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)

(Stock Code: 00893)

INTERIM RESULTS ANNOUNCEMENT FOR THE SIX MONTHS ENDED 30 JUNE 2012

FINANCIAL HIGHLIGHTS

- The Group's revenue amounted to approximately RMB773.9 million for the Reporting Period, representing a decrease of RMB71.5 million or 8.5% as compared to approximately RMB845.4 million for the six months ended 30 June 2011.

- The profit and total comprehensive income attributable to owners of the Company for the Reporting Period was approximately RMB197.1 million, representing a decrease of RMB103.5 million or 34.4% as compared to approximately RMB300.6 million for the six months ended 30 June 2011.

- The basic and diluted earnings per Share attributable to ordinary equity holders of the Company amounted to approximately RMB9 cents for the Reporting Period, representing a decrease of RMB5 cents or 35.7% as compared to approximately RMB14 cents for the six months ended 30 June 2011.

- The Board does not recommend the payment of an interim dividend for the Reporting Period.

The Board is pleased to announce the unaudited interim condensed financial information of the Group for the Reporting Period together with the comparative information for the corresponding period as follows:

INTERIM CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the six months ended 30 June 2012

		For the six months ended 30 June	
		2012	2011
	Notes	***RMB'000***	*RMB'000*
		(Unaudited)	(Unaudited)
Revenue	3	**773,886**	845,391
Cost of sales		**(435,882)**	(414,032)
Gross profit		**338,004**	431,359
Other income and gains	4	**21,790**	21,936
Selling and distribution costs		**(7,093)**	(23,004)
Administrative expenses		**(59,460)**	(50,498)
Other expenses		**(1,466)**	(4,010)
Finance costs	5	**(17,803)**	(9,698)
Share of profits of jointly-controlled entities		**2,060**	–
PROFIT BEFORE TAX	6	**276,032**	366,085
Income tax expense	7	**(75,861)**	(62,402)
Profit and total comprehensive income for the period		**200,171**	303,683
Attributable to:			
Owners of the Company		**197,076**	300,594
Non-controlling interests		**3,095**	3,089
		200,171	303,683
Earnings per Share attributable to ordinary equity holders of the Company:			
– Basic and diluted	8	**RMB0.09**	RMB0.14

INTERIM CONSOLIDATED STATEMENT OF FINANCIAL POSITION
As at 30 June 2012

	Notes	**30 June 2012** *RMB'000* **(Unaudited)**	31 December 2011 *RMB'000*
NON-CURRENT ASSETS			
Property, plant and equipment	9	**1,793,287**	1,726,804
Intangible assets	9	**570,561**	576,901
Prepaid land lease payments	9	**50,077**	50,678
Investments in jointly-controlled entities	10	**13,144**	584
Financial assets at fair value through profit or loss	11	**216,052**	207,942
Prepayments and deposits	12	**215,367**	231,180
Payments in advance		**207,555**	165,712
Goodwill		**15,318**	15,318
Deferred tax assets		**12,624**	3,986
Total non-current assets		**3,093,985**	2,979,105
CURRENT ASSETS			
Inventories		**151,193**	137,333
Trade and bills receivables	13	**153,338**	134,418
Prepayments, deposits and other receivables	12	**127,010**	148,139
Due from related parties	14	**600**	600
Pledged time deposits	15,16 (a)	**208,640**	111,993
Cash and cash equivalents		**1,021,365**	946,830
Total current assets		**1,662,146**	1,479,313
CURRENT LIABILITIES			
Trade and bills payables	15	**588,223**	341,192
Other payables and accruals		**277,974**	278,779
Interest-bearing bank and other loans	16	**320,514**	321,514
Due to related parties	14	**47,022**	85,681
Tax payables		**82,063**	89,655
Dividend payable		**1,801**	1,801
Total current liabilities		**1,317,597**	1,118,622
NET CURRENT ASSETS		**344,549**	360,691
TOTAL ASSETS LESS CURRENT LIABILITIES		**3,438,534**	3,339,796
NON-CURRENT LIABILITIES			
Interest-bearing bank and other loans	16	**101,200**	101,200
Provision for rehabilitation		**7,920**	7,664
Deferred income		**4,000**	9,574
Deferred tax liability		**290**	–
Other payable		**550**	500
Total non-current liabilities		**113,960**	118,938
Net assets		**3,324,574**	3,220,858

