

Provisional Allotment Letter No.
暫定配額通知書編號

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IMPORTANT
重要提示

If you are in any doubt as to any aspect of this document or as to the action to be taken, or if you have sold all or part of your shares in CITIC Resources Holdings Limited (the "Company") you should consult your licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser.

閣下如對本文件任何方面或應辦之手續有任何疑問，或閣下如已出售閣下名下所有或部分之中信資源控股有限公司（「本公司」）股份，應諮詢閣下之持牌證券交易商、銀行經理、律師、專業會計師或其他專業顧問。

THIS DOCUMENT IS VALUABLE AND TRANSFERABLE AND REQUIRES YOUR IMMEDIATE ATTENTION. THE OFFER CONTAINED IN THIS DOCUMENT AND THE ACCOMPANYING FORM OF APPLICATION FOR EXCESS RIGHTS SHARES EXPIRES AT 4:00 P.M. ON MONDAY, 7 JULY 2008.
此乃有價值及可轉讓之文件，敬請閣下即時處理。本文件所載之要約及隨附之額外供股股份申請表格於2008年7月7日（星期一）下午四時正截止。

The Stock Exchange of Hong Kong Limited (the "Stock Exchange") and Hong Kong Securities Clearing Company Limited ("HKSCC") take no responsibility for the contents of this document, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this document.

香港聯合交易所有限公司（「聯交所」）及香港中央結算有限公司（「香港結算」）對本文件之內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示概不就因本文件全部或任何部份內容而產生或因倚賴該等內容而引致之任何損失承擔任何責任。

Deals in the shares of the Company may be settled through the Central Clearing and Settlement System ("CCASS") operated by HKSCC and you should consult your licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser for details of those settlement arrangements and how such arrangements may affect your rights and interests.

本公司股份之買賣可透過香港結算營運之中央結算及交收系統（「中央結算系統」）交收。閣下應就該等交收安排之詳情及該等安排如何影響閣下之權利及權益，諮詢閣下之持牌證券交易商、銀行經理、律師、專業會計師或其他專業顧問。

A copy of this provisional allotment letter, together with a copy of the rights issue prospectus dated 20 June 2008 (the "Prospectus") and the related form of application for excess Rights Shares have been registered with the Registrar of Companies in Hong Kong as required by Section 342C of the Companies Ordinance, Chapter 32 of the Laws of Hong Kong. A copy of the Prospectus has been delivered to the Registrar of Companies in Bermuda take no responsibility for the contents of any of these documents.

本暫定配額通知書，連同日期為2008年6月20日之供股章程（「章程」）及有關額外供股股份申請表格，已遵照香港法例第32章公司條例第342C條之規定送呈香港公司註冊處處長登記。章程亦已遵照1981年百慕達公司法（經修訂）之規定送呈百慕達公司註冊處處長存檔。香港公司註冊處處長、香港證券及期貨事務監察委員會及百慕達公司註冊處處長對任何此等文件之內容概不負責。

Subject to the granting of the listing of, and permission to deal in, the Rights Shares in their nil-paid and fully-paid forms on the Stock Exchange, as well as compliance with the stock admission requirements of HKSCC, the Rights Shares in their nil-paid and fully-paid forms will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the respective commencement date of dealings in the Rights Shares in their nil-paid and fully-paid forms or such other dates as determined by HKSCC. Settlement of transactions between participants of the Stock Exchange on any trading day is required to take place in CCASS on the second trading day thereafter. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time.

待未繳股款及繳足股款之供股股份獲准於聯交所上市及買賣，並符合香港結算之證券收訖規定後，該等未繳股款及繳足股款之供股股份將獲香港結算接納為合資格證券，由該等未繳股款及繳足股款之供股股份分別開始買賣日期或香港結算指定之其他日期起，可在中央結算系統內寄存、結算及交收。聯交所參與者之間於任何交易日進行交易之交收須於交易後第二個交易日在中央結算系統內進行。所有在中央結算系統之活動均須按照不時生效之中央結算系統一般規則及中央結算系統運作程序規則進行。

Terms defined in the Prospectus shall have the same meanings when used herein unless the context otherwise requires.

除文義另有所指外，章程所界定之詞彙與本通知書所採用者具有相同涵義。

TO ACCEPT THE PROVISIONAL ALLOTMENT SPECIFIED IN THIS DOCUMENT IN FULL, YOU MUST LODGE THIS DOCUMENT INTACT WITH THE COMPANY'S HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE, TRICOR TENGIS LIMITED, AT 26/F, TESBURY CENTRE, 28 QUEEN'S ROAD EAST, WANCHAI, HONG KONG TOGETHER WITH A REMITTANCE IN HONG KONG DOLLARS FOR THE AMOUNT SHOWN IN BOX C BELOW SO AS TO BE RECEIVED BY NOT LATER THAN 4:00 P.M. ON MONDAY, 7 JULY 2008. CHEQUES MUST BE DRAWN ON A BANK ACCOUNT WITH, AND CASHIER'S ORDERS MUST BE ISSUED BY, A LICENSED BANK IN HONG KONG AND MADE PAYABLE TO "CITIC RESOURCES HOLDINGS LIMITED - PROVISIONAL ALLOTMENT ACCOUNT" AND CROSSED "ACCOUNT PAYEE ONLY". INSTRUCTIONS ON TRANSFER AND SPLITTING ARE SET OUT OVERLEAF.

