

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.



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)

PROPOSED CHANGE OF AUDITOR

The board of directors (the “Board”) of China Rare Earth Holdings Limited (the “Company”) announces that CCIF CPA Limited (“CCIF”), the Company’s auditor, will retire as auditor of the Company with effect from the conclusion of the forthcoming annual general meeting of the Company (the “AGM”) and not offer itself for re-appointment due to the business combination as described below.

CCIF merged with PCP CPA Limited in 2009 to form a combined firm to take over the business of its predecessor firms. The combined firm operates under the Crowe Horwath brand as Crowe Horwath (HK) CPA Limited and as the Hong Kong member firm of Crowe Horwath International network, one of the top 10 global network of independent accounting and advisory service firms.

The Board considers that it is beneficial to the Company and its shareholders (the “Shareholders”) as a whole to continue to use the services of the combined firm, Crowe Horwath (HK) CPA Limited. Accordingly, the Board resolved to propose the appointment of Crowe Horwath (HK) CPA Limited as new auditor of the Company to fill the vacancy arising from the retirement of CCIF and to hold office until the next annual general meeting of the Company, subject to the approval of the Shareholders at the AGM.

The Company has received a letter from CCIF confirming that there are no matters in connection with its retirement that need to be brought to the attention of the Shareholders.

The Board also confirmed that there are no circumstances in respect of the proposed change of auditor that need to be brought to the attention of the Shareholders.

By Order of the Board
China Rare Earth Holdings Limited
LAW Lap Tak
Company Secretary

Hong Kong, 17 April 2013

As at the date of this announcement, the directors of the Company are as follows:

Executive directors: Jiang Quanlong, Qian Yuanying and Jiang Cainan

Independent non-executive directors: Huang Chunhua, Jin Zhong and Wang Guozhen