

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



中國稀土控股有限公司
China Rare Earth Holdings Limited
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 769)

**CHANGE OF COMPANY SECRETARY,
AUTHORISED REPRESENTATIVE
AND
AGENT FOR THE SERVICE OF PROCESS IN HONG KONG**

**RESIGNATION OF MS. NG WING MAN (“MS. NG”) AS THE COMPANY
SECRETARY, AUTHORISED REPRESENTATIVE AND AGENT FOR THE
SERVICE OF PROCESS IN HONG KONG**

The board (the “**Board**”) of directors (the “**Directors**”) of China Rare Earth Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that Ms. Ng has tendered her resignation as the (i) company secretary of the Company; (ii) authorised representative of the Company under Rule 3.05 of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”); and (iii) authorised representative for accepting service of process or notice on behalf of the Company in Hong Kong under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) (the “**Process Agent**”) with effect from 7 February 2024.

Ms. Ng has confirmed that she has no disagreement with the Board and that there is no matter relating to her resignation that needs to be brought to the attention of the shareholders of the Company or the Stock Exchange.

The Board would like to express its sincere gratitude to Ms. Ng for her contributions towards the Company during her tenure of office.

APPOINTMENT OF MR. CHU KIN MING (“MR. CHU”) AS COMPANY SECRETARY, AUTHORISED REPRESENTATIVE AND PROCESS AGENT

The Board is pleased to announce that Mr. Chu will be appointed as the (i) company secretary of the Company; (ii) authorised representative of the Company under Rule 3.05 of the Listing Rules; and (iii) the Process Agent to fill the vacancy arising from the resignation of Ms. Ng with effect from 7 February 2024.

Mr. Chu Kin Ming (朱健明), aged 43, is a fellow member of The Association of Chartered Certified Accountants. He is also a member of The Hong Kong Institute of Certified Public Accountants, The Hong Kong Chartered Governance Institute (formerly known as The Hong Kong Institute of Chartered Secretaries) and The Chartered Governance Institute (previously known as the Institute of Chartered Secretaries and Administrators). Mr. Chu obtained a degree in bachelor of arts in accountancy from the Hong Kong Polytechnic University in 2003 and a degree in master of business administration from The Chinese University of Hong Kong in 2022. Mr. Chu has extensive experiences in the field of auditing, accounting, financial management and company secretarial matters.

The Board would like to welcome Mr. Chu on his new appointment.

NON-COMPLIANCE WITH THE LISTING RULES

Following the passing away of Mr. Dou Xuehong, the Company is not in compliance with among others, the requirement that (i) the Board must include at least three independent non-executive Directors; and (ii) the audit committee of the Company must comprise a minimum of three members. The Company is still in the process of identifying a suitable candidate to fill the vacancy as soon as practicable and in any event within three months from his passing away. The Company will make further announcement(s) as and when appropriate.

On behalf of the Board
China Rare Earth Holdings Limited
Qian Yuanying
Chairman

Hong Kong, 7 February 2024

As at the date of this announcement, the Board consists of Ms. Qian Yuanying, Mr. Jiang Quanlong, Mr. Jiang Dawei and Mr. Jiang Cainan as executive Directors and Mr. Huang Chunhua, and Mr. Jin Zhong as independent non-executive Directors.