閣下如欲接納本文件所指之全部暫定配額，須將本文件整份連同下列兩項所示港元款額之股款，須不遲於2008年7月7日（星期一）下午四時正前交回本公司之香港股份過戶登記分處卓佳登捷時有限公司，地址為香港灣仔皇后大道東28號金鐘匯中心26樓。支票必須由香港持牌銀行之銀行戶口開出，而銀行本票必須由香港之持牌銀行發出，並註明抬頭人為「CITIC RESOURCES HOLDINGS LIMITED - PROVISIONAL ALLOTMENT ACCOUNT」，以及「只准入抬頭人賬戶」劃線方式開出。有關轉賬及分配配額之指示載於背頁。



CITIC RESOURCES HOLDINGS LIMITED

中信資源控股有限公司

(incorporated in Bermuda with limited liability)
(於百慕達註冊成立之有限公司)
(Stock Code: 1205)
(股份代號: 1205)

**RIGHTS ISSUE OF 788,682,657 RIGHTS SHARES AT HK\$3.20 EACH
ON THE BASIS OF THREE (3) RIGHTS SHARES
FOR EVERY TWENTY (20) SHARES
HELD ON THE RECORD DATE**

按記錄日期
每持有二十(20)股股份
可獲配三(3)股供股股份為基準
以每股3.20港元發行788,682,657股供股股份的供股

PROVISIONAL ALLOTMENT LETTER
暫定配額通知書

Total number of Shares registered in your name(s) on 19 June 2008.
於2008年6月19日登記於閣下名下之股份總數

Hong Kong branch share registrar
and transfer office:
香港股份過戶登記分處:

TRICOR TENGIS LIMITED
26/F, Tesbury Centre
28 Queen's Road East
Wanchai
Hong Kong

卓佳登捷時有限公司
香港灣仔
皇后大道東28號
金鐘匯中心26樓

Head office and
principal place of business in Hong Kong:
總辦事處及
香港主要營業地點:

Suites 3001-3006
30/F, One Pacific Place
88 Queensway
Hong Kong
香港
金鐘道88號
太古廣場一座30樓
3001至3006室

Registered office:
註冊辦事處:
Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

Name(s) and address of the Qualifying Shareholder(s) 合資格股東姓名及地址

[Large empty box for Name(s) and address of the Qualifying Shareholder(s)]

BOX A
甲欄

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Number of Rights Shares provisionally allotted to you subject to payment in full on acceptance by not later than 4:00 p.m. on Monday, 7 July 2008.
暫定配發予閣下之供股股份數目，股款須不遲於2008年7月7日（星期一）下午四時正前繳納時繳足。

BOX B
乙欄

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Total subscription monies payable
應繳認購股款總額

BOX C
丙欄
HK\$
港元

[Empty box for BOX C]

Contact telephone no.:

No person receiving a provisional allotment letter for Rights Shares in any jurisdiction other than Hong Kong may treat it as an offer or an invitation to apply for Rights Shares unless in the relevant jurisdiction, such offer or invitation to apply for the Rights Shares could lawfully be made without compliance with any registration or other legal or regulatory requirements thereof. It is the responsibility of anyone outside Hong Kong wishing to make an application for the Rights Shares to satisfy himself/herself, before exercising any rights to subscribe for the Rights Shares, as to the observance of the laws and regulations of all relevant jurisdictions, including the obtaining of any governmental or other consents, and to pay any taxes and duties required to be paid in such jurisdiction in connection therewith. The Company reserves the right to refuse to accept an application for Rights Shares if it believes that doing so would violate the applicable securities or other laws or regulations of any jurisdiction.

- (a) these shall develop, occur, exist or come into effect:
(i) any new law or regulation or any change or prospective change in existing laws or regulations or any change in the interpretation or application thereof by any court or other competent authority in Hong Kong, Singapore, Bermuda or any other place in which any member of the Group conducts or carries on business; or
(ii) any change or prospective change in, or any event or series of events resulting or likely to result in any change in local, national or international financial, political, military, industrial, economic, currency or whether or not in general with any of the foregoing market conditions, for this purpose but without limiting the generality of the foregoing a change in the system under which the value of the Hong Kong currency is linked to the currency of the United States of America shall be an event resulting or likely to result in a change in currency conditions; or
(iii) any change or prospective change in the conditions of local, national or international securities markets (including but without limitation, the imposition of any moratorium, suspension or material restriction on trading in securities generally) on the Stock Exchange due to exceptional financial circumstances or otherwise; or
(iv) any material change in the business or in the financial or trading position or prospects of the Group; or
(v) any act of God, war, riot, public disorder, any outbreak or escalation of hostilities, declaration of emergency, calamity, crisis, epidemic, terrorism or any event or a series of events beyond the control of the Underwriters; or
(vi) any suspension in the trading of the Shares on the Stock Exchange; or
(vii) any litigation against any member of the Group by a third party; or
(viii) any moratorium on commercial banking activities having been declared by the PRC, Hong Kong or Singapore authorities,
which, in the reasonable opinion of the Underwriters:
(i) is likely to have a material adverse effect on the Company or the Group or the Rights Issue; or
(ii) is likely to have a material adverse effect on the success of the Rights Issue or the level of Rights Shares taken up; or
(iii) is so material as to make it inadvisable or ineffectual for the Company to proceed with the Rights Issue; or
(b) there comes to the notice of the Underwriters:
(i) any matter or event showing any of the representations and warranties or any undertakings of the Company under the Underwriting Agreement to be untrue or misleading or as having been breached in any respect; or
(ii) any change or development involving a prospective change in Hong Kong taxation or exchange control which will or may materially and adversely affect the Group or a material proportion of the existing Shareholders in their capacity as such,
and in any such case the Underwriters may (but shall not be bound to), upon giving notice to the Company, terminate the Underwriting Agreement with immediate effect. If the Underwriting Agreement is terminated, the Rights Issue will not proceed.

