

**BY COURIER**

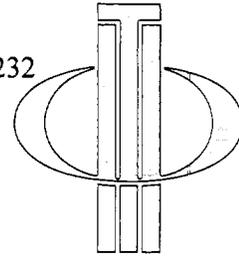
Date : 22nd December, 2004

Securities and Exchange Commission  
Division of Corporate Finance  
Office of International Corporate Finance  
Room 3045 (stop 3-4)  
Judiciary Plaza  
450 Fifth Street, N.W.  
Washington D.C. 20549  
U.S.A.

RECEIVED Exemption No. 82-5232

2004 DEC 29 A 9:46

OFFICE OF INTERNATIONAL  
CORPORATE FINANCE



CITIC PACIFIC



SUPPL

Dear Sirs,

**Re: CITIC Pacific Limited ("the Company")**

For the purpose of continuing to claim exemption pursuant to Rule 12g 3-2(b) under the Securities Exchange Act of 1934, we hereby furnish to the Commission the information required by Rule 12g 3-2(b).

Set out in the annexure is a list of information, copies of which are enclosed herewith, that the Company since November 22, 2004 (i) made or was required to make public pursuant to the laws of Hong Kong (ii) filed or was required to file with the Stock Exchange of Hong Kong Limited (the "HKSE") on which the securities of the Company are traded and which was made public by the HKSE; and (iii) distributed or was required to distribute to the holders of the securities of the Company.

Also set forth therein in connection with each item is (i) the date on which the particular item was or is required to be made public, filed with the HKSE, or distributed and (ii) the entity requiring that item be made public, filed with the HKSE or distributed.

Please feel free to contact the undersigned should you have any question concerning the above.

Thank you for your attention.

Yours faithfully,  
For and on behalf of  
CITIC PACIFIC LIMITED

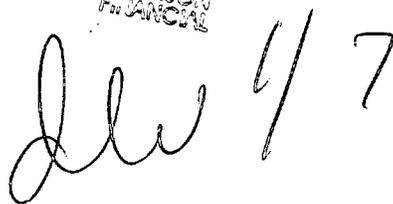
  
Alice Tso  
Company Secretary

Encl.  
AT/wy/LTR-2375

PROCESSED

JAN 07 2005

THOMSON  
FINANCIAL



Annexure

CITIC Pacific Limited

List of Information that the Company since November 22, 2004 (i) made or was required to make public pursuant to the laws of Hong Kong (ii) filed or was required to file with the Stock Exchange of Hong Kong Limited ("HKSE") on which the securities of the Company are traded and which was made public by the HKSE; and (iii) distributed or was required to distribute to the holders of the securities of the Company

1. Document : Monthly Return on Movement of Listed Equity Securities  
Date : December 2, 2004  
Entity Requiring Item : HKSE (pursuant to the Rules Governing the Listing of Securities on the HKSE)
  
2. Document : Return of Allotments  
Date : December 7, 2004  
Entity Requiring Item : Hong Kong Companies Registry
  
3. Document : Return of Allotments  
Date : December 21, 2004  
Entity Requiring Item : Hong Kong Companies Registry

**Monthly Return On Movement of Listed Equity Securities**

For the month ended 30th November, 2004

To: The Listing Division of The Stock Exchange of Hong Kong Limited

CC: The Research & Planning Department of The Stock Exchange of Hong Kong Limited

From: CITIC Pacific Limited  
(Name of Company)

Alice Tso Mun Wai  
(Name of Responsible Official)

Tel No.: 2820-2111

Date: 2nd December, 2004

**(A) Information on Types of Listed Equity Securities :**  
(please tick wherever applicable)

1. Ordinary shares : \_\_\_\_\_ 2. Preference shares : \_\_\_\_\_
- Other classes of shares : please specify:                      shares
4. Warrants : please specify:

