

Unless otherwise defined in this announcement, terms in this announcement shall have the same meanings as those defined in the prospectus dated Thursday, September 24, 2009 (the “**Prospectus**”) issued by China Vanadium Titano-Magnetite Mining Company Limited (the “**Company**”).

This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for the Shares. This announcement is not, and is not intended to be, an offer of securities of the Company for sale in the United States. The Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the “**U.S. Securities Act**”), or any state securities laws of the United States, and may not be offered or sold within the United States (as defined in Regulation S under the U.S. Securities Act) except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act. This announcement and the information contained herein are not for release, publication or distribution in or into the United States.

Potential investors should read the Prospectus for detailed information about the Hong Kong Public Offer and the International Placing described below before deciding whether or not to invest in the Shares thereby being offered.

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the “**Hong Kong Stock Exchange**”) and Hong Kong Securities Clearing Company Limited (“**HKSCC**”) 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.

In connection with the Global Offering, Citigroup Global Markets Asia Limited as the stabilization manager (the “**Stabilization Manager**”) or any person acting for it, on behalf of the International Underwriters, may, to the extent permitted by applicable laws of Hong Kong or elsewhere, over-allocate and/or effect any other transactions with a view to stabilising or maintaining the market price of the Shares at a level higher than that which might otherwise prevail in the open market for a limited period commencing from the date of listing of the Shares on the Hong Kong Stock Exchange and ending on the 30th day after the last day for the lodging of applications under the Hong Kong Public Offer. Such over-allocations and/or transactions may be effected in all jurisdictions where it is permissible to do so, in each case in compliance with all applicable laws and regulatory requirements including the Securities and Futures (Price Stabilizing) Rules made under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). However, there is no obligation on the Stabilization Manager or any person acting for it to conduct any such stabilising activity, which if commenced, will be done at the absolute discretion of the Stabilization Manager and may be discontinued at any time. Any such stabilising activity is required to be brought to an end within 30 days of the last day for the lodging of applications under the Hong Kong Public Offer. The number of shares being offered in the Global Offering may be increased by up to an aggregate of 88,320,000 additional Shares through the exercise of the Over-allotment Option granted to the International Underwriters by the Company and the Selling Shareholder, exercisable by the Sole Global Coordinator on behalf of the International Underwriters, to cover over-allocations (if any) in the International Placing. The Over-allotment Option is exercisable for up to 30 days from the last day for the lodging of applications under the Hong Kong Public Offer. In the event that such Over-allotment Option is exercised, an announcement will be made.

If certain circumstances arise, the obligations of the Hong Kong Underwriters under the Hong Kong Underwriting Agreement are subject to termination by the Joint Lead Managers (on behalf of the Underwriters) prior to 8:00 a.m. on the Listing Date. Such circumstances are described in the section headed “Underwriting — Underwriting Arrangements and Expenses — Hong Kong Underwriting Agreement — Grounds for Termination” in the Prospectus.



China Vanadium Titano-Magnetite Mining Company Limited

中國釩鈦磁鐵礦業有限公司

(Incorporated in the Cayman Islands with limited liability)

GLOBAL OFFERING

Number of Shares offered pursuant to the Global Offering	:	588,800,000 Shares (comprising 500,000,000 new Shares to be offered by the Company and 88,800,000 Shares to be offered by the Selling Shareholder, subject to adjustment and the Over-allotment Option)
Number of Hong Kong Public Offer Shares	:	176,640,000 Shares (as adjusted after clawback)
Number of International Placing Shares	:	412,160,000 Shares (as adjusted after clawback and subject to Over-allotment Option)
Offer Price	:	HK\$3.50 per offer Share (excluding brokerage of 1%, SFC transaction levy of 0.004% and Hong Kong Stock Exchange trading fee of 0.005%)
Nominal Value	:	HK\$0.10 per Share
Stock Code	:	893

Sole Global Coordinator and Sole Sponsor



Joint Bookrunners and Joint Lead Managers

