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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

FINAL OFFER PRICE

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

DETERMINATION OF FINAL OFFER PRICE

The Final Offer Price in respect of the CDH Shares to be issued in the Global Offering is, exclusive of brokerage, SFC transaction levy and Stock Exchange trading fee, HK\$2.75 per CDH Share.

LISTING DATE

Assuming completion of the Global Offering occurs in accordance with the current timetable, the CDH Shares are expected to commence dealing on the Main Board of the Stock Exchange on Thursday, 18 November 2010.

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, 18 October 2010, 29 October 2010, 1 November 2010 and 8 November 2010 and circular dated 12 October 2010.

DETERMINATION OF FINAL OFFER PRICE

The Final Offer Price in respect of the CDH Shares to be issued in the Global Offering is, exclusive of brokerage, SFC transaction levy and Stock Exchange trading fee, HK\$2.75 per CDH Share.

If the Global Offering proceeds at an offer price of HK\$2.75 per CDH Share, the market capitalisation of CDH will be, upon completion of the Global Offering, HK\$8,250.0 million (assuming the Over-allotment Option is not exercised and without taking account of any CDH Shares to be issued upon the exercise of any CDH Share Options) and HK\$8,559.4 million (assuming the Over-allotment Option is exercised and without taking account of any CDH Shares to be issued upon the exercise of any CDH Share Options).

LISTING DATE

Assuming completion of the Global Offering occurs in accordance with the current timetable, the CDH Shares are expected to commence dealing on the Main Board of the Stock Exchange on Thursday, 18 November 2010.

GENERAL

The Proposed Spin-off, including the listing of the CDH Shares on the Main Board of the Stock Exchange, remains subject to, among other things, the final decision of the Board and the board of directors of CDH, the obligations of the Underwriters under the underwriting agreements among CDH and the Underwriters in respect of the Global Offering (the “**Underwriting Agreements**”) becoming and remaining unconditional and the Underwriting Agreements not being terminated in accordance with their terms on or before the dates and times specified therein. Accordingly, Shareholders and potential investors in Shares and other securities of the Company should be aware that there is no assurance that the Proposed Spin-off, and the separate listing of the CDH Shares, will take place or as to when it will take place.

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.

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, 11 November 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.