It should be noted that the Shares have been dealt with on an ex-rights basis since Thursday, 12 June 2008 and that the Rights Shares are expected to be dealt with in their nil-paid form from Tuesday, 24 June 2008 to Wednesday, 2 July 2008 (both days inclusive). Any dealings in the Shares from now up to the date on which all conditions to which the Rights Issue is subject are required to be fulfilled (which is expected to be Wednesday, 16 July 2008), or any dealings in the Rights Shares in their nil-paid form between Tuesday, 24 June 2008 and Wednesday, 2 July 2008 (both days inclusive) are accordingly subject to the risk that the Rights Issue may not become unconditional or may not proceed. Shareholders and potential investors in the Company should therefore exercise caution when dealing in the Shares or the Rights Shares in their nil-paid form, and if they are in any doubt about their position, they should consult their professional advisers.

閣下應注意，本公司之股份自2008年6月12日（星期四）起以無權股份形式買賣，預期供股股份將於2008年6月24日（星期二）起至2008年7月2日（星期三）止以無權股份形式買賣。凡與供股股份有關之交易均須在該期間內進行。因此，本公司之股票買賣自現在起至供股股份所有條件獲履行為止，均須承受本公司之股份及無權股份之風險，倘閣下對本公司之地位有任何疑問，應諮詢閣下之專業顧問。

NO RECEIPT WILL BE GIVEN. 本公司將不另發收據。



CITIC RESOURCES HOLDINGS LIMITED
(incorporated in Bermuda with limited liability)
(Stock Code: 1205)

20 June 2008

Dear Qualifying Shareholder(s),

In accordance with the terms set out in the rights issue prospectus dated 20 June 2008 (the "**Prospectus**") despatched to Qualifying Shareholders of CITIC Resources Holdings Limited (the "**Company**"), the Directors have provisionally allotted to you Rights Shares on the basis of three (3) Rights Shares for every twenty (20) Shares of HK\$0.05 each in the Company registered in your name as at the close of business on Thursday, 19 June 2008 (the "**Record Date**") at HK\$3.20 per Rights Share. Your holding of Shares as at the Record Date is set out in Box A and the number of Rights Shares provisionally allotted to you is set out in Box B. Terms defined in the Prospectus have the same meanings when used herein unless the context requires otherwise.

No action (including registration or filing under any applicable legislation of any jurisdiction other than Hong Kong) has been taken to permit the offering of the Rights Shares or the distribution of the Prospectus, the provisional allotment letter and the form of application for excess Rights Shares in any jurisdiction other than Hong Kong. Accordingly, no provisional allotment of Rights Shares will be made to the Excluded Shareholders. The Company will send copies of the Prospectus to the Excluded Shareholders for their information only, but the Company will not send any provisional allotment letter or form of application for excess Rights Shares to the Excluded Shareholders. Any net proceeds of sale of nil-paid Rights Shares, after deduction of expenses, will be distributed in Hong Kong dollars to the Excluded Shareholders according to their respective entitlements on the Record Date, except that any individual amounts of HK\$100 or less will be retained for the benefit of the Company. Rights Shares which would otherwise have been provisionally allotted to the Excluded Shareholders and which are not sold, and Rights Shares provisionally allotted but not accepted, will be available for excess application by applicants using the accompanying form of application for excess Rights Shares subject to and in accordance with the terms of such form of application for excess Rights Shares.

No person receiving a provisional allotment letter or a form of application for excess Rights Shares in any jurisdiction other than Hong Kong may treat it as an offer or an invitation to apply for Rights Shares or excess Rights Shares, unless in the relevant jurisdiction such an offer or invitation to apply for Rights Shares or excess Rights Shares could lawfully be made without compliance with any registration or other legal or regulatory requirements thereof. Subject as referred to below, it is the responsibility of anyone outside Hong Kong wishing to make an application for Rights Shares or excess Rights Shares to satisfy himself/herself/itself, before exercising any rights to subscribe for provisionally allotted Rights Shares or excess Rights Shares, as to the observance of the laws and regulations of all relevant jurisdictions, including the obtaining of any governmental or other consents, and to pay any taxes and duties required to be paid in such jurisdiction in connection therewith. The Company reserves the right to refuse to accept any application for Rights Shares or excess Rights Shares if it believes that doing so would violate the applicable securities or other laws or regulations of any jurisdiction.

The Rights Shares (when allotted, issued and fully paid) will rank pari passu in all respects with all existing issued Shares. Holders of fully-paid Rights Shares will be entitled to receive all future dividends and distributions which may be declared, made or paid after the date of allotment and issue of the Rights Shares.