	Notes	**30 June 2012** *RMB'000* **(Unaudited)**	31 December 2011 *RMB'000*
EQUITY			
Equity attributable to owners of the Company			
Issued capital		**182,787**	182,787
Reserves		**3,116,815**	2,893,769
Proposed final dividend		**–**	122,425
		3,299,602	3,198,981
Non-controlling interests		**24,972**	21,877
Total equity		**3,324,574**	3,220,858

NOTES TO INTERIM CONDENSED FINANCIAL INFORMATION

1. CORPORATE INFORMATION

The Company was incorporated as an exempted company with limited liability in the Cayman Islands on 28 April 2008 under the Companies Law. The registered office of the Company is located at Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman, KY1-1111, Cayman Islands. The principal place of business of the Company is located at Room 2201, 22/F, Wheelock House, 20 Pedder Street, Central, Hong Kong.

During the Reporting Period, the Company and the Group were principally engaged in the business of mining, ore processing, iron pelletising, sale of vanadium-bearing iron concentrates, ordinary iron concentrates, iron pellets and titanium concentrates and management of strategic investments. There were no significant changes in the nature of the Group's principal activities during the Reporting Period.

In the opinion of the Directors, Trisonic International is the parent and ultimate holding company of the Company.

2.1 BASIS OF PREPARATION

The unaudited interim condensed financial information for the Reporting Period has been prepared in accordance with International Accounting Standard ("IAS") 34 "Interim Financial Reporting".

The unaudited interim condensed financial information does not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group's annual financial statements for the year ended 31 December 2011.

2.2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICES

The accounting policies adopted in the preparation of this interim condensed financial information are consistent with those followed in the preparation of the Group's annual financial statements for the year ended 31 December 2011, except for the adoption of amendments issued by the International Accounting Standards Board that are mandatory for annual periods beginning on or after 1 July 2011 and 1 January 2012. The adoption of these amendments has had no significant financial effect on the financial position or performance of the Group.

3. REVENUE AND OPERATING SEGMENT INFORMATION

Revenue, which is the Group's turnover, represents the net invoiced value of goods sold, net of various types of government surcharges.

The Group's revenue and contribution to profit are mainly derived from its sale of vanadium-bearing iron concentrates, ordinary iron concentrates, iron pellets and titanium concentrates, which is regarded as a single reportable segment in a manner consistent with the way in which information is reported internally to the Group's senior management for the purposes of resources allocation and performance assessment. In addition, the principal non-current assets employed by the Group are located in Sichuan Province, the PRC. Accordingly, no segment analysis is presented other than entity-wide disclosures.

Entity-wide disclosures

Information about products

The following table sets forth the total revenue from external customers by product and the percentage of total revenue by product during the Reporting Period:

	For the six months ended 30 June			
	2012		2011	
	RMB'000	*%*	*RMB'000*	*%*
	(Unaudited)		(Unaudited)	
Vanadium-bearing iron concentrates	**330,394**	**42.7**	466,438	55.1
Ordinary iron concentrates	**25,714**	**3.3**	3,020	0.4
Iron pellets	**323,970**	**41.8**	301,568	35.7
Medium-grade titanium concentrates	**477**	**0.1**	9,623	1.1
High-grade titanium concentrates	**93,331**	**12.1**	64,742	7.7
	773,886	**100.0**	845,391	100.0

Geographical information

All external revenues of the Group during each of the six months ended 30 June 2011 and 2012 were attributable to customers established in the PRC, the place of domicile of the Group's operating entities. Meanwhile, the Group's principal non-current assets are all located in Mainland China.

