
DEFINITIONS

In this prospectus, unless the context otherwise requires, the following terms shall have the meanings set out below.

“affiliate”	any other person, directly or indirectly, controlling or controlled by or under direct or indirect common control with such specified person
“AME”	AME Mineral Economics (Hong Kong) Limited, an independent research house that specializes in research on the global steel and related commodities industries
“AME Report”	the report dated October 14, 2010 on the global and PRC manganese industries prepared by AME
“Apexhill”	Apexhill Investments Limited, a company incorporated in the British Virgin Islands with limited liability on November 3, 2004, which is wholly-owned by CITIC United Asia. Apexhill is a shareholder and connected person of our Company
“Apexhill 2009 Loan”	a loan in the principal amount of HK\$60,000,000 owing by CITIC Dameng Investments to Apexhill pursuant to the 2009 Loan Agreement
“Application Form(s)”	WHITE application form(s), YELLOW application form(s), BLUE application form(s) and GREEN application forms or, where the context so requires, any of them
“associate(s)”	has the meaning ascribed thereto under the Listing Rules
“Assured Entitlement”	the entitlement of Qualifying CRH Shareholders to apply for the Reserved Shares under the Preferential Offering to be determined on the basis of shareholding as at 5:00 p.m. on the Record Date
“Audit Committee”	the audit committee of the Board
“Beibuwan Ferroalloy Plant”	a planned ferroalloy plant that is expected to be owned and operated by Beibuwan New Materials
“Beibuwan New Materials”	CITIC Dameng Beibuwan (Guangxi) New Materials Co., Ltd. (中信大錳北部灣(廣西)新材料有限公司), a company established in the PRC on July 30, 2008 and in which we indirectly hold 100% of the equity interest
“Bembélé Concentration Plant”	a concentration plant currently under construction, associated with Bembélé Manganese Mine
“Bembélé Manganese Mine”	a manganese mine located in Bembélé, Moyen-Ogooue Province, Gabon, the exploration rights and mining rights

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	of which are owned by CICMHZ, a company in which we indirectly hold a 51% equity interest
“Board of Directors” or “Board”	the board of directors of our Company
“Business Day”	any day (other than Saturday and Sunday) in Hong Kong on which banks in Hong Kong are open generally for normal banking business
“BVI”	the British Virgin Islands
“Bye-laws”	the bye-laws of our Company, as amended from time to time
“CAGR”	compound annual growth rate
“Capitalization Issue”	the issue of 2,245,766,565 Shares to be made upon capitalization of an amount of HK\$224,576,656.50 standing to the credit of the share premium account of our Company, which is discussed in more detail in Appendix VII to this prospectus
“CCASS”	the Central Clearing and Settlement System established and operated by HKSCC
“CCASS Clearing Participant”	a person admitted to participate in CCASS as a direct clearing participant or general clearing participant
“CCASS Custodian Participant”	a person admitted to participate in CCASS as a custodian participant
“CCASS Investor Participant”	a person admitted to participate in CCASS as an investor participant who may be an individual or joint individuals or a corporation
“CCASS Participant”	a CCASS Clearing Participant or a CCASS Custodian Participant or a CCASS Investor Participant
“CFR”	cost and freight, a trade term requiring the buyer to pay for the insurance and transportation of the goods from the port of discharge to the buyer’s factory
“Chongzuo Base”	a production facility owned and operated by Chongzuo Branch that will produce and sell manganese tetroxide, lithium manganese oxide and lithium cobalt oxide
“Chongzuo Branch”	CITIC Dameng Mining Industries Limited, Chongzuo Branch (中信大錳礦業有限責任公司崇左分公司), a branch office of CITIC Dameng Mining which operates and manages Chongzuo Base
“Chongzuo New Materials”	CITIC Dameng (Chongzuo) New Materials Co., Ltd. (中信大錳(崇左)新材料有限公司), a company established

