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CITIC RESOURCES HOLDINGS LIMITED

(incorporated in Bermuda with limited liability)

(Stock Code: 1205)

ANNOUNCEMENT PURSUANT TO RULE 13.18 OF THE LISTING RULES

This announcement is made pursuant to rule 13.18 of the Listing Rules in respect of an unsecured term loan facility of US\$400 million entered into by the Company with a group of financial institutions. The Facility Agreement contains conditions as to, among other things, the minimum shareholding of CITIC Group in the Company.

This announcement is made by the board of directors (the “**Board**”) of CITIC Resources Holdings Limited (the “**Company**”) in compliance with the disclosure requirements under rule 13.18 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

On 22 November 2012, the Company, as borrower, entered into a facility agreement (the “**Facility Agreement**”) with a group of financial institutions as lenders (“**Lenders**”) in respect of an unsecured term loan facility of US\$400 million (the “**Loan**”). The Loan has a tenor of 5 years commencing from the date of first utilisation, subject to a put option requiring repayment on the date falling 3 years from the date of first utilisation.

Pursuant to the provisions of the Facility Agreement, if 中國中信集團有限公司 (CITIC Group Corporation) (“**CITIC Group**”) ceases to remain (directly or indirectly) the single largest shareholder of the Company or ceases to beneficially (directly or indirectly) own at least 35% of the entire issued share capital of the Company, Lenders holding 66-2/3% or more of the Loan then outstanding may require mandatory prepayment of the Loan together with all other sums due under the Facility Agreement.

As at the date hereof, CITIC Group controls about 59% of the entire issued share capital of the Company and is the single largest shareholder of the Company.

The Company will continue to comply with the disclosure requirements under rule 13.21 of the Listing Rules for so long as circumstances giving rise to the obligation continue to exist.

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

Hong Kong, 22 November 2012

As at the date hereof, the executive directors of the Company are Mr. Zeng Chen; Mr. Guo Tinghu and Ms. Li So Mui, the non-executive directors are Mr. Ju Weimin; Mr. Qiu Yiyong; Mr. Tian Yuchuan; Mr. Wong Kim Yin and Mr. Zhang Jijing, and the independent non-executive directors are Mr. Fan Ren Da, Anthony; Mr. Gao Pei Ji and Mr. Ngai Man.