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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**

Reference is made to the facility agreement for US\$40 million entered into by CITIC Resources Holdings Limited (the “**Company**”) on 28 September 2012 (the “**A Loan Facility Agreement**”), the facility agreement for US\$310 million entered into by the Company on 28 March 2014 (the “**B Loan Facility Agreement**”) and the facility agreement for US\$490 million entered into by the Company on 12 June 2015 (the “**C Loan Facility Agreement**”) and together with the A Loan Facility Agreement and the B Loan Facility Agreement, the “**Facility Agreements**”) and the announcements by the Company dated 28 September 2012, 28 March 2014 and 12 June 2015 respectively.

The board of directors of the Company wishes to advise shareholders of the Company and potential investors that, on 8 December 2015, the Company and the lenders under the Facility Agreements (“**Lenders**”) agreed amendments to the terms and conditions of the Facility Agreements so that the Lender under the A Loan Facility Agreement and Lenders holding 66-2/3% or more of the loan outstanding under each of the B Loan Facility Agreement and the C Loan Facility Agreement respectively may require mandatory prepayment of the underlying loan together with all other sums due if CITIC Limited (and not 中國中信集團有限公司 (CITIC Group Corporation) as under the original terms and conditions of the Facility Agreements) ceases to remain (directly or indirectly) the single largest shareholder of the Company or ceases to beneficially (directly or indirectly) own or control at least 35% of the entire issued share capital of the Company.

As at the date of this announcement, CITIC Limited is the single largest shareholder of the Company and beneficially owns or controls 59.50% of the entire issued share capital of the Company.

By Order of the Board  
**CITIC Resources Holdings Limited**  
**Kwok Peter Viem**  
*Chairman*

Hong Kong, 8 December 2015

*As at the date hereof, the executive directors of the Company are Mr. Kwok Peter Viem; Mr. Suo Zhengang; Mr. Sun Yang and Ms. Li So Mui, the non-executive directors are Mr. Ma Ting Hung and Mr. Qiu Yiyong, and the independent non-executive directors are Mr. Fan Ren Da, Anthony; Mr. Gao Pei Ji and Mr. Look Andrew.*