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CITIC 21CN

中信 21世紀

CITIC 21CN COMPANY LIMITED

中信 21 世紀有限公司*

(Incorporated in Bermuda with limited liability)

(Stock code: 241)

RESULTS OF THE SPECIAL GENERAL MEETING HELD ON 29TH DECEMBER 2010

IN RESPECT OF DISCLOSEABLE AND CONNECTED TRANSACTIONS- LOANS TO A CONNECTED PERSON

The board of directors (the “Board”) of CITIC 21CN COMPANY LIMITED (the “Company”) is pleased to announce that, on 29th December 2010, the Company held the Special General Meeting (the “SGM”) at which all ordinary resolutions set out in the notice of the SGM dated 8th December 2010 were duly passed by way of poll.

Reference is made to the announcement of the Company dated 23rd November 2010 and the circular (the “Circular”) of the Company dated 8th December 2010. Capitalized terms used herein shall have the same meanings as defined in the Circular unless the context requires otherwise.

RESULTS OF THE SGM

The Board is pleased to announce that all ordinary resolutions set out in the notice of the SGM dated 8th December 2010 (the “Resolutions”) were duly passed by way of poll by the Shareholders at the SGM. The poll results in respect of the Resolutions were as follows”-

ORDINARY RESOLUTIONS		Number of Shares Voted (%)	
		For	Against
1.	To approve, confirm and ratify the Second CITIC 21CN Technology Loan Agreement dated 23 November 2010 and the transactions contemplated thereunder, and to authorize any one director of the Company to do all acts and things and execute all documents necessary, desirable or expedient to carry out or to give effect to the transactions contemplated under the Second CITIC 21CN Technology Loan Agreement	812,231,030 (98.04%)	16,240,700 (1.96%)
2.	To approve, confirm and ratify the CITIC 21CN Technology Renewal Loan Agreement dated 23 November 2010 and the transactions contemplated thereunder, and to authorize any one director of the Company to do all acts and things and execute all documents necessary, desirable or expedient to carry out or to give effect to the transactions contemplated under the CITIC 21CN Technology Renewal Loan Agreement	812,231,030 (98.04%)	16,240,700 (1.96%)

* *For identification purposes only*

ORDINARY RESOLUTIONS		Number of Shares Voted (%)	
		For	Against
3.	To approve, confirm and ratify the Second Renewal Loan Agreement dated 23 November 2010 and the transactions contemplated thereunder, and to authorize any one director of the Company to do all acts and things and execute all documents necessary, desirable or expedient to carry out or to give effect to the transactions contemplated under the Second Renewal Loan Agreement	812,231,030 (98.04%)	16,240,700 (1.96%)

Notes:

- (1) The full text of the Resolutions is set out in the notice of the SGM dated 8th December 2010.
- (2) As at the date of the SGM,
 - (a) the total number of Shares in issue was 3,717,869,631;
 - (b) all the Independent Shareholders in respect of the total number of 2,909,871,631 Shares, representing approximately 78.27% of the total issued share capital of the Company, were entitled to attend and vote for or against the Resolutions at the SGM; and
 - (c) none of the Independent Shareholders were entitled to attend and vote only against the Resolutions at the SGM.
- (3) The CITIC Group, being a connected person with a material interest in the transactions, and its associates were interested in 807,998,000 Shares (representing approximately 21.73% of the total issued share capital of the Company as at the SGM) and had abstained from voting in respect of the Resolutions at the SGM.
- (4) Tricor Secretaries Limited, the Company's branch share registrar and transfer office in Hong Kong, was appointed as the scrutineer at the SGM for the purpose of vote-taking in respect of the Resolutions.

For and on behalf of the Board
CITIC 21CN COMPANY LIMITED
Chen Xiao Ying
Executive Vice-Chairman

Hong Kong, 29th December 2010

As at the date of this announcement, the Board comprises Mr. Wang Jun, Ms. Chen Xiao Ying, Mr. Luo Ning, Mr. Sun Yalei, Mr. Zhang Lianyang, Ms. Xia Guilan, Dr. Hui Ho Ming, Herbert, JP (Independent Non-executive Director), Mr. Zhang Jian Ming (Independent Non-executive Director) and Dr. Long Junsheng (Independent Non-executive Director).