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	in the PRC on May 21, 2008 with limited liability and in which we indirectly hold 100% of the equity interest
“CICMHZ”	La Compagnie Industrielle et Commerciale des Mines de Huazhou (Gabon), (華州礦業(加蓬)工貿有限公司), a company established in Gabon on August 24, 2005 with limited liability and in which we indirectly hold a 51% equity interest
“CIF”	cost, insurance and freight, a trade term requiring the seller to arrange for the carriage of goods by sea to a port of destination, and to provide the buyer with the necessary documentation to receive the goods from the carrier
“CISRIG”	Chinese Iron & Steel Research Institute Group (中國鋼研科技集團有限公司), a PRC state-owned enterprise that specializes in research and development of metal materials, key technology in metallurgical industry, and metallurgical analysis and testing
“CISRIG Report”	the report dated November 8, 2010 on the PRC steel industry, prepared by CISRIG
“CITIC Dameng Investments”	CITIC Dameng Investments Limited (中信大錳投資有限公司), a company incorporated in the British Virgin Islands on May 18, 2005 and a wholly-owned subsidiary of our Company
“CITIC Dameng Mineral”	CITIC Dameng (Guangxi) Mining Investment Limited (中信大錳(廣西)礦業投資有限責任公司), a company incorporated in the PRC on February 1, 2008 with limited liability, in which we indirectly own 100% of the equity interest
“CITIC Dameng Mining”	CITIC Dameng Mining Industries Co., Limited (中信大錳礦業有限責任公司), a wholly foreign owned enterprise after the Reorganization, which is an operating subsidiary of our Company and which was formed as a sino-foreign equity joint venture on August 19, 2005
“CITIC Group”	CITIC Group (中國中信集團公司), a company incorporated under the laws of the PRC on October 4, 1979, and, except where the context may otherwise require, all of its subsidiaries, which is a controlling shareholder of our Company
“CITIC Resources” or “CRH”	CITIC Resources Holdings Limited, a company incorporated in Bermuda with limited liability on July 18,

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	1997 and listed on the Stock Exchange (HK Stock Code: 1205), which is a controlling shareholder of our Company
“CITIC Resources Non-compete Undertaking”	the non-compete undertaking, dated November 3, 2010, of CITIC Resources in favor of our Company, which is described in the section headed “Relationship with CITIC Group and Guangxi Dameng” in this prospectus
“CITIC Securities”	CITIC Securities Corporate Finance (HK) Limited
“CITIC United Asia”	CITIC United Asia Investments Limited (中信裕聯投資有限公司), a company incorporated in Hong Kong, an indirectly wholly-owned subsidiary of CITIC Group and which is a connected person of our Company
“Companies Act”	The Companies Act 1981 of Bermuda
“Companies Ordinance”	the Companies Ordinance of Hong Kong (Chapter 32 of the Laws of Hong Kong) as amended, supplemented or otherwise modified from time to time
“Company” or “our Company”	CITIC Dameng Holdings Limited (中信大鎳控股有限公司*), a company incorporated in Bermuda with limited liability on July 18, 2005
“Company Law”	Company Law of the PRC (中華人民共和國公司法), as amended and adopted by the Standing Committee of the Eighteenth National People’s Congress on October 27, 2005 and effective on January 1, 2006, as amended, supplemented or otherwise modified from time to time
“connected person”	has the meaning ascribed to it under the Listing Rules
“controlling shareholders”	has the meaning ascribed to it under the Listing Rules and, in the context of this prospectus, means the controlling shareholders of our Company, namely CITIC Group, CRH and Highkeen
“CRH 2009 Loan”	a loan in the principal amount of HK\$240,000,000 owing by CITIC Dameng Investments to CITIC Resources pursuant to the 2009 Loan Agreement
“CRH Group”	CITIC Resources and, as the context may require, its subsidiaries, including our Group
“Dabao Ferroalloy Plant”	a ferroalloy production plant owned and operated by Guangxi Dabao
“Daxin Branch”	CITIC Dameng Mining Industries Limited, Daxin Branch (中信大鎳礦業有限責任公司大新分公司), a branch office of

