), and the independent non-executive directors are Mr. Fan Ren Da, Anthony; Mr. Ngai Man and Mr. Tsang Link Carl, Brian.