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CITIC RESOURCES HOLDINGS LIMITED

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

PROPOSED SPIN-OFF AND SEPARATE LISTING OF CITIC DAMENG HOLDINGS LIMITED ON THE MAIN BOARD OF THE STOCK EXCHANGE OF HONG KONG LIMITED

REVISED WPIP RELATING TO THE CDH GROUP

This announcement is made pursuant to rule 13.09 of the Listing Rules.

On 18 October 2010, the Company announced that CDH had on that date submitted the WPIP to the Stock Exchange in connection with the Proposed Spin-off for publication on the Stock Exchange's website.

In connection with the Proposed Spin-off, on 29 October 2010, CDH submitted the Revised WPIP to the Stock Exchange for publication on the Stock Exchange's website. The Revised WPIP replaces the WPIP. It is expected that the Revised WPIP will be available for viewing and downloading from the Stock Exchange's website at <http://www.hkexnews.hk> on or about 1 November 2010. The Revised WPIP contains, among other things, certain business and financial information relating to the CDH Group, CDH's profit forecast for the year ending 31 December 2010, a valuation of properties of the CDH Group as at 31 August 2010 and an independent technical review report in respect of the manganese operating mines of the CDH Group.

It should be noted that the Revised WPIP is in draft form and the information contained in it is incomplete and is subject to change (which may or can be material) and finalisation and approval of the Prospectus. Shareholders and prospective investors in Shares and other securities of the Company should therefore exercise caution in interpreting the information in the Revised WPIP and when dealing in Shares and other securities of the Company. The Company does not have any obligation or liability whatsoever in relation to the Revised WPIP.

Any decision to apply for the CDH Shares under the Global Offering should be based solely on the information provided in the Prospectus.

GENERAL

As the Proposed Spin-off is still subject to certain conditions including, among other things, the final decision of the Board and the board of directors of CDH, the Proposed Spin-off may or may not occur. Shareholders and other investors are reminded to exercise caution when dealing in Shares and other securities of the Company.

INTRODUCTION

This announcement is made pursuant to rule 13.09 of the Listing Rules.

Reference is made to the Proposed Spin-off as disclosed by the Company in its announcements dated 21 September 2010, 11 October 2010 and 18 October 2010 and circular dated 12 October 2010.

Revised WPIP

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Any decision to apply for the CDH Shares under the Global Offering should be based solely on the information provided in the Prospectus.

GENERAL

Shareholders should note there is no assurance that the Proposed Spin-off (and the Global Offering) will take place or as to when it will take place. As of the date of this announcement, the Proposed Spin-off remains subject to certain conditions including, but not limited to, the final decision of the Board and the board of directors of CDH as to whether and when the Global Offering will be launched, the determination of the Final Offer Price and the execution of the Underwriting Agreements and the obligations of the Underwriters under the Underwriting Agreements becoming unconditional and the Underwriting Agreements not being terminated in accordance with their terms on or before the dates and times specified therein.

As the Proposed Spin-off is still subject to certain conditions including, among other things, the final decision of the Board and the board of directors of CDH, the Proposed Spin-off may or may not occur. Shareholders and other investors are reminded to exercise caution when dealing in Shares and other securities of the Company.

This announcement is not and does not constitute an offer for sale of or a solicitation of any offer to purchase or subscribe for any securities in Hong Kong, the United States or elsewhere. No securities can be offered or sold in the United States unless registered or exempted from registration. The Proposed Spin-off will not be registered in the United States.

Further announcement(s) will be made by the Company in relation to the Proposed Spin-off as and when appropriate.

DEFINITIONS

Unless otherwise stated, terms and expressions defined in the circular of the Company dated 12 October 2010 shall have the same meaning when used in this announcement. In addition, in this announcement, the following terms shall have the following meanings:

"Revised WPIP"	the revised web proof information pack of CDH submitted to the Stock Exchange on 29 October 2010
"Underwriting Agreements"	the underwriting agreements to be entered into among CDH and the Underwriters
"WPIP"	the web proof information pack of CDH submitted to the Stock Exchange on 18 October 2010

All times and dates in this announcement refer to Hong Kong time and dates unless otherwise stated.

By Order of the Board
CITIC Resources Holdings Limited
Zeng Chen
Chief Executive Officer

Hong Kong, 29 October 2010

As at the date hereof, the executive directors of the Company are Mr. Sun Xinguo; Mr. Zeng Chen; Ms. Li So Mui; Mr. Qiu Yiyong and Mr. Tian Yuchuan, 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.