PROCEDURE FOR ACCEPTANCE

To take up your provisional allotment, you must lodge the whole of this provisional allotment letter intact with the Company's Hong Kong branch share registrar and transfer office, Tricor Tengis Limited, at 26/F, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong (the "Registrar") together with a remittance for the full amount payable on acceptance of the number of Rights Shares provisionally allotted to you as set out in Box C, so as to be received by not later than 4:00 p.m. on Monday, 7 July 2008. All remittances must be made in Hong Kong dollars. Cheques must be drawn on a bank account with, and cashier's orders must be issued by, a licensed bank in Hong Kong and made payable to "CITIC Resources Holdings Limited — Provisional Allotment Account" and crossed "Account Payee Only". Such payment will constitute acceptance of the provisional allotment on the terms of this provisional allotment letter and the Prospectus and subject to the Memorandum of Association and Bye-laws of the Company.

It should be noted that unless this provisional allotment letter, together with the appropriate remittance for the amount shown in Box C, has been physically received as described above by not later than 4:00 p.m. on Monday, 7 July 2008 whether by the original allottee or any person in whose favour the rights have been validly transferred, your provisional allotment and all rights hereunder will be deemed to have been declined and will be cancelled.

EXCESS RIGHTS SHARES

If you wish to apply for any Rights Shares in addition to your provisional allotment hereunder, you must complete and sign the accompanying form of application for excess Rights Shares as indicated thereon and lodge it, together with a separate remittance for the full amount payable on application in respect of the excess Rights Shares being applied for, with the Registrar by not later than 4:00 p.m. on Monday, 7 July 2008. All remittances must be made in Hong Kong dollars. Cheques must be drawn on a bank account with, and cashier's orders must be issued by, a licensed bank in Hong Kong and made payable to "CITIC Resources Holdings Limited — Excess Application Account" and crossed "Account Payee Only". It should be noted that the allotment of excess Rights Shares will be made by the Directors on a fair and reasonable basis but applicants are not guaranteed to be allotted all or any of the excess Rights Shares applied for.

TRANSFER

If you wish to transfer all of your Rights Shares provisionally allotted to you hereunder, you must complete and sign the form of transfer and nomination (Form B) and hand this provisional allotment letter to the person(s) to or through whom you are transferring your Rights Shares. The transferee(s) must then complete and sign the registration application form (Form C) and lodge this provisional allotment letter intact together with a remittance for the full amount payable on acceptance as set out in Box C with the Registrar so as to be received by not later than 4:00 p.m. on Monday, 7 July 2008. It should be noted that Hong Kong stamp duty is payable in connection with the transfer of your rights to subscribe for the relevant Rights Shares.

SPLITTING

If you wish to accept only part of your provisional allotment or transfer a part of your right to subscribe for the Rights Shares provisionally allotted under this provisional allotment letter or to transfer all of your rights to subscribe for the Rights Shares provisionally allotted under this provisional allotment letter, this original provisional allotment letter must be surrendered by not later than 4:30 p.m. on Thursday, 26 June 2008 to the Registrar who will cancel this original provisional allotment letter and issue new provisional allotment letter(s) in the denominations required. This provisional allotment letter contains full information regarding the procedures to be followed if you wish to accept only part of your provisional allotment or if you wish to transfer all or part of your provisional allotment.

TERMINATION OF THE UNDERWRITING AGREEMENT

It should be noted that under the Underwriting Agreement, if at any time prior to 5:00 p.m. on Thursday, 10 July 2008, being the third Business Day after the Acceptance Date:

- (a) there shall develop, occur, exist or come into effect:
- (i) any new law or regulation or any change or prospective change in existing laws or regulations or any change in the interpretation or application thereof by any court or other competent authority in Hong Kong, Singapore, Bermuda or any other place in which any member of the Group conducts or carries on business; or
 - (ii) any change or prospective change in, or any event or series of events resulting or likely to result in any change in local, national or international financial, political, military, industrial, economic, currency or (whether or not sui generis with any of the foregoing) market conditions, for this purpose but without limiting the generality of the foregoing a change in the system under which the value of the Hong Kong currency is linked to the currency of the United States of America shall be an event resulting or likely to result in a change in currency conditions; or
 - (iii) any change or prospective change in the conditions of local, national or international securities markets (including but without limitation, the imposition of any moratorium, suspension or material restriction on trading in securities generally on the Stock Exchange due to exceptional financial circumstances or otherwise); or
 - (iv) any material change in the business or in the financial or trading position or prospects of the Group; or
 - (v) any act of God, war, riot, public disorder, any outbreak or escalation of hostilities, declaration of emergency, calamity, crisis, epidemic, terrorism or any event or a series of events beyond the control of the Underwriters; or
 - (vi) any suspension in the trading of the Shares on the Stock Exchange; or
 - (vii) any litigation against any member of the Group by a third party; or
 - (viii) any moratorium on commercial banking activities having been declared by the PRC, Hong Kong or Singapore authorities, which, in the reasonable opinion of the Underwriters:
 - (x) is likely to have a material adverse effect on the Company or the Group or the Rights Issue; or
 - (y) is likely to have a material adverse effect on the success of the Rights Issue or the level of Rights Shares taken up; or
 - (z) is so material as to make it inadvisable or inexpedient for the Company to proceed with the Rights Issue; or
- (b) there comes to the notice of the Underwriters:
- (i) any matter or event showing any of the representations and warranties or any undertakings of the Company under the Underwriting Agreement to be untrue or misleading or as having been breached in any respect; or
 - (ii) any change or development involving a prospective change in Hong Kong taxation or exchange control which will or may materially and adversely affect the Group or a material proportion of the existing Shareholders in their capacity as such,

then and in any such case the Underwriters may (but shall not be bound to), upon giving notice to the Company, terminate the Underwriting Agreement with immediate effect. If the Underwriting Agreement is terminated, the Rights Issue will not proceed.