* For identification purposes only

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	CITIC Dameng Mining which operates and manages Daxin Mine
“Daxin Concentration Plant”	an on-site concentrating plant located at Daxin Mine
“Daxin EMD Plant”	an EMD production plant owned and operated by Daxin Branch
“Daxin EMM Plant”	an EMM production plant owned and operated by Daxin Branch
“Daxin Grinding Plant”	a grinding plant located near Daxin Mine, and owned and operated by Daxin Branch
“Daxin Industrial”	Daxin Guinan Chemical Industrial Limited (大新桂南化工有限責任公司), a company incorporated in the PRC on June 22, 2005 with limited liability, and in which we indirectly hold a 14.38% equity interest
“Daxin Manganese Sulfate Plant”	a manganese sulfate production plant located near Daxin Mine, and owned and operated by Daxin Branch
“Daxin Mine”	CITIC Dameng Mining Industries Limited Daxin Manganese Mine (中信大錳礦業有限責任公司大新錳礦)
“Director(s)”	the director(s) of our Company
“EU”	the European Union
“FOB”	free on board, a trade term requiring the seller to pay for transportation of the goods to the port of shipment, plus loading costs. The buyer pays freight, insurance, unloading costs and transportation from the arrival port to the final destination
“Formal Notice”	the press announcement in agreed form to be issued in connection with the Public Offering and Preferential Offering pursuant to the Listing Rules
“Gabon Mining Code” or “Mining Code”	refers to the mining laws and regulations in force in Gabon as described in the section entitled “Regulatory Environment”
“Global Offering”	the Public Offering and the International Offering
“GREEN application form(s)”	the application form(s) to be completed by White Form eIPO Service Provider
“Group”, “our Group”, “we” or “us”	our Company and its subsidiaries or, where the context so requires in respect of the period before our Company became the holding company of our present subsidiaries, the present subsidiaries of our Company and the business carried on by such subsidiaries or (as the case may be) their predecessors

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“Guangxi”	Guangxi Zhuang Autonomous Region, the PRC
“Guangxi Dabao”	Guangxi Daxin Dabao Ferroalloy Co., Ltd. (廣西大新縣大寶鐵合金有限公司), a company established in the PRC on April 28, 2002, and in which we indirectly hold a 60% equity interest
“Guangxi Dameng”	Guangxi Dameng Manganese Industry Co., Ltd. (廣西大錳錳業有限公司), a state-owned limited liability company established under the laws of the PRC on July 30, 2001, which is a connected person of our Company. Guangxi Dameng is wholly-owned by the government of Guangxi
“Guangxi Dameng BVI”	Guinan Dameng International Resources Limited (桂南大錳國際資源有限公司), a company incorporated in the British Virgin Islands with limited liability on July 8, 2008, which is wholly-owned by Guangxi Dameng HK. Guangxi Dameng BVI is a shareholder and connected person of our Company
“Guangxi Dameng HK”	Huanan Dameng Investments Limited (華南大錳投資有限公司), a company incorporated in Hong Kong with limited liability on July 8, 2008, which is wholly-owned by Guangxi Dameng. Guangxi Dameng HK is a connected person of our Company
“Guangxi Dameng Subsidiaries”	the subsidiaries of Guangxi Dameng, including Guangxi Guilin, Guangxi Liuzhou, Nanning Battery Plant, Guangxi Hezhou and Guangxi Wuzhou, which are discussed in “Connected Transactions” in this prospectus
“Guangxi Guilin”	Guangxi Guilin Dameng Manganese Investment Co., Ltd. (廣西桂林大錳錳業投資有限責任公司), a company incorporated in the PRC which Guangxi Dameng holds 67% of its shares. Guangxi Guilin is a connected person of our Company
“Guangxi Hezhou”	Guangxi Hezhou Dameng Yinhe Battery Industry Co., Ltd. (廣西賀州大錳銀鶴電池工業有限公司), a company incorporated in the PRC which Guangxi Dameng holds 96.84% of its shares. Guangxi Hezhou is a connected person of our Company
“Guangxi Liuzhou”	Guangxi Liuzhou Dameng Electrical and Mechanical Equipment Manufacturer Co., Ltd. (廣西柳州大錳機電設備製造有限公司), a company incorporated in the PRC which Guangxi Dameng holds 98.18% of its shares. Guangxi Liuzhou is a connected person of our Company

