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**China Rare Earth Holdings Limited**

**中國稀土控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 769)**

**POLL RESULTS OF THE ANNUAL GENERAL MEETING  
HELD ON 3 JUNE 2011**

At the annual general meeting (the “AGM”) of China Rare Earth Holdings Limited (the “Company”) held on 3 June 2011, all the proposed resolutions as set out in the notice of the AGM were duly passed by way of poll. The poll results are as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and consider the audited consolidated financial statements of the Company and its subsidiaries for the year ended 31 December 2010 and the Directors’ report and the Independent Auditor’s report thereon.	704,731,049 (100.00%)	0 (0.00%)
2A.	To re-elect Ms Qian Yuanying as Director.	704,230,049 (99.90%)	723,000 (0.10%)
2B.	To re-elect Mr Liu Yujiu as Director.	704,452,049 (99.93%)	501,000 (0.07%)
2C.	To authorize the Board of Directors to fix the Directors’ remuneration.	704,091,049 (100.00%)	0 (0.00%)
3.	To re-appoint the retiring Auditors, CCIF CPA Limited and to authorise the Board of Directors to fix their remuneration.	704,953,049 (100.00%)	0 (0.00%)
4.	To give a general mandate to the Directors to allot, issue and deal with unissued shares not exceeding 20% of the issued share capital of the Company.	603,057,000 (85.62%)	101,266,049 (14.38%)

5.	To give a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the issued share capital of the Company.	704,953,049 (100.00%)	0 (0.00%)
6.	To extend the general mandate granted to the Directors to allot, issue and deal with additional shares of an amount not exceeding the amount of shares repurchased by the Company.	603,628,000 (88.44%)	78,881,049 (11.56%)

The total number of shares entitling the holders to attend and vote for or against the resolutions at the AGM was 1,671,943,059 shares, representing the number of issued shares of the Company as at the date of the AGM. There were no restrictions on any shareholder to cast votes on any of the proposed resolutions at the AGM.

The Company's Auditors, CCIF CPA Limited, acted as the scrutineer for the vote-taking at the AGM.

By Order of the Board  
Law Lap Tak  
Company Secretary

Hong Kong, 3 June 2011

*As at the date of this announcement, the directors of the Company are as follows:*  
*Executive directors: Mr Jiang Quanlong, Ms Qian Yuanying and Mr Jiang Cainan*  
*Independent non-executive directors: Mr Liu Yujiu, Mr Huang Chunhua and Mr Jin Zhong*