Information about major customers

Revenue from major customers, each of whom accounted for 10% or more of the total revenue, is set out below:

	For the six months ended 30 June	
	2012	2011
	RMB'000	*RMB'000*
	(Unaudited)	(Unaudited)
Customer A	**177,293**	115,913
Customer B	**135,592**	136,590
Customer C	**133,691**	157,769
Customer D	**126,425**	*
Customer E	**80,886**	109,293
Customer F	*	153,559

* Less than 10%

4. OTHER INCOME AND GAINS

An analysis of other income and gains is as follows:

	For the six months ended 30 June	
	2012	2011
	RMB'000	*RMB'000*
	(Unaudited)	(Unaudited)
Bank interest income	**13,252**	1,985
Sale of raw materials	**334**	1,752
Fair value gains on financial assets at fair value through profit or loss *(note 11)*	**8,110**	18,023
Miscellaneous	**94**	176
Total other income and gains	**21,790**	21,936

5. FINANCE COSTS

	For the six months ended 30 June	
	2012	2011
	RMB'000	*RMB'000*
	(Unaudited)	(Unaudited)
Interest on bank and other loans wholly repayable within five years	**12,938**	9,761
Interest on other bank loans	**–**	795
Interest on discounted bills receivable	**4,313**	–
Unwinding of discount on provision	**256**	246
	17,507	10,802
Less: Interest capitalised to property, plant and equipment *(note 9 (a))*	**(347)**	(1,499)
	17,160	9,303
Foreign exchange losses, net	**356**	395
Others	**287**	–
	17,803	9,698
Range of interest rates of borrowing costs capitalised	**7.32%**	5.4%~6.4%

6. PROFIT BEFORE TAX

The Group's profit before tax was arrived at after charging/(crediting):

	For the six months ended 30 June	
	2012	2011
	RMB'000	*RMB'000*
	(Unaudited)	(Unaudited)
Cost of inventories sold	**435,882**	414,032
Employee benefit expense (including Directors' remuneration)*	**70,279**	45,685
Depreciation and amortisation expenses *(note 9)*	**66,352**	55,930
Minimum lease payments under operating leases:		
– Land	**27**	64
– Office	**656**	588
Auditors' remuneration	**1,100**	1,100
Foreign exchange losses, net	**356**	395
Loss on disposal of items of property, plant and equipment	**–**	5
Reversal of write-down of inventories to net realisable value	**(24)**	(2,413)
Amortisation of prepaid technical service fee *(note 12(b))*	**2,067**	2,067
Fair value gains on financial assets at fair value through profit or loss *(note 11)*	**(8,110)**	(18,023)

* Total employee benefit expense for the Reporting Period includes equity-settled share option expense of RMB16,839,000 (six months ended 30 June 2011: RMB11,597,000).

7. INCOME TAX EXPENSE

	For the six months ended 30 June	
	2012	2011
	RMB'000	*RMB'000*
	(Unaudited)	(Unaudited)
Current – Mainland China		
Charged for the period	**86,978**	63,175
Deferred	**(11,117)**	(773)
Total tax charge for the period	**75,861**	62,402

Notes:

(a) The subsidiaries located in Mainland China are liable to PRC corporate income tax at a rate of 25% on the assessable profits generated for the Reporting Period.

(b) Pursuant to the income tax rules and regulations of the PRC, a 10% withholding tax is levied on dividends declared to foreign investors from foreign investment enterprises established in the PRC effective from 1 January 2008.

Pursuant to the resolution dated 11 July 2012 of the board of directors of the operating subsidiary in Mainland China, Huili Caitong, the net profit of Huili Caitong for the Reporting Period, after appropriations to the statuary reserve fund, would be used for business development of Huili Caitong and would not be distributed to its shareholders. As a result, no deferred tax liabilities relating to withholding tax on the distributable profits of Huili Caitong for the Reporting Period have been recorded.

(c) The share of tax attributable to jointly-controlled entities amounting to RMB705,000 (six months ended 30 June 2011: Nil) is included in "Share of profits of jointly-controlled entities" in the consolidated statement of comprehensive income.

8. EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE COMPANY

The calculation of earnings per Share is based on the profit attributable to owners of the Company for the Reporting Period of RMB197,076,000 (six months ended 30 June 2011: RMB300,594,000), and the weighted average number of Shares of 2,075,000,000 (six months ended 30 June 2011: 2,075,000,000) in issue during the Reporting Period.