The Rights Issue is conditional upon the following:

- (a) all necessary approvals, permits, waivers, consents and authorisations having been obtained for the Rights Issue, the provisional allotment and allotment of the Rights Shares;
- (b) the Listing Committee of the Stock Exchange granting or agreeing to grant (subject to allotment) listing of, and permission to deal in, all the Rights Shares, in their nil-paid and fully-paid forms, by not later than Monday, 23 June 2008 and Wednesday, 16 July 2008 respectively and such listing not being revoked prior to 4:00 p.m. on Thursday, 10 July 2008 which is the third Business Day following the Acceptance Date;
- (c) the delivery on or before the Posting Date of one signed copy of each of the Rights Issue Documents to the Underwriters and the Stock Exchange;
- (d) the filing and registration on or prior to the Posting Date of one signed copy of each of the Rights Issue Documents (and all other documents required to be attached) with the Registrar of Companies in Hong Kong, complying with the requirements of the Companies Ordinance;
- (e) the filing on or prior to the Posting Date of one signed copy of each of the Rights Issue Documents (and all other documents required to be attached thereto) with the Registrar of Companies in Bermuda, complying with the requirements of the Companies Act 1981 of Bermuda (as amended);
- (f) the posting of the Rights Issue Documents to the Qualifying Shareholders on or before the Posting Date (or such later date as the Underwriters may agree with the Company); and
- (g) the Underwriting Agreement becoming unconditional and not being terminated by the Underwriters.

In the event that any of the above conditions has not been satisfied on or before the time and dates specified in the Underwriting Agreement, the Underwriting Agreement shall, save in respect of certain provisions therein, terminate and the obligations of the Company and the Underwriters shall cease and be null and void upon such termination and none of the Company and the Underwriters shall, save in respect of certain provisions and any right or liability accrued under the Underwriting Agreement before such termination, have any right against or liability towards the other arising out of or in connection with the Underwriting Agreement.

It should be noted that the Shares have been dealt with on an ex-rights basis since Thursday, 12 June 2008 and that the Rights Shares are expected to be dealt with in their nil-paid form from Tuesday, 24 June 2008 to Wednesday, 2 July 2008 (both days inclusive). Any dealings in the Shares from now up to the date on which all conditions to which the Rights Issue is subject are required to be fulfilled (which is expected to be Wednesday, 16 July 2008), or any dealings in the Rights Shares in their nil-paid form between Tuesday, 24 June 2008 and Wednesday, 2 July 2008 (both days inclusive) are accordingly subject to the risk that the Rights Issue may not become unconditional or may not proceed. If the Rights Issue fails to proceed, the subscription monies received will be refunded to the applicants without interest by means of cheque(s) to be despatched by ordinary mail at the risk of such applicants on or about Tuesday, 15 July 2008. Shareholders and potential investors in the Company should therefore exercise caution when dealing in the Shares or the Rights Shares in their nil-paid form, and if they are in any doubt about their position, they should consult their professional advisers.

CHEQUES AND CASHIER'S ORDERS

All cheques and cashier's orders will be presented for payment immediately upon receipt and any interest earned on such monies will be retained for the benefit of the Company. If any cheque or cashier's order is not honoured upon first presentation, this provisional allotment letter is liable to be rejected, and in that event the provisional allotment and all rights thereunder will be deemed to have been declined and will be cancelled.

CERTIFICATES FOR RIGHTS SHARES

It is expected that certificates for the Rights Shares in their fully-paid form will be despatched by ordinary mail to those Qualifying Shareholders or their transferees who have paid for and have accepted the Rights Shares, at such persons' own risk on or about Tuesday, 15 July 2008. Where any entitlement to Rights Shares in fully-paid form exceeds one board lot, it is proposed, the relevant Qualifying Shareholders or their transferees will receive one share certificate for the allotment of Rights Shares.

GENERAL

Lodgement of this provisional allotment letter with, where relevant, the form of transfer and nomination purporting to have been signed by the person(s) in whose favour it has been issued shall be conclusive evidence of the title of the party or parties lodging it to deal with the same and to receive split letters of allotment and/or certificates for Shares.

This provisional allotment letter and any acceptance of the offer contained in it shall be governed by and construed in accordance with the laws of Hong Kong.

Further copies of the Prospectus giving details of the Rights Issue are available from the head office and principal place of business of the Company in Hong Kong, at Suites 3001-3006, 30/F, One Pacific Place, 88 Queensway, Hong Kong and Tricor Tengis Limited, at 26/F, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong during normal business hours.