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“Guangxi SASAC”	State-owned Asset Supervision and Administration Commission of the People’s Government of Guangxi Zhuang Autonomous Region, the PRC
“Guangxi Start”	Guangxi Start Manganese Materials Co., Ltd. (廣西斯達特錳材料有限公司), a company established in the PRC on April 18, 2001 and in which we indirectly hold a 71.17% equity interest
“Guangxi Wuzhou”	Guangxi Wuzhou Sunwatt Battery Co., Ltd. (廣西梧州新華電池股份有限公司), a company incorporated in the PRC which Guangxi Dameng holds 85.53% of its shares. Guangxi Wuzhou is a connected person of our Company
“Highkeen”	Highkeen Resources Limited, a company incorporated in the British Virgin Islands on January 28, 2005 with limited liability, which is indirect wholly-owned by CRH. Highkeen is an immediate controlling shareholder of our Company
“HKFRS”	Hong Kong Financial Reporting Standards
“HKSCC”	Hong Kong Securities Clearing Company Limited
“HKSCC Nominees”	HKSCC Nominees Limited
“Hong Kong” or “HK”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong dollars”, “HK dollars” or “HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong Underwriters”	the several underwriters of the Public Offering listed in the section titled “Underwriting — Hong Kong Underwriters”
“Hong Kong Underwriting Agreement”	the underwriting agreement dated November 5, 2010 relating to the Public Offering entered into among us, the Hong Kong Underwriters and the Joint Lead Managers
“Huazhou BVI”	Huazhou Mining Investment Limited (華州礦業投資有限公司), a company incorporated in the British Virgin Islands with limited liability on July 6, 2007, and in which we hold a 60% equity interest
“IFRS”	International Financial Reporting Standards
“Independent Third Party(ies)”	party(ies) which is(are) not connected with any of the Directors, chief executives of our Company or any of our subsidiaries, or any of their respective associates

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“International Offer Shares”	675,000,000 new Shares initially being offered by us for subscription at the Offer Price under the International Offering (which also includes 75,000,000 Reserved Shares offered under the Preferential Offering), subject to adjustment as described in the section headed “Structure of the Global Offering”
“International Offering”	the conditional placing by the International Underwriters of the International Offer Shares with institutional and professional investors and other investors expected to have a sizeable demand for the Shares, as further described in the section headed “Structure of the Global Offering”
“International Purchase Agreement”	the International Purchase Agreement relating to the International Offering and to be entered into among us, the International Underwriters and the Joint Bookrunners on or around November 11, 2010
“International Underwriters”	the several underwriters of the International Offering, led by the Joint Bookrunners and expected to enter into the International Purchase Agreement to underwrite the International Offering
“Joint Bookrunners”	CITIC Securities, Merrill Lynch International and UBS
“Joint Global Coordinators”	Merrill Lynch International and UBS
“Joint Lead Managers”	CITIC Securities, Merrill Lynch Far East and UBS
“Joint Sponsors”	Merrill Lynch Far East and UBS
“JV Contract”	the contract dated August 2, 2005, entered into between Guangxi Dameng and CITIC Dameng Investments relating to the establishment of CITIC Dameng Mining
“Latest Practicable Date”	November 3, 2010, being the latest practicable date for the purpose of ascertaining certain information contained in this prospectus prior to its publication
“Listing”	the listing of the Shares on the Main Board of the Stock Exchange
“Listing Date”	the date on which dealings in the Shares first commence on the Stock Exchange
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange (as amended from time to time)
“M&A Provisions”	the Provisions on the Acquisition of Domestic Enterprises by Foreign Investors (2006 Revision) (關於外國投資者併購境內企業的規定)