No adjustment has been made to the basic earnings per Share amounts presented for each of the six months ended 30 June 2011 and 2012 in respect of a dilution as the exercise price of the Company's outstanding share options was higher than the average market price for the Shares during each of the six months ended 30 June 2011 and 2012.

9. PROPERTY, PLANT AND EQUIPMENT, INTANGIBLE ASSETS AND PREPAID LAND LEASE PAYMENTS

Movements in property, plant and equipment, intangible assets and prepaid land lease payments during the Reporting Period are as follows:

	Property, plant and equipment	**Intangible assets**	**Prepaid land lease payments**
	RMB'000	*RMB'000*	*RMB'000*
	(Unaudited)	(Unaudited)	(Unaudited)
	(notes (a), (b) & (c))		*(note (d))*
Carrying amount at 1 January 2012	1,726,804	576,901	50,678
Additions	125,004	890	–
Depreciation/amortisation charged for the period *(note 6)*	(58,521)	(7,230)	(601)
Carrying amount at 30 June 2012	1,793,287	570,561	50,077

Notes:

(a) Additions to property, plant and machinery during the Reporting Period include interest capitalised in respect of bank loans amounting to RMB347,000 (six months ended 30 June 2011: RMB1,499,000).

(b) As at 30 June 2012, the Group was in the process of obtaining the relevant building ownership certificates ("BOCs") for certain buildings with an aggregate net carrying amount of RMB5,891,000 (31 December 2011: RMB6,044,000). The Group's buildings can be sold, transferred or mortgaged when the relevant BOCs have been obtained.

(c) As at 30 June 2012, the Group's buildings with a carrying amount of approximately RMB29,325,000 (31 December 2011: RMB51,052,000) were erected on the land where the Group was still in the process of applying for the land use rights certificate.

(d) As at 30 June 2012, the legal title of the land use rights with a net carrying amount of approximately RMB3,816,000 (31 December 2011: RMB3,849,000) has not been transferred to the Group and the application of the relevant title transfer is still in process. The Directors do not foresee any major obstacle to complete the transfer of the legal title of the above-mentioned land use rights to the Group.

10. INVESTMENTS IN JOINTLY-CONTROLLED ENTITIES

	30 June 2012 *RMB'000* **(Unaudited)**	31 December 2011 *RMB'000*
Unlisted investments, at cost:		
– Sichuan Xinglian Mining and Technology Construction Co., Ltd. ("Sichuan Xinglian")*	**550**	550
– Weichuan Mining **	**10,500**	–
	11,050	550
Share of profits	**2,094**	34
Share of net assets	**13,144**	584

* As at 30 June 2012, the percentage of equity interest attributable to the Group was 55% (31 December 2011: 55%). Sichuan Xinglian was formerly known as Sichuan Xinglian Mining and Technology Consultancy Co., Ltd.

** As at 30 June 2012, the percentage of equity interest attributable to the Group was 51% (31 December 2011: not applicable).

In the opinion of the Directors, according to the articles of association of the above jointly-controlled entities ("JCEs"), neither the Group nor the other shareholders has the power to control the financial and operating policies of these JCEs so as to obtain benefits from their activities. Accordingly, investments in these JCEs are accounted for as investments in jointly-controlled entities.

11. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

The balance represented Exchangeable Notes acquired by the Group in 2011 and designated by the Group as financial assets at fair value through profit or loss upon initial recognition. The movements in the fair value of the Exchangeable Notes during the Reporting Period are as follows:

	For the six months ended 30 June 2012 ***RMB'000*** **(Unaudited)**
Carrying amount at 1 January 2012	**207,942**
Fair value gains on financial assets at fair value through profit or loss recognised during the Reporting Period*	**8,110**
Carrying amount at 30 June 2012	**216,052**

* Included in the fair value gains on financial assets at fair value through profit or loss recognised during the Reporting Period is the amortisation of day one profit of RMB1,583,000 during the Reporting Period.