Yours faithfully,
For and on behalf of
CITIC Resources Holdings Limited
Sun Xinguo
Chief Executive Officer



CITIC RESOURCES HOLDINGS LIMITED

中信資源控股有限公司

(於百慕達註冊成立之有限公司)
(股份代號：1205)

敬啟者：

茲根據寄發予中信資源控股有限公司(「本公司」)合資格股東日期為2008年6月20日之供股章程(「章程」)所載條款，董事已按於2008年6月19日(星期四)(「記錄日期」)營業時間結束時登記於閣下名下每持有本公司二十(20)股每股面值0.05港元之股份可獲配(3)股供股股份之基準，按每股供股股份3.20港元之價格，向閣下暫定配發供股股份。閣下於記錄日期持有之股份總數載列於甲欄。閣下獲暫定配發之供股股份數目載列於乙欄。除文義另有所指外，章程所界定之詞彙與本函件所採用者具有相同涵義。

本公司並無採取任何行動(包括根據香港以外任何司法權區之任何適用法例進行登記或存檔)，以批准在香港以外任何司法權區發售供股股份或派發章程、暫定配額通知書及額外供股股份申請表格，故除股東將不會獲暫定配發任何供股股份。本公司將向除外股東寄發章程，僅供彼等參考，但不會向除外股東寄發任何暫定配額通知書或額外供股股份申請表格。有關出售未繳股款供股股份所得款項淨額(經扣除開支)將會根據於記錄日期除外股東各自獲享之配額比例以港元向彼等分派，惟100港元或以下之款項將撥歸本公司所有。原應暫定配發予除外股東並且未予出售之供股股份，在額外供股股份申請表格條款規限下，將可供申請人以隨附之額外供股股份申請表格申請認購。

於香港以外任何司法權區獲暫定配額通知書或額外供股股份申請表格之任何人士，概不得將之視為申請供股股份或額外供股股份之要約或邀請，除非於有關司法權區可在毋須遵照任何登記或其他法律或監管規定之情況下可合法提出該項申請供股股份或額外供股股份之要約或邀請。在下述之規限下，香港境外之任何人士如欲為其本身申請供股股份或額外供股股份，則有責任於行使認購暫定配發供股股份或額外供股股份的任何權利前確保已就此遵守所有有關司法權區之法律及法規，包括取得任何政府或其他同意，及就此繳納該司法權區規定繳付之任何稅項及徵稅。倘本公司相信該項接納將違反任何司法權區適用之證券或其他法律或法規，則會保留拒絕接納任何供股股份或額外供股股份申請之權利。

供股股份(經配發、發行及繳足股款後)將在各方面均與全部現有已發行股份享有同等權益。繳足股款供股股份的持有人將有權收取於供股股份配發及發行日期後可能宣派、作出或派付的一切未來股息及分派。

接納手續

閣下如欲接納暫定配額，須不遲於2008年7月7日(星期一)下午四時正將本暫定配額通知書壹份，連同須於接納丙欄所示暫定配發予閣下之供股股份數目時繳付之全部股款，送交本公司之香港股份過戶登記處卓佳登捷時有限公司，地址為香港灣仔皇后大道東28號金鐘匯中心26樓(「過戶登記處」)。全部股款須以港元支付，支票必須由香港持牌銀行之銀行戶口開出。而銀行本票必須由香港之持牌銀行發出，註明抬頭人為「CITIC Resources Holdings Limited – Provisional Allotment Account」，及以「只准入抬頭人賬戶」劃線方式開出。閣下繳付股款後，即構成已按本暫定配額通知書與章程之條款，並在本公司之組織章程大綱及細則之規限下接納暫定配額。

務請注意，除非本暫定配額通知書連同丙欄所示之應繳股款不遲於2008年7月7日(星期一)下午四時正，由原有之承配人或獲有效轉讓供股權之任何人士按上文所述交回，否則閣下暫定配額及一切有關權利將視作已被放棄並將被註銷。

額外供股股份

閣下如欲申請認購閣下所獲暫定配發以外之任何供股股份，應按隨附之額外供股股份申請表格之指示將表格填妥及簽署，連同就所申請認購額外供股股份須於申請時全數繳付之獨立股款支票，須不遲於2008年7月7日(星期一)下午四時正交回過戶登記處，而銀行本票必須由香港之持牌銀行發出，註明抬頭人為「CITIC Resources Holdings Limited – Excess Application Account」，及以「只准入抬頭人賬戶」劃線方式開出。務請注意，董事將按公平合理基準酌情分配額外供股股份，惟並不保證申請人可獲配發全部或任何其申請認購之額外供股股份。

轉讓

閣下如欲將獲暫定配發之供股股份全部轉讓他人，須填妥及簽署轉讓及提名表格(表格乙)，並將本暫定配額通知書交予閣下欲轉讓供股股份之人士或經手轉讓之人士。承讓人須填妥及簽署登記申請表格(表格丙)，並將本暫定配額通知書壹份連同丙欄所示須於接納時繳足之全部股款，須不遲於2008年7月7日(星期一)下午四時正交回過戶登記處。務請注意，閣下在轉讓有關供股股份之認購權時須繳納香港印花稅。

分拆

閣下如欲只接納部份之暫定配額或將閣下根據本暫定配額通知書獲暫定配發認購供股股份之部份權利或閣下根據認購本暫定配額通知書獲暫定配發認購供股股份的所有權利轉讓，則本原有的暫定配額通知書須不遲於2008年6月26日(星期四)下午四時三十分前交回過戶登記處予以註銷，而過戶登記處將按所要求之股份面額發出新暫定配額通知書。本暫定配額通知書載有有關閣下接納部份之暫定配額或轉讓閣下之全部或部份暫定配額時應辦理之手續之全部資料。

