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中國鎳資源控股有限公司
CHINA NICKEL RESOURCES
HOLDINGS COMPANY LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2889)

NOTICE OF EGM

NOTICE IS HEREBY GIVEN that an extraordinary general meeting of China Nickel Resources Holdings Company Limited (the “**Company**”) will be held at Unit 3203, 32/F., Admiralty Centre I, 18 Harcourt Road, Hong Kong on Thursday, 28 January 2010 at 10:00 a.m. for the purpose of considering and, if thought fit, passing with or without amendments, the following resolutions as ordinary resolutions of the Company:

ORDINARY RESOLUTIONS

“**THAT**

- (a) the cap amounts in respect of the Exclusive Offtake Agreement as set out in the circular of the Company dated 13 January 2010 for each of the three financial years ending 31 December 2012 (the “**Renewed Ores Supply Annual Caps**”) be and is hereby confirmed and approved; and
- (b) any one director of the Company, or any two directors of the Company if the affixation of the common seal is necessary and if and where required, be and is/are hereby authorised for and on behalf of the Company to execute all such other documents, instruments and agreements and to do all such acts or things deemed by him/them to be incidental to, ancillary to or in connection with the Renewed Ores Supply Annual Caps.”

By Order of the Board
China Nickel Resources Holdings Company Limited
Dong Shutong
Chairman

Hong Kong, 13 January 2010

Notes:

- 1. A form of proxy for use at the meeting is enclosed herewith.
- 2. The instrument appointing a proxy shall be in writing under the hand of the appointer or his/her attorney duly authorised in writing or, if the appointer is a corporation, either under its seal or under the hand of any officer or attorney duly authorised to sign the same.

3. Any shareholder entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote instead of him. A proxy need not be a shareholder of the Company.
4. In order to be valid, a form of proxy in the prescribed form together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of that power or authority must be deposited at the Company's share registrars, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time fixed for holding the meeting or adjourned meeting or poll (as the case may be).
5. Completion and return of the form of proxy will not preclude you from attending and voting in person at the meeting or at any adjourned meeting thereof or poll concerned (as the case may be) should you so wish, and in such an event, the form of proxy shall be deemed to be revoked.
6. Where there are joint registered holders of any share, any one of such joint holders may vote, either in person or by proxy, in respect of such shares as if he/she was solely entitled thereto, but if more than one of such joint holders are present at the meeting, whether in person or by proxy, the joint registered holder present whose name stands first on the register of members in respect of the shares shall be accepted to the exclusion of the votes of the other registered holders.

As at the date of this notice, the Board comprises Mr. Dong Shutong (Chairman), Mr. He Weiquan (Executive director), Mr. Lau Hok Yuk (Executive director), Mr. Song Wenzhou (Executive director), Mr. Zhao Ping (Executive director) and Mr. Dong Chengzhe (Executive director), Mr. Yang Tianjun (Non executive Director), Mr. Bai Baohua (Independent Non executive Director), Mr. Huang Changhuai (Independent Non executive Director) and Mr. Wong Chi Keung (Independent Non executive Director).