The fair values of the Exchangeable Notes were estimated by an independent valuer using the Binomial Lattice Model. The following table lists the key inputs to the model used:

	30 June 2012	31 December 2011
Valuation of liability component		
Risk-free interest rate (Indonesia) (% per annum)	**2.58**	2.80
Credit spread (%)	**20.12**	22.39
Valuation of embedded derivatives		
Current market capitalization (USD in millions)	**416**	510
Coupon rate (% per annum)	**–**	–
Dividend yield (% per annum)	**–**	–
Equity return volatility (% per annum)	**36.48**	45.62
Probability of Initial Public Offering (% per month for each Lattice step)	**4**	2
Maturity date	**11/25/2014**	11/25/2014
Lattice step	**12**	30
Non-marketability (%)	**20**	20

In respect of the financial assets at fair value through profit or loss, the Group uses the valuation technique of the Binomial Lattice Model to determine the fair value of financial instruments that are not traded in an active market. Differences may arise between the fair value at initial recognition (which, in accordance with IAS 39, is generally the transaction price) and the amount determined at initial recognition using this valuation technique. Such differences are not recognised on their initial recognition but are amortised over the lives of the financial instruments using the straight-line method and the amortisation was included in the change in fair value of financial assets through profit or loss.

Such differences yet to be recognised in profit or loss are as follows:

	RMB'000
Carrying amount at 1 January 2012	9,237
Amortised to profit or loss during the Reporting Period	(1,583)
Carrying amount at 30 June 2012	7,654

12. PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES

	Notes	**30 June 2012** **RMB'000** **(Unaudited)**	31 December 2011 *RMB'000*
Current portion:			
Prepayments consist of:			
Advanced stripping fees	(a)	**48,875**	64,708
Prepaid technical service fee	(b)	**4,133**	4,133
Purchase of raw materials and services		**3,887**	1,669
Utilities		**551**	1,300
Prepayment for the use right of a road	(c)	**35**	35
Other prepayments		**5,919**	2,176
Bidding deposit		**27,000**	30,000
Government grant receivable		**–**	30,000
Interest receivable for time deposits with original maturity of over three months		**7,684**	9,365
Compensation receivable		**2,452**	2,452
Other receivable from a contractor	(d)	**17,648**	–
Other receivables		**8,826**	2,301
		127,010	148,139
Non-current portion:			
Advanced stripping fees	(a)	**162,448**	176,709
Prepaid technical service fee	(b)	**47,533**	49,600
Prepayment for the use right of a road	(c)	**937**	954
Long-term environmental rehabilitation deposits		**4,449**	3,917
		215,367	231,180
		342,377	379,319

Notes:

(a) The balances represented advanced stripping fees incurred by the Group to an independent third party mining contractor for stripping activities of the Baicao Mine and the Xiushuihe Mine, which would be recognised as part of the production costs once the raw iron ore is extracted.

(b) The balance represented a technical service support fee for a period of 15 years ending on 31 December 2024 prepaid to Sichuan Nanjiang Mining Co., Ltd. ("Nanjiang"), an independent third party, by Xiushuihe Mining, an indirect subsidiary of the Company. The prepaid technical support fee is released to profit or loss according to the straight-line method based on the terms of technical service to be provided by Nanjiang with yearly technical service fee of approximately RMB4.1 million.

During the Reporting Period, the prepaid technical service fee released to profit or loss amounted to RMB2,067,000 (six months ended 30 June 2011: RMB2,067,000).

(c) The balance represented payment made to Xinqiao Mining Co., Ltd. for the right to use a pavement road connecting to the Maoling Mine for 30 years ending 22 August 2040 at a consideration of approximately RMB1,035,000. The prepayment for the right of using the road recorded as current portion represented the amount to be released to profit or loss in the next twelve months from 30 June 2012.

(d) The balance represented the excess of construction cost paid in advance to Chengdu Yushengtian Mechanical Electronic Equipment Co. Ltd. ("Yushengtian"), an independent third party, in relation to the construction of the production lines at Xiushuihe Mine and Baicao Mine, which has been subsequently refunded to Group.

