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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)

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND NON-COMPLIANCE WITH THE LISTING RULES

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of China Rare Earth Holdings Limited (the “**Company**”) announces that with effect from 31 March 2026: Mr. Man Kong Yui (“**Mr. Man**”) has tendered his resignation as an independent non-executive Director, the chairman of the nomination committee and a member of each of the audit committee and the remuneration committee of the Company due to his decision to devote more time for his other business commitments.

Mr. Man confirmed that (i) he has no disagreement with the Board; and (ii) there are no other matters relating to his resignation that needs to be brought to the attention of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the shareholders of the Company (the “**Shareholders**”).

The Board would like to take this opportunity to express its sincere gratitude to Mr. Man for his valuable contributions to the Company during his respective terms of service.

NON-COMPLIANCE WITH THE LISTING RULES

Following the above-mentioned resignation, the Company does not comply with the following requirements under the Rules (the “**Listing Rules**”) Governing the Listing of Securities on the Stock Exchange:

- (1) the requirement under Rule 3.10(1) of the Listing Rules which stipulates that the board must include at least three independent non-executive directors (the “**INED**”);
- (2) the requirement under Rule 3.21 of the Listing Rules which stipulates that the audit committee must comprise a minimum of three members; and
- (3) Rule 3.27A of the Listing Rules that the nomination committee must be chaired by the chairman of the board or an independent non-executive director and comprise a majority of independent non-executive directors.

In order to comply with the Listing Rules, the Company will make its best endeavour to identify suitable candidate(s) for the position of INED on the Board as soon as possible. Further announcement will be made by the Company as and when appropriate.

CONTINUED SUSPENSION OF TRADING

Trading in the Shares on the Stock Exchange has been suspended since 1:45 p.m. on 18 June 2025 and will remain suspended until the Company meets all resumption guidance set by the Stock Exchange, remedies the issues causing its trading suspension and fully complies with the Listing Rules to the Stock Exchange's satisfaction.

Shareholders and potential investors are accordingly advised to exercise caution when dealing in the securities of the Company.

By order the Board
China Rare Earth Holdings Limited
Guo Jinying
Executive Director

Hong Kong, 31 March 2026

As at the date of this announcement and immediately following the abovementioned resignation, the Board consists of Ms. Guo Jinying and Mr. Kang Ding as executive Directors; Mr. Liu Yuk Ming as non-executive Director; and Prof. Yip Tze Wai Albert and Mr. Ma Siu Kit as independent non-executive Directors.