終止包銷協議

務請注意，根據包銷協議，若於2008年7月10日(星期四)(即接納日期後第三個營業日)下午五時正前任何時間：

- 形成、發生、存在或生效：
 - 香港、新加坡、百慕達或本集團任何成員公司經營或從事業務在任何其他地方的法院或其他主管機關頒佈任何新法律或法規，或現行法律或法規有變或可能改變，或有關詮釋或應用有變；或
 - 任何地方、國家或國際金融、政治、軍事、工業、經濟、貨幣或(不論上述任何各項類似或否)市況有變或可能有變，或發生任何事件或連串事件導致或可能導致出現有關變動，就此而言，但在對不影響上述的一般性原則下，港元與美元的聯繫匯率機制變動，而導致或可能導致之貨幣狀況變動；或
 - 任何地方、國家或國際證券市場的狀況有變或可能有變(包括但不限於特殊金融狀況或其他原因而對聯交所的一般證券買賣進行全面禁售、暫停或施加重大限制)；或
 - 本集團的業務、財務或經營狀況或前景有重大轉變；或
 - 任何天災、戰爭、動亂、公眾騷亂、敵對行為爆發或升級、宣佈進入緊急狀態、災禍、危機、疫症、恐怖活動或包銷商非能控制的任何事件或連串事件；或
 - 股份在聯交所暫停買賣；或
 - 第三方起訴本集團任何成員公司；或
 - 中國、香港或新加坡有關當局宣佈商業銀行活動全面禁止，而包銷商合理認為上述情況：
 - 可能對本公司或本集團或供股有重大不利影響；或
 - 可能對供股的成功或供股股份的認購數量有重大不利影響；或
 - 重大得令本公司進行供股變得不宜或不智時；或
- 包銷商得悉：
 - 任何事情或事件顯示本公司根據包銷協議所作出的任何陳述及保證或任何承諾在任何方面屬失實或構成誤導或違反時；或
 - 香港稅務或外匯管制有變或出現可能導致變動的事態發展，而將會或可能對本集團或大部分現有股東有重大不利影響；

而在此等情況下，包銷商可(但不一定須)向本公司發出通知即時終止包銷協議。如包銷協議被終止，供股將不會繼續進行。

供股須待下列條件達成後，方可作實：

- 已就進行供股、暫定配發及配發供股股份取得一切必要批文、許可證、豁免、同意及授權；
- 聯交所上市委員會分別不遲於2008年6月23日(星期一)及2008年7月16日(星期三)授予或同意授予(須視乎配發)及批准所有未繳股款及繳足股款的供股股份上市及買賣，且於2008年7月10日(星期四)(即接納日期後第三個營業日)下午四時正前相關上市地位並無遭撤銷；
- 於寄發日期或之前向包銷商及聯交所發送各供股文件的已簽署副本乙份；
- 遵照公司條例的規定，於寄發日期或之前將各供股文件的已簽署副本乙份(並隨附所有其他必要文件)呈交香港公司註冊處處長存檔及登記；
- 遵照1981年百慕達公司法(經修訂)的規定，於寄發日期或之前將各供股文件的已簽署副本乙份(並隨附所有其他必要文件)呈交百慕達公司註冊處處長存檔；
- 於寄發日期(或包銷商與本公司可能協定之其他較後日期)或之前向合資格股東寄發供股文件；及
- 上述包銷協議成為無條件，且並無遭包銷商終止。

若上述任何條件並未在包銷協議列明的日期及時間或之前達成，則包銷協議將告終止，而本公司及包銷商的責任亦告終止(惟當中若干條款除外)，並於終止時即告無效及失效，因此本公司及包銷商任何一方無須因為或就包銷協議向另一方具有任何權利或負上任何責任(惟若干條款及有關終止前根據包銷協議所產生的任何權利或責任除外)。

務請注意，股份已由2008年6月12日(星期四)起以除權方式買賣。預期供股股份將由2008年6月24日(星期二)起至2008年7月2日(星期三)(包括首尾兩天)以未繳股款方式買賣。凡由現時起至供股條件需全面達成當日(預期為2008年7月16日(星期三))進行股份買賣，或於2008年6月24日(星期二)至2008年7月2日(星期三)(包括首尾兩天)進行未繳股款供股股份買賣，均將承擔供股未必成為無條件或未必進行的風險。倘供股未能進行，所收取之認購股款將於2008年7月15日(星期二)或之前不計利息以普通郵寄方式寄發支票退還予申請人，郵誤風險概由申請人自行承擔。因此，本公司之股東及潛在投資者於買賣股份或未繳股款供股股份時務必審慎行事；如彼等對本身的情況有任何疑問，應諮詢彼等的專業顧問。

支票及銀行本票

所有支票及銀行本票將於收訖後隨即過戶，而自該等款項所賺取之任何利息將撥歸本公司所有。倘任何支票或銀行本票在首次過戶時未能兌現，則本暫定配額通知書將被拒絕受理。在此情況下，暫定配額及有關權利將視作已被放棄及將被註銷。