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“Main Board”	the stock market operated by the Stock Exchange prior to the establishment of the Growth Enterprise Market of the Stock Exchange (excluding the options market) and which continues to be operated by the Stock Exchange in parallel with the Growth Enterprise Market of the Stock Exchange
“Memorandum of Association” or “Memorandum”	the memorandum of association of our Company adopted upon the incorporation of our Company and as amended from time to time
“Merrill Lynch Far East”	Merrill Lynch Far East Limited
“mining convention”	an agreement between the holder of an exploration or mining permit and the State of Gabon which provides the general legal, financial, fiscal, economic, administrative, customs, social and environmental conditions pertaining to the performance of exploration or mining operations in Gabon
“Ministry of Finance”	the Ministry of Finance of the PRC (中華人民共和國財政部)
“MLR”	the Ministry of Land and Resources of the PRC (中華人民共和國國土資源部)
“MOFCOM”	the Ministry of Commerce of the PRC (中華人民共和國商務部) or its predecessor, the Ministry of Foreign Trade and Economic Cooperation of the PRC (中華人民共和國對外貿易經濟合作部)
“Nanning Battery Plant”	Nanning Battery Plant (南寧市電池廠), a company incorporated in the PRC which is wholly owned by Guangxi Dameng. Nanning Battery Plant is a connected person of our Company
“NDRC”	the National Development and Reform Commission of the PRC (中華人民共和國國家發展和改革委員會)
“New EIT Law”	the PRC Enterprise Income Tax Law (中華人民共和國企業所得稅法) enacted on March 16, 2007 and effective on January 1, 2008
“NSSF”	the National Council for Social Security Fund of the PRC (中華人民共和國全國社會保障基金理事會)
“Offer Price”	the final Hong Kong dollar price per Share (exclusive of brokerage, SFC transaction levy, and Stock Exchange trading fee) of not more than HK\$2.75 and expected to be not less than HK\$2.10, such price to be agreed upon by us, and the Joint Bookrunners (on behalf of the Underwriters) on or before the Price Determination Date

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“Offer Shares”	the Public Offer Shares and the International Offer Shares
“Over-allotment Option”	the option expected to be granted by us to the Joint Bookrunners exercisable under the International Purchase Agreement pursuant to which we may be required by the Joint Bookrunners to issue up to an aggregate of 112,500,000 additional Shares, representing in aggregate approximately 15% of the initial number of Offer Shares, at the Offer Price
“Overseas CRH Shareholder”	registered holders of the shares of CRH whose addresses on the register of members of CRH were outside Hong Kong as of 5:00 p.m. on the Record Date
“PBOC”	The People’s Bank of China (中華人民共和國人民銀行), the central bank of the PRC
“PBOC Rate”	the exchange rate for foreign exchange transactions set daily by the PBOC based on the previous day’s China inter-bank foreign exchange market rate and with reference to current exchange rates on the world financial markets
“PRC” or “China”	the People’s Republic of China and, except where the context requires and only for the purpose of this prospectus, references in this prospectus to the PRC or China do not include Taiwan, Hong Kong or Macau
“PRC GAAP”	the generally accepted accounting principles of the PRC
“PRC Government” or “State”	the central government of the PRC, including all political subdivisions (including provincial, municipal and other regional or local government entities) and its organs or, as the context requires, any of them
“Preferential Offering”	the preferential offering for sale to the Qualifying CRH Shareholders of initially 75,000,000 Offer Shares (representing approximately 10% of the Offer Shares initially available under the Global Offering), at the Offer Price, on and subject to the terms and conditions stated herein and in the BLUE Application Form, as further described in the section headed “Structure of the Global Offering — The Preferential Offering” in this prospectus
“Preferential Offering Documents”	this prospectus, the BLUE application form, the Formal Notice and any announcements, circulars, offer awareness materials and summary disclosure materials in the agreed form issued by our Company and/or CRH in connection with the Preferential Offering (including any supplement or amendment thereto)