**(B) Movement in Authorised Share Capital:**

	No. of <del>ordinary</del> shares/ <del>Preference shares</del> <del>other classes of shares</del>	Par Value (HK\$)	Authorised Share Capital (HK\$)
Balance at close of preceding month	<u>3,000,000,000</u>	<u>0.40</u>	<u>1,200,000,000</u>
Increase/(Decrease) (EGM approval date): _____ )	<u>---</u>	<u>---</u>	<u>---</u>
Balance at close of the month	<u><u>3,000,000,000</u></u>	<u><u>0.40</u></u>	<u><u>1,200,000,000</u></u>

**(C) Movement in Issued Share Capital:**

	No. of <del>ordinary</del> shares	No. of Preference shares	No. of other classes of shares
Balance at close of preceding month:	<u>2,190,410,160</u>	<u>---</u>	<u>---</u>
Increase/(Decrease) during the month	<u>1,600,000</u>	<u>---</u>	<u>---</u>
Balance at close of the month :	<u><u>2,192,010,160</u></u>	<u><u>---</u></u>	<u><u>---</u></u>

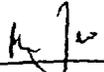
**(D) Details of Movement :**

\* please delete and insert 'N/A' wherever inapplicable

TYPE OF SECURITIES	SECURITIES IN ISSUE AT CLOSE OF PRECEDING MONTH	MOVEMENT DURING THE MONTH			SECURITIES IN ISSUE AT CLOSE OF THE MONTH	IN NO. OF NEW SHARES ARISING THEREFROM
		Granted	Exercised	Cancelled		
SHARE OPTIONS* Type	No. of Options				No. of Options	
1. CITIC Pacific Share Incentive Plan 2000 Exercise price: HK\$ 18.20	9,600,000	--	--	--	9,600,000	--
2. CITIC Pacific Share Incentive Plan 2000 Exercise price: HK\$ 19.90	--	12,780,000	1,600,000	--	11,180,000	1,600,000
WARRANTS* Date of Expiry N/A	Nominal Value (HK\$)	Exercised (HK\$)			Nominal Value (HK\$)	
1. _____ Subscription price: HK\$ _____						
2. _____ Subscription price: HK\$ _____						
CONVERTIBLES* Class N/A	Units	Converted (Units)			Units	
Convertible price: HK\$ _____						
OTHER ISSUES OF SHARES* N/A						
Rights Issue	Price :	Issue and allotment Date :				
Placing	Price :	Issue and allotment Date :				
Bonus Issue		Issue and allotment Date :				
Scrap Dividend		Issue and allotment Date :				
Repurchase of share		Cancellation Date :				
Redemption of share		Redemption Date :				
Consideration issue	Price:	Issue and allotment Date :				
Others (please specify)	Price:	Issue and allotment Date :				
Total No. of ordinary shares/preference shares/other classes of shares-increased/(decreased) during the month:					1,600,000	

Remarks : \_\_\_\_\_

Authorised Signatory:

  
Name: Alice Tso Mun Wai  
Title: Company Secretary

**Note:**

All information contained in this form may be reproduced and provided to other information vendors or users of market data at the sole discretion of the Stock Exchange without prior notification to the company/issuer.



# 股份分配申報表 Return of Allotments

(公司條例第 45(1)條)  
(Companies Ordinance s. 45(1))

表格  
Form **SC1**

公司註冊處  
Companies Registry

重要事項 Important Notes

- 填表前請參閱〈填表須知〉。  
請用黑色墨水列印。
- Please read the accompanying notes before completing this form.  
Please print in black ink.