13. TRADE AND BILLS RECEIVABLES

	30 June 2012 RMB'000 (Unaudited)	31 December 2011 RMB'000
Trade receivables	**143,288**	99,348
Bills receivable	**10,050**	35,070
	153,338	134,418

An aged analysis of the trade receivables as at 30 June 2012 and 31 December 2011, based on the invoice date, is as follows:

	30 June 2012 RMB'000 (Unaudited)	31 December 2011 RMB'000
Within 1 month	**135,481**	99,348
1 to 3 months	**7,807**	–
	143,288	99,348

The Group's trading terms with its customers are mainly on credit and the credit term granted to customers is generally one month. All trade receivables aged over one month have been fully settled in August 2012. Trade receivables are non-interest-bearing and unsecured.

14. BALANCES WITH RELATED PARTIES

	Notes	30 June 2012 RMB'000 (Unaudited)	31 December 2011 RMB'000
Due from related parties:			
Non-trade in nature:			
– Yanyuan County Xiwei Mining Co., Ltd. ("Yanyuan Xiwei")	(a)	**286**	286
– Trisonic International	(b)	**314**	314
		600	600
Due to related parties:			
Trade in nature:			
– Chengyu Vanadium Titano	(c)	**9,788**	28,807
Non-trade in nature:			
– Sichuan Longwei Hotel Management Co., Ltd. ("Longwei Hotel")	(d)	**433**	460
– Chuan Wei	(e)	**30,000**	50,011
– Xichang Vanadium Titanium Products Co., Ltd.		**–**	24
– Sichuan Xinglian	(f)	**507**	85
– Sichuan Huiyuan Gang Jian Technology Co., Ltd. ("Sichuan Huiyuan")	(g)	**6,294**	6,294
		37,234	56,874
		47,022	85,681

Notes:

(a) Yanyuan Xiwei is a company controlled by Chuan Wei and was a subsidiary Aba Mining, an indirect subsidiary of the Company, before it was disposed of by Aba Mining in September 2010. The balance represented certain payments made by Aba Mining on behalf of Yanyuan Xiwei when Yanyuan Xiwei was a subsidiary of Aba Mining.

(b) The balance due from Trisonic International represented the overpayment of listing fees made by the Company to settle the listing expenses paid by Trisonic International on behalf of the Company in 2009.

(c) Chengyu Vanadium Titano is controlled by Prime Empire Limited. Prime Empire Limited and Trisonic International are ultimately controlled by the same beneficial owners.

The balance due to Chengyu Vanadium Titano as at 30 June 2012 and 31 December 2011 represented advances received from Chengyu Vanadium Titano for the purchase of vanadium-bearing iron concentrates from the Group.

(d) Longwei Hotel and Trisonic International are ultimately controlled by the same beneficial owners. The balance due to Longwei Hotel represented rental payable to Longwei Hotel for the operating leasing of office premises by the Group.

(e) Chuan Wei and Trisonic International are ultimately controlled by the same beneficial owners.

The balances due to Chuan Wei as at 30 June 2012 and 31 December 2011 represented the payable of the remaining balance of the consideration for the acquisition of Aba Mining from Chuan Wei.

(f) Sichuan Xinglian is a jointly-controlled entity of the Group. The balance represented mining service fee payable by the Group to Sichuan Xinglian.

(g) Sichuan Huiyuan is a company controlled by Chuan Wei. The balance due to Sichuan Huiyuan represented design fee payable for the provision of construction service to the Group by Sichuan Huiyuan.

All the balances with related parties are unsecured, non-interest-bearing and have no fixed terms of repayment.

15. TRADE AND BILLS PAYABLES

	30 June 2012 *RMB'000* **(Unaudited)**	31 December 2011 *RMB'000*
Trade payables	**340,773**	318,753
Bills payable	**247,450**	22,439
	588,223	341,192

An aged analysis of the trade payables as at 30 June 2012 and 31 December 2011, based on the invoice date, is as follows:

	30 June 2012 *RMB'000* **(Unaudited)**	31 December 2011 *RMB'000*
Within 180 days	**234,070**	262,234
181 to 365 days	**61,112**	41,173
1 to 2 years	**43,599**	14,235
2 to 3 years	**1,194**	665
Over 3 years	**798**	446
	340,773	318,753

Trade payables are non-interest-bearing and are normally settled in 60 to 180 days and the bills payables were with maturity period of 90 days or 180 days.