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“Price Determination Date”	the date, expected to be on or around November 11, 2010 but no later than November 17, 2010 on which the Offer Price is fixed for the purposes of the Global Offering
“Public Offer Shares”	the 75,000,000 new Shares (subject to adjustment) being offered by us for subscription pursuant to the Public Offering
“Public Offering”	the offer of Public Offer Shares for subscription by the public in Hong Kong for cash at the Offer Price, on and subject to the terms and conditions described in this prospectus and the Application Forms
“Public Offering Documents”	this prospectus and the Application Forms
“QIBs”	qualified institutional buyers within the meaning of Rule 144A
“Qinzhou Ferroalloy Plant”	a non-manganese ferroalloy production plant located near Qinzhou Harbor, and owned and operated by Qinzhou New Materials
“Qinzhou New Materials”	CITIC Dameng (Qinzhou) New Materials Co., Ltd. (中信大錳(欽州)新材料有限公司), a company established in the PRC on November 26, 2003 and in which we indirectly hold a 70% equity interest. Qinzhou New Materials was formerly known as Guangxi Qinzhou Guixin Ferroalloy Co., Ltd. (廣西欽州市桂鑫冶金有限公司), which changed to its current name on January 12, 2010
“Qualifying CRH Shareholder”	holders of the shares of CRH, whose names appear on the register of members of CRH as of 5:00 p.m. on the Record Date, other than the Overseas CRH Shareholders
“Record Date”	October 27, 2010, being the record date for ascertaining the Assured Entitlement
“Regulation S”	Regulation S under the U.S. Securities Act
“Reorganization”	the reorganization of the business comprising our Group, as described in the section headed “Corporate Structure and History” in this prospectus
“Reporting Accountants”	Ernst & Young
“Repurchase Mandate”	the repurchase mandate granted to the Board of Directors by our Company’s Shareholders, further details of which are set forth in the Statutory and General Information in Appendix VII to this prospectus
“Reserved Shares”	the 75,000,000 new Shares offered at the Offer Price, representing approximately 10% of the Offer Shares

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	initially available under the Global Offering pursuant to the Preferential Offering
“Retained Business”	the business of the Retained Group, as described in the section headed “Relationship with CITIC Group and Guangxi Dameng” in this prospectus
“Retained Group”	CITIC Resources and its subsidiaries (excluding our Group)
“RMB” or “Renminbi”	Renminbi Yuan, the lawful currency of the PRC
“Rule 144A”	Rule 144A under the U.S. Securities Act
“SAFE”	the State Administration of Foreign Exchange of the PRC (中華人民共和國國家外匯管理局)
“Sallmanns”	Jones Lang LaSalle Sallmanns Limited, an independent property valuer
“SASAC”	the State-owned Assets Supervision and Administration commission of the State Council (國務院國有資產監督管理委員會)
“Securities and Futures Commission” or “SFC”	the Securities and Futures Commission of Hong Kong
“Securities and Futures Ordinance” or “SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
“Share(s)”	ordinary shares of our Company with a nominal value of HK\$0.10 each, to be traded in HK dollars and listed on the Stock Exchange
“Share Option Scheme”	the share option scheme conditionally adopted by our Company pursuant to a resolution passed by its shareholders on October 26, 2010, a summary of the principal terms of which is set out in the section headed “Share Option Scheme” of the Statutory and General Information in Appendix VII to this prospectus
“SRK”	SRK Consulting China Limited, an independent technical consultant of mineral assets
“SRK Report”	the independent technical review report by SRK as set out in Appendix V to this prospectus
“Stabilization Manager”	UBS AG, Hong Kong Branch
“Start EMM Plant”	an EMM production plant owned and operated by Guangxi Start