公司編號 Company Number

**145656**

## 1 公司名稱 Company Name

CITIC Pacific Limited  
中信泰富有限公司

## (註 Note 7) 2 分配股份的日期或始末日期 Date or Period during which Shares were Allotted

由 From

2	12	2004
日 DD	月 MM	年 YYYY

至 To

2	12	2004
日 DD	月 MM	年 YYYY

## 3 本次股份分配的總款額 Totals of this Allotment

(註 Note 8)

已繳及應繳的總面額

Total Nominal Amount Paid and Payable

已繳及應繳的溢價總額 [第 5A(a) . 5B(a)項]

Total Premium Amount Paid and Payable [Sections 5A(a) + 5B (a)]

貨幣單位  
Currency

款額  
Amount

HKD	4,000.00
HKD	178,000.00

## 4 公司自成立為法團當日起計，累積的已繳股款總額(包括本次分配但不包括溢價)

**Cumulative Total of Paid-up Share Capital of the Company since Incorporation (Including this Allotment but Excluding Premium)**

貨幣單位  
Currency

款額  
Amount

HKD	876,808,064.00
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(註 Note 3)

### 提交人的資料 Presentor's Reference

姓名 Name: CITIC Pacific Limited 中信泰富有限公司

地址 Address: 32nd Floor, CITIC Tower, 1 Tim Mei Avenue, Central, Hong Kong

電話 Tel: 2820 2111 傳真 Fax: -

電郵地址 E-mail Address: -

檔號 Reference:

指明編號 2/2004 (修訂) (2004 年 2 月)

Specification No. 2/2004 (Revision) (Feb. 2004)

### 請勿填寫本欄 For Official Use

Your Receipt  
Companies Registry  
H.K.

07/12/2004 BB533445  
CR No. : -145656-  
Sh. Form : SC1  
08 \$178.00  
-----  
TOTAL(CSH) \$178.00  
=====

5 本次股份分配的詳情 Details of this Allotment

A. 現金支付的分配股份 Shares Allotted for Cash

股份類別 Class of Shares	獲分配的 股份數目 Number of Shares Allotted	每股的面值 Nominal Value of Each Share	每股已繳及應繳的款額 (包括溢價) Amount Paid and Payable on Each Share (Including Premium)		每股的溢價 款額 Premium on Each Share	已繳及應繳 的溢價總款額 Total Premium Paid and Payable (a)
			已繳付 Paid	應繳付 Payable		
Shares	10,000	HKD0.40	HKD18.20	Nil	HKD17.80	HKD178,000.00

(註 Note 9) B. 非現金支付的分配股份 Shares Allotted otherwise than in Cash

股份類別 Class of Shares	獲分配的 股份數目 Number of Shares Allotted	每股的面值 Nominal Value of Each Share	每股被視作已繳 及應繳的款額 (包括溢價) Amount Treated as Paid and Payable on Each Share (Including Premium)		每股的溢價 款額 Premium on Each Share	被視作已繳及應繳 的溢價總款額 Total Premium Treated as Paid and Payable (a)
			已繳付 Paid	應繳付 Payable		
N/A						

(註 Note 10)

分配上述(B)項股份的代價

Consideration for which the Shares in (B) have been Allotted

N/A
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145656

**6 獲分配股份者的詳情 Details of Allottee(s)**

姓名／名稱 Name	地址 Address	各類別股份分配的數目 No. of Shares Allotted by Class	
		類別 Class	類別 Class
		Shares	
Mak Kai Lert Russell	Flat G, 13/F., Block 17, Chi Fu Fa Yuen, Pokfulam, Hong Kong	10,000	
各類別股份分配的總數 Total Shares Allotted by Class		10,000	Nil

簽署 Signed :



姓名 Name : Alice Tso Mun Wai  
董事 Director / 秘書 Secretary \*

日期 Date : 7th December, 2004  
日 DD / 月 MM / 年 YYYY

\*請刪去不適用者 Delete whichever does not apply



股份分配申報表  
Return of Allotments

(公司條例第 45(1)條)  
(Companies Ordinance s. 45(1))

表格 SC1  
Form

公司註冊處  
Companies Registry

重要事項 Important Notes

- 填表前請參閱〈填表須知〉。  
請用黑色墨水列印。
- Please read the accompanying notes before completing this form.  
Please print in black ink.