As at 30 June 2012, the Group's bills payable of RMB247,450,000 (31 December 2011: RMB22,439,000) were secured by pledged time deposits of RMB108,640,000 (31 December 2011: RMB11,993,000).

16. INTEREST-BEARING BANK AND OTHER LOANS

	Notes	**30 June 2012** *RMB'000* **(Unaudited)**	31 December 2011 *RMB'000*
Bank loans:			
Secured	(a)	**94,514**	94,514
Unsecured	(b)	**275,000**	275,000
Guaranteed	(c)	**49,000**	50,000
Other loans, unsecured	(d)	**3,200**	3,200
		421,714	422,714
Bank loans repayable:			
Within one year or on demand		**318,514**	319,514
In the second year		**25,000**	25,000
In the third to fifth years, inclusive		**75,000**	75,000
		418,514	419,514
Other loans repayable:			
Within one year or on demand		**2,000**	2,000
In the second year		**1,200**	–
In the third to fifth years, inclusive		**–**	1,200
		3,200	3,200
Total bank and other loans		**421,714**	422,714
Balances classified as current liabilities		**(320,514)**	(321,514)
Balances classified as non-current liabilities		**101,200**	101,200

Notes:

(a) As at 30 June 2012, the bank loan was secured by the pledge of time deposits of RMB100 million (31 December 2011: RMB100 million) by Huili Caitong and bore interest at the rate of 2% per annum over the LIBOR (31 December 2011: 3% per annum over the LIBOR).

(b) As at 30 June 2012, Huili Caitong had unsecured interest-bearing bank loans from China Construction Bank ("CCB") Xichang branch at fixed rates ranging from 6.40% to 7.05% (31 December 2011: 5.81% to 7.59%) per annum. In accordance with the bank loan agreements entered into between Huili Caitong and CCB Xichang branch, Huili Caitong agreed not to mortgage or pledge Huili Caitong's mining rights to Baicao Mine and the iron concentrates production line with annual production capacity of 500,000 tonnes to any parties, and CCB Xichang branch will be entitled to a pre-emption right in the event of such mortgage or pledge.

(c) As at 30 June 2012, Aba Mining had interest-bearing bank loans from CCB Aba branch of RMB49 million (31 December 2011: RMB50 million), bearing interest at the fixed rates ranging from 6.94% to 7.32% (31 December 2011: 5.40% to 6.64%) per annum which are due for repayment within one year. These bank loans from CCB Aba branch were jointly guaranteed by Chengyu Vanadium Titano and Chuan Wei for nil consideration.

(d) Other loans represented interest-bearing loans granted by Wenchuan County State Assets Investment Co., Ltd. to Aba Mining for the reconstruction of production plants affected by the earthquake in May 2008. Other loans are unsecured and bear interest at the fixed rate of 5.76% per annum (31 December 2011: 5.76%), of which RMB2.0 million and RMB1.2 million are due for repayment in July 2012 and January 2014, respectively.

17. SHARE OPTION SCHEME

On 4 September 2009, the Company adopted a share option scheme (the "Old Option Scheme") for the purpose of providing incentives and rewards to eligible participants who contribute to the success of the Group's operations. Eligible participants of the Old Option Scheme include the Company's Directors, including non-executive Directors, and other employees of the Group.

On 15 April 2010, the Company adopted a new share option scheme (the "New Option Scheme"), and simultaneously terminated the operation of the Old Option Scheme (such that, no further options shall thereafter be offered under the Old Option Scheme but in all other respects the provisions of the Old Option Scheme shall remain in force and effect). Eligible participants of the New Option Scheme include Directors, chief executives, substantial Shareholders or employees (whether full time or part time) of any member of the Group and any persons who the Board of Directors considers, in its sole discretion, have contributed or will contribute to the development and growth of the Group.

The New Option Scheme will remain in force for 10 years from that date, unless otherwise cancelled or amended.

The maximum numbers of the Company's Shares