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**罕王**  
HANKING

**CHINA HANKING HOLDINGS LIMITED**

**中國罕王控股有限公司**

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

**(Stock code: 03788)**

- (1) RESIGNATION OF EXECUTIVE DIRECTORS, CHIEF EXECUTIVE OFFICER, PRESIDENT AND CHAIRMAN OF THE BOARD;**
- (2) APPOINTMENT OF CHIEF EXECUTIVE OFFICER, PRESIDENT AND CHAIRMAN OF THE BOARD;**
- (3) APPOINTMENT OF EXECUTIVE DIRECTORS;**
- (4) CHANGES OF JOINT COMPANY SECRETARIES, AUTHORISED REPRESENTATIVES AND PROCESS AGENT & WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES; AND**
- (5) CHANGES OF THE BOARD COMMITTEE COMPOSITION**

The Board announces that the following changes took effect on 14 January 2026:

- (i) Mr. Yang Jiye resigned as an executive Director, chairman of the Board, chief executive officer and president of the Company, chairperson of the nomination committee of the Company and a member of the health, safety, environmental protection and community committee of the Company, and Mr. Zheng Xuezhi resigned as an executive Director, chief operating officer and executive vice president of the Company;
- (ii) Dr. Qiu Yumin, who is currently an executive Director, was appointed as chief executive officer and president of the Company to lead the transformation and make the Company become a mid-tier gold producer sooner, and Mr. Xia Zhuo, who was the founder shareholder of the Company and a non-executive Director, was appointed as chairman of the Board to support Dr. Qiu Yumin;
- (iii) Mr. Tang Wenbin and Mr. Zhang Junfeng were appointed as executive Directors;

- (iv) Ms. Zhang Jing and Ms. Wong Hoi Ting resigned as joint company secretaries of the Company, while Ms. Zhang Jing continues to serve as the executive Director and Board secretary, with Mr. Zheng Xuezhi and Ms. Wong Hoi Ting also ceasing to act as the authorised representatives of the Company, and Mr. Pei Qiang and Ms. Au Ching were appointed as joint company secretaries of the Company, with Dr. Qiu Yumin and Ms. Au Ching appointed as the authorised representatives of the Company. Ms. Wong Hoi Ting also ceased to act as an authorised representative of the Company under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) (the “**Process Agent**”) and Ms. Au Ching was appointed as the Process Agent; and
- (v) Mr. Xia Zhuo was appointed as chairperson of the nomination committee of the Company and Ms. Zhang Jing was appointed as a member of the health, safety, environmental protection and community committee of the Company.

## **(1) RESIGNATION OF EXECUTIVE DIRECTORS, CHIEF EXECUTIVE OFFICER, PRESIDENT AND CHAIRMAN OF THE BOARD**

The board (the “**Board**”) of directors (“**Directors**”, each a “**Director**”) of China Hanking Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that the following resignations took effect on 14 January 2026: (i) Mr. Yang Jiye (楊繼野) (“**Mr. Yang**”) resigned as an executive Director, chairman of the Board, chief executive officer (the “**CEO**”) and president of the Company, chairperson of the nomination committee of the Company (the “**Nomination Committee**”) and a member of the health, safety, environmental protection and community committee of the Company (the “**HSEC Committee**”) in order to devote more time to his other business commitments; and (ii) Mr. Zheng Xuezhi (鄭學志) (“**Mr. Zheng**”) resigned as an executive Director, chief operating officer and executive vice president of the Company in order to devote more time to his other business commitments.

Each of Mr. Yang and Mr. Zheng has confirmed that (i) he has no claim against the Company, its subsidiaries or affiliates; and (ii) he has no disagreement with the Board and there are no other matters relating to his resignation that need to be brought to the attention of the shareholders of the Company.

The Board would like to express its sincere gratitude to Mr. Yang and Mr. Zheng for their valuable contributions to the Company during their tenure.

## **(2) APPOINTMENT OF CHIEF EXECUTIVE OFFICER, PRESIDENT AND CHAIRMAN OF THE BOARD**

### **APPOINTMENT OF CHIEF EXECUTIVE OFFICER AND PRESIDENT**

The Board is pleased to announce that, in order to expeditiously achieve the Company’s strategic objective of becoming a gold-producing company, Dr. Qiu Yumin (邱玉民) (“**Dr. Qiu**”), who is currently an executive Director, has been appointed as the CEO and president of the Company with effect from 14 January 2026, so as to concentrate all of the Group’s resources on advancing the Mt Bundy Gold Project to construction and commissioning. Dr. Qiu will be fully responsible for implementing the Group’s overall strategy for operations and development, and for overseeing the Group’s daily operations.