公司編號 Company Number

145656

1 公司名稱 Company Name

CITIC Pacific Limited  
中信泰富有限公司

(註 Note 7) 2 分配股份的日期或始末日期 Date or Period during which Shares were Allotted

由 From

16	12	2004
日 DD	月 MM	年 YYYY

至 To

16	12	2004
日 DD	月 MM	年 YYYY

3 本次股份分配的總款額 Totals of this Allotment

(註 Note 8)

已繳及應繳的總面額  
Total Nominal Amount Paid and Payable  
已繳及應繳的溢價總額 [第 5A(a) : 5B(a)項]  
Total Premium Amount Paid and Payable [Sections 5A(a) + 5B (a)]

貨幣單位 Currency	款額 Amount
HKD	8,000.00
HKD	356,000.00

4 公司自成立為法團當日起計，累積的已繳股款總額(包括本次分配但不包括溢價)  
Cumulative Total of Paid-up Share Capital of the Company since Incorporation (Including this Allotment but Excluding Premium)

貨幣單位 Currency	款額 Amount
HKD	876,816,064.00

註 Note 3)

提交人的資料 Presentor's Reference

姓名 Name: CITIC Pacific Limited 中信泰富有限公司  
地址 Address: 32nd Floor, CITIC Tower, 1 Tim Mei Avenue, Central, Hong Kong  
電話 Tel: 2820 2111 傳真 Fax: -  
電郵地址 E-mail Address: -  
檔號 Reference:  
指明編號 2/2004 (修訂) (2004 年 2 月)  
Specification No. 2/2004 (Revision) (Feb. 2004)

請勿填寫本欄 For Official Use

Your Receipt  
Companies Registry  
H.K.

21/12/2004 66589265  
CR No. : -145656-  
Sh. Form : SC1  
08 \$356,000

5 本次股份分配的詳情 Details of this Allotment

A. 現金支付的分配股份 Shares Allotted for Cash

股份類別 Class of Shares	獲分配的股份數目 Number of Shares Allotted	每股的面值 Nominal Value of Each Share	每股已繳及應繳的款額 (包括溢價) Amount Paid and Payable on Each Share (Including Premium)		每股的溢價款額 Premium on Each Share	已繳及應繳的溢價總款額 Total Premium Paid and Payable  (a)
			已繳付 Paid	應繳付 Payable		
Shares	20,000	HKD0.40	HKD18.20	Nil	HKD17.80	HKD356,000.00

(註 Note 9)

B. 非現金支付的分配股份 Shares Allotted otherwise than in Cash

股份類別 Class of Shares	獲分配的股份數目 Number of Shares Allotted	每股的面值 Nominal Value of Each Share	每股被視作已繳及應繳的款額 (包括溢價) Amount Treated as Paid and Payable on Each Share (Including Premium)		每股的溢價款額 Premium on Each Share	被視作已繳及應繳的溢價總款額 Total Premium Treated as Paid and Payable  (a)
			已繳付 Paid	應繳付 Payable		
N/A						

(註 Note 10)

分配上述(B)項股份的代價

Consideration for which the Shares in (B) have been Allotted

N/A
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**6 獲分配股份者的詳情 Details of Allottee(s)**

姓名／名稱 Name	地址 Address	各類別股份分配的數目 No. of Shares Allotted by Class	
		類別 Class	類別 Class
		Shares	
Mak Kai Lert Russell	Flat G, 13/F., Block 17, Chi Fu Fa Yuen, Pokfulam, Hong Kong	20,000	
各類別股份分配的總數 Total Shares Allotted by Class		20,000	Nil

簽署 Signed :



姓名 Name : Alice Tso Mun Wai  
 董事 ~~Director~~ / 秘書 Secretary \*

日期 Date : 21st December, 2004  
 日 DD / 月 MM / 年 YYYY

\*請刪去不適用者 Delete whichever does not apply