供股股份股票

繳足股款供股股份股票預期將於2008年7月15日(星期二)或前後以普通郵寄方式向已繳股款並接納供股股份的合資格股東或其承讓人寄發繳足股款供股股份股票，郵誤風險概由該等人士自行承擔。倘獲配之繳足股款供股股份多於一手買賣單位，則相關合資格股東或其承讓人將就供股股份之配額收取一張股票。

一般資料

暫定配額通知書連同獲發暫定配額通知書人士所簽署之轉讓及提名表格(如適用)一經交回，即確實證明交回上述文件之人士(一名或多名)有權處理本暫定配額通知書，並有權收取分拆後之配額通知書及/或股票。本暫定配額通知書及任何接納當中所載要約之事宜須受香港法例所規管及據此予以詮釋。

載述供股詳情之章程，於一般辦公時間內在本公司之總辦事處及香港主要營業地點(地址為香港灣仔皇后大道東28號太古廣場一座30樓3001至3006室)及卓佳登捷時有限公司(地址為香港灣仔皇后大道東28號金鐘匯中心26樓)可供索取。

列位合資格股東 台照

此致

代表
中信資源控股有限公司
行政總裁
孫新國
謹啟

2008年6月20日

IN THE EVENT OF ANY TRANSFER OF THE ENTITLEMENTS TO THE RIGHTS SHARES REPRESENTED BY THIS DOCUMENT, AD VALOREM STAMP DUTY IS PAYABLE ON EACH SALE AND EACH PURCHASE. A GIFT OR TRANSFER OF BENEFICIAL INTEREST OTHER THAN BY WAY OF SALE IS ALSO LIABLE TO AD VALOREM STAMP DUTY. EVIDENCE OF PAYMENT OF AD VALOREM STAMP DUTY WILL BE REQUIRED BEFORE REGISTRATION OF ANY TRANSFER OF THE ENTITLEMENTS TO THE RIGHTS SHARES REPRESENTED BY THIS DOCUMENT.

在以本文件提出任何轉讓獲發的供股股份時，每項買賣均須繳付從價印花稅。除以出售形式外，餽贈或轉讓實益擁有之權益亦須繳付從價印花稅。在以本文件登記轉讓供股股份權益之前，須出示已繳付從價印花稅之證明。

Form B
表格乙

FORM OF TRANSFER AND NOMINATION
轉讓及提名表格

(To be completed and signed only by the Shareholder(s) who wish(es) to transfer all of his/her/their right(s) to subscribe for the Rights Shares comprised herein)
(只供擬轉讓彼等全部供股股份認購權利之股東填寫及簽署)

To: The Directors,
CITIC RESOURCES HOLDINGS LIMITED

致： 中信資源控股有限公司
列位董事 台照

Dear Sirs,
I/We hereby transfer all of my/our rights to subscribe for the Rights Shares comprised in this provisional allotment letter to the person(s) accepting the same and signing the registration application form (Form C) below.

敬啟者：
本人/吾等茲將本暫定配額通知書所列予本人/吾等之供股股份認購權利悉數轉讓予接受此權利並簽署下列登記申請表格(表格丙)之該(等)人士。

1. _____ 2. _____ 3. _____ 4. _____
Signature(s) (all joint shareholders must sign) 簽署(所有聯名股東均須簽署)

Date日期： _____, 2008

NOTE: Hong Kong stamp duty is payable in connection with the transfer of your rights to subscribe for Rights Shares.
附註： 轉讓 閣下之供股股份認購權利須繳付香港印花稅。

Form C
表格丙

REGISTRATION APPLICATION FORM
登記申請表格

(To be completed and signed only by the person(s) to whom the right to subscribe for the Rights Shares have been transferred)
(只供供股股份認購權利之承讓人填寫及簽署)

To: The Directors,
CITIC RESOURCES HOLDINGS LIMITED

致： 中信資源控股有限公司
列位董事 台照

Dear Sirs,
I/We request you to register the number of the Rights Shares mentioned in Box B of Form A in my/our name(s) and I/we agree to accept the same on the terms set out in this provisional allotment letter and the accompanying Prospectus and subject to the Memorandum of Association and Bye-laws of the Company.

敬啟者：
本人/吾等謹請 閣下將表格甲內乙欄所列之供股股份數目登記於本人/吾等名下。本人/吾等同意依照本暫定配額通知書及隨附之章程所載條款，並在 貴公司之公司組織章程大綱及細則之規限下接納此等股份。

To be completed in block letters in ENGLISH. Joint applicants should give one address only. 請用英文正楷填寫。聯名申請人只須填報一個地址。			
Name in English 英文姓名	Family Name 姓氏	Other Names 名字	Name in Chinese 中文姓名
Name continuation and/or name(s) of Joint Applicants 申請人續姓名及/或聯名申請人姓名			
Address 地址			
Occupation 職業		Tel. No. 電話號碼	
Dividend Instructions 派息指示			
Name & Address of Bank 銀行名稱及地址	Bank Account No. 銀行賬戶號碼		
	Bank 銀行	Branch 分行	Account 賬戶

1. _____ 2. _____ 3. _____ 4. _____
Signature(s) (all joint applicants must sign) 簽署(所有聯名申請人均須簽署)

Date日期： _____, 2008

Ad valorem stamp duty is payable by the transferee(s) if this form is completed.
填妥此表格後，承讓人須繳付從價印花稅。