The biographical details of Dr. Qiu are set out below:

**Dr. Qiu Yumin**, aged 63, serves as an executive Director and vice president of the Company. He also serves as a director of Hanking Gold Limited (“**Hanking Gold**”), and as a director, chief executive officer and president of Hanking Australia Investment Pty Ltd (“**Hanking Australia**”), and is a director of other Australian subsidiaries within the Group. Dr. Qiu has been a Board member since 2012. He possesses over 28 years of experience in exploration, business development, acquisition, construction and production of gold mines, including over 15 years of experience in mining management and operation by serving as the senior executive in the mining companies listed on the three major mining stock exchanges in New York, Toronto and Sydney as well as the stock exchange in Hong Kong. He was a non-executive director of Corazon Mining Ltd (ASX: CZN) from August 2017 to June 2025, an Australian listed company.

As at the date of this announcement, Dr. Qiu held an interest in 71,253,191 shares of Hanking Gold, an associated corporation of the Company, representing approximately 2.80% of its total issued share capital. This interest is held through Golden Resource Investment Pty Ltd ATF Golden Discovery Holdings Trust and Qiu Family Super Pty Ltd ATF Qiu Family Super Fund. He also holds 25,000,000 unexercised share options in Hanking Gold.

The Company has entered into a service agreement with Dr. Qiu in the term of three years commencing on 14 January 2026 in respect of his appointment as the CEO and president. Pursuant to Dr. Qiu’s service agreement, the emoluments payable to Dr. Qiu shall be a fixed annual fee of 650,000 AUD, determined with reference to prevailing market conditions, his experience, responsibilities and the Company’s remuneration policy.

To the knowledge of the Board, save as disclosed above, Dr. Qiu has confirmed that (i) he does not hold any other positions in the Company or any of its subsidiaries, or hold any directorships in any other listed companies in the last three years; (ii) he does not have any relationship with any Directors, senior management or substantial Shareholders of the Company; and (iii) he does not have or is deemed to have any interest or short positions in the shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong.

As at the date of this announcement, save as disclosed above, the Board is not aware of any other matters in relation to the appointment of Dr. Qiu that need to be brought to the attention of the shareholders of the Company or any information that needs to be disclosed pursuant to the requirement of Rules 13.51(2)(h) to (v) of the Rules Governing the Listing of the Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

## APPOINTMENT OF CHAIRMAN OF THE BOARD

In order to enhance the Company's corporate governance structure and align with its strategic development, the Board is pleased to announce that, upon the recommendation of the Nomination Committee, Mr. Xia Zhuo (夏茁) ("**Mr. Xia**") has been appointed as the chairman of the Board with effect from 14 January 2026. Mr. Xia is currently a non-executive Director. Mr. Xia will be responsible for formulating the Group's overall strategy for operations and development, and for overseeing management's execution and implementation of such strategy. The biographical details of Mr. Xia and the other information required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules are set out in the Company's circular dated 9 April 2025. As at the date of this announcement, Mr. Xia has a long interest in 10,008,133 Shares pursuant to Part XV of the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong. Save as disclosed above, there has been no other change to such information.

### (3) APPOINTMENT OF EXECUTIVE DIRECTORS

Upon the recommendation of the Nomination Committee, the Board is pleased to announce that, with effect from 14 January 2026, each of Mr. Tang Wenbin (湯文斌) ("**Mr. Tang**") and Mr. Zhang Junfeng (張俊峰) ("**Mr. Zhang**") has been appointed as an executive Director. Mr. Tang continues to be responsible for the Group's investment and financing activities and its capital markets operations, and, in his previous capacity as a director of Hanking Australia, made significant contributions to the development of Hanking Australia. Mr. Zhang will be responsible for the daily operations of the Group's domestic iron ore and high-purity iron business segments, thereby laying a solid foundation for the Group's future growth.

The biographical details of Mr. Tang and Mr. Zhang are set out below:

**Mr. Tang Wenbin**, aged 44, is a vice president of the Company. He joined the Group in 2012 and is primarily responsible for the Group's major investments, financing and capital management. Mr. Tang currently serves as a director of Hanking Gold, Hanking Australia and Tuochuan (Hong Kong) Limited, and is also a director of Liaoning Huaren Shengze Enterprise Management Group Co., Ltd.. He served as a manager in the investment banking department of Hualin Securities Co., Ltd. (stock code: 002945) from July 2004 to December 2005, and as the head of the securities department of Yunnan Tin Co., Ltd. (stock code: 000960) from January 2006 to December 2007. From March 2008 to June 2012, he was a director and chief financial officer of Liaoning Huaren Shengze Enterprise Management Group Co., Ltd.. Through his roles, Mr. Tang has over 20 years of experience in securities, investment and financing. He holds a bachelor's degree and a master's degree in business administration from Peking University, obtained in July 2002 and June 2004, respectively.

**Mr. Zhang Junfeng**, aged 47, is a vice president of the Company. He joined the Group in 2018. He currently serves as a director and the president of Fushun Hanking Aoni Mining Co., Ltd.. Mr. Zhang previously worked at the Department of Finance of Liaoning Province and possesses extensive experience in organizational management, capital operations, project evaluation, and investment decision-making. He obtained a bachelor's degree in management in July 2001 and a master's degree in public administration in July 2008, both from Northeastern University, and obtained an executive master of business administration (“**EMBA**”) degree from Peking University in July 2024.

Mr. Tang is the spouse of Ms. Zhang Jing, an executive Director. As at the date of this announcement, (i) as Ms. Zhang Jing held an interest in 20,157,000 shares of the Company, Mr. Tang is deemed to hold an interest in 20,157,000 shares, representing approximately 0.99% of the total issued share capital of the Company; and (ii) as Ms. Zhang Jing held an interest in 20,851,064 shares of Hanking Gold, an associated corporation of the Company, through Qianlong Wealth Limited, Mr. Tang is deemed to hold an interest in 20,851,064 shares of Hanking Gold, representing approximately 0.82% of its total issued share capital.

As at the date of this announcement, Mr. Zhang Junfeng held a direct interest in 7,000,000 shares of the Company, representing approximately 0.34% of the total issued share capital of the Company.

The Company has entered into director service agreements with each of Mr. Tang and Mr. Zhang for a term commencing on 14 January 2026 and ending on 17 March 2027 subject to retirement by rotation and re-election at least once every three years at the annual general meeting of the Company in accordance with the articles of association of the Company. Pursuant to Article 83(3) of the Company's articles of association, each of Mr. Tang and Mr. Zhang, upon his appointment, shall hold office only until the first annual general meeting of the Company following his appointment and shall be eligible for re-election at such meeting. In accordance with the Company's policy, Mr. Tang and Mr. Zhang do not receive any director's fees from the Company for their roles as executive Directors, but are entitled to remuneration in their capacities as senior management of the Company. As senior management, Mr. Tang and Mr. Zhang are entitled to an annual basic remuneration of RMB1,500,000 each, which has been determined by the Board with reference to market conditions, their respective experience, scope of responsibilities and the Company's remuneration policy.

To the best knowledge of the Board, save as disclosed above, each of Mr. Tang and Mr. Zhang has confirmed that (i) he does not hold any other positions in the Company or any of its subsidiaries, or hold any directorships in any other listed companies in the last three years; (ii) he does not have any relationship with any Directors, senior management or substantial Shareholders of the Company; and (iii) he does not have or is deemed to have any interest or short positions in the shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong.

As at the date of this announcement, save as disclosed above, the Board is not aware of any other matters in relation to the appointments of Mr. Tang and Mr. Zhang that need to be brought to the attention of the shareholders of the Company or any information that needs to be disclosed pursuant to the requirement of Rules 13.51(2)(h) to (v) of the Listing Rules.

#### **(4) CHANGES OF JOINT COMPANY SECRETARIES, AUTHORISED REPRESENTATIVES AND PROCESS AGENT**

The Board further announces that the following changes took effect on 14 January 2026: (i) Ms. Zhang Jing (“**Ms. Zhang**”) resigned as the joint company secretary of the Company (the “**Joint Company Secretary**”) to devote greater focus to investor relations, capital markets and ESG-related matters; (ii) Ms. Wong Hoi Ting (“**Ms. Wong**”) resigned as the Joint Company Secretary, the authorised representative of the Company (the “**Authorised Representative**”) of the Company under Rule 3.05 of the Listing Rules and the Process Agent due to other work arrangements; and (iii) Mr. Zheng Xuezhi resigned as the Authorised Representative.

Each of Ms. Zhang, Ms. Wong and Mr. Zheng has confirmed that she or he has no disagreement with the Board and the Company and that there are no other matters relating to their resignations that need to be brought to the attention of the shareholders of the Company.

The Board further announces that, with effect from 14 January 2026 (i) Mr. Pei Qiang (“**Mr. Pei**”) has been appointed as the Joint Company Secretary; (ii) Ms. Au Ching (歐正) (“**Ms. Au**”) has been appointed as the Joint Company Secretary, the Authorised Representative and the Process Agent; and (iii) Dr. Qiu has been appointed as the Authorised Representative.



The biographies of Mr. Pei and Ms. Au are as follows:

**Mr. Pei Qiang**, aged 40, joined the Company in 2017 and has held various positions including the compliance manager and head of Board office. Mr. Pei graduated from Dalian University of Foreign Languages with a major in English (International Economic Law) in 2008 and obtained a master's degree of laws from Liaoning University in 2021. Mr. Pei holds a legal professional qualification certificate and the title of Intermediate Economist. From 2008 to 2017, Mr. Pei worked for the international contracts and legal department of Shenyang Yuanda Aluminum Engineering Co., Ltd. (a wholly-owned subsidiary of Yuanda China Holdings Limited, a company listed on the Stock Exchange (Stock Code: 2789)). Through his past work experience and current positions with the Group, Mr. Pei has accumulated over 10 years of experience in corporate legal affairs, corporate governance, and listing compliance.

**Ms. Au Ching** is an assistant manager in the listing services department of TMF Hong Kong Limited and is responsible for provision of corporate secretarial and compliance services to listed company clients. She has approximately nine years of experience in the corporate secretarial field and has extensive knowledge and experience in dealing with corporate governance, regulatory and compliance affairs of listed companies. Ms. Au is an associate member of both the Hong Kong Chartered Governance Institute in Hong Kong and The Chartered Governance Institute in the United Kingdom.

Pursuant to Rule 8.17 of the Listing Rules, a listed issuer must appoint a company secretary who satisfies Rule 3.28 of the Listing Rules. Pursuant to Rule 3.28 of the Listing Rules, the company secretary must be an individual who by virtue of his or her academic or professional qualifications or relevant experience is, in the opinion of the Stock Exchange, capable of discharging the functions of company secretary.

Having considered Mr. Pei's background and experience, the Board is of the view that, Mr. Pei is able to properly discharge his functions as a Joint Company Secretary notwithstanding the fact that Mr. Pei does not possess the qualifications of a company secretary as required under Rule 3.28 of the Listing Rules. The Company has applied to the Stock Exchange for a waiver (the "**Waiver**") from strict compliance with the relevant requirements under Rules 3.28 and Rule 8.17, and the Stock Exchange has granted the Company a Waiver for a period of three years (the "**Waiver Period**") from the date of Mr. Pei's appointment as the Joint Company Secretary (i.e., the date of this announcement), on the conditions that (i) Mr. Pei must be assisted by Ms. Au during the Waiver Period; and (ii) the Waiver could be revoked if there are material breaches of the Listing Rules by the Company. Before the end of the Waiver Period, the Company must demonstrate and seek our confirmation that Mr. Pei, having had the benefit of Ms. Au's assistance during the Waiver Period, has attained the relevant experience and is capable of discharging the functions of company secretary under Rule 3.28 such that a further waiver will not be necessary.

## **(5) CHANGES OF THE BOARD COMMITTEE COMPOSITION**

The Board further announces that, due to the abovementioned changes in the composition of the Board, the composition of the Board committees has been adjusted as follows, effective from 14 January 2026: (i) following the resignation of Mr. Yang Jiye as the chairperson of the Nomination Committee, Mr. Xia Zhuo has been appointed as the chairperson of the Nomination Committee; and (ii) following the resignation of Mr. Yang Jiye as a member of the HSEC Committee, Ms. Zhang Jing has been appointed as a member of the HSEC Committee, in recognition of her experience in coordinating the preparation of all the Company's ESG reports and with a view to further enhancing the Group's ESG performance.

By order of the Board  
**China Hanking Holdings Limited**  
**Xia Zhuo**  
*Chairman and non-executive Director*

Shenyang, the PRC, 14 January 2026

*As at the date of this announcement, the executive Directors are Dr. Qiu Yumin, Ms. Zhang Jing, Mr. Tang Wenbin and Mr. Zhang Junfeng; the non-executive Directors are Mr. Xia Zhuo and Mr. Zhao Yanchao; and the independent non-executive Directors are Mr. Wang Ping, Dr. Wang Anjian and Mr. Zhao Bingwen.*