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“State Administration of Taxation”	the State Administration of Taxation of the PRC (中國國家稅務總局)
“State Council”	the State Council of the PRC (中國國務院)
“Stock Borrowing Agreement”	the stock borrowing agreement expected to be entered into on or about the Price Determination Date between the Stabilization Manager (or its affiliates acting on its behalf) and Apexhill, pursuant to which Apexhill will agree to lend up to 112,500,000 Shares to the Stabilization Manager on terms set forth therein
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“subsidiary” or “subsidiaries”	has the meaning ascribed to it in section 2 of the Companies Ordinance
“substantial shareholder”	has the meaning ascribed to it under the Listing Rules
“Takeovers Code”	the Hong Kong Code on Takeovers and Mergers
“Tiandeng Branch”	CITIC Dameng Mining Industries Limited, Tiandeng Branch (中信大錳礦業有限責任公司天等分公司), a branch office of CITIC Dameng Mining which operates and manages Tiandeng Mine
“Tiandeng Concentration Plant”	an on-site concentrating plant located at Tiandeng Mine
“Tiandeng Dameng”	CITIC Dameng (Tiandeng) Manganese Materials Co., Ltd. (中信大錳(天等)錳材料有限公司), a company established in the PRC on March 27, 2003 and in which we indirectly hold a 60% equity interest
“Tiandeng EMM Plant”	an EMM production plant owned and operated by Tiandeng New Materials
“Tiandeng Ferroalloy Plant”	a ferroalloy production plant owned and operated by Tiandeng Dameng
“Tiandeng Mine”	CITIC Dameng Mining Industries Limited Tiandeng Manganese Mine (中信大錳礦業有限責任公司天等錳礦)
“Tiandeng New Materials”	CITIC Dameng (Tiandeng) New Materials Co., Ltd. (中信大錳(天等)新材料有限公司), a company established in the PRC on May 27, 2008 and in which we indirectly hold 100% of the equity interest
“Tiandong EMM Plant”	an EMM production plant owned and operated by Tiandong New Materials
“Tiandong New Materials”	CITIC Dameng Tiandong New Materials Co., Ltd. (中信大錳田東新材料有限公司), a company established in the

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	PRC on April 15, 2008 and in which we indirectly hold 100% of the equity interest
“Track Record Period”	the three years ended December 31, 2009 and the six months ended June 30, 2010
“UBS”	UBS AG, Hong Kong Branch
“Underwriters”	the Hong Kong Underwriters and the International Underwriters
“Underwriting Agreements”	the Hong Kong Underwriting Agreement and the International Purchase Agreement
“United States” or “U.S.”	the United States of America, including the District of Columbia, its territories and possessions
“US\$” or “U.S. dollars”	United States dollars, the lawful currency of the United States
“U.S. Securities Act”	the U.S. Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder
“White Form eIPO”	the application for Public Offer Shares to be issued in the applicant’s own name by submitting applications online through the designated website of White Form eIPO (www.eipo.com.hk)
“White Form eIPO Service Provider”	Computershare Hong Kong Investor Services Limited
“XAF”	Communauté financière africaine franc, the lawful currency of Gabon
“2009 Loan Agreement”	a loan agreement dated February 4, 2009 and made among CITIC Resources, Apexhill and CITIC Dameng Investments in relation to the CRH 2009 Loan and the Apexhill 2009 Loan
“%”	per cent

In this prospectus:

- *The English names of the PRC national, entities, departments, facilities, certificates, titles and the like are translations of their Chinese names and are included for identification purposes only. In the event of any inconsistency, the Chinese name prevails.*
- *Unless otherwise expressly stated or the context otherwise requires, all data in this prospectus is as of the date of this prospectus.*
- *Unless otherwise specified, all references to any shareholdings in our Company assume that the Over-allotment Option has not been exercised.*
- *Unless otherwise specified, all references to “2007”, “2008” and “2009” are to the years ended December 31, 2007, 2008 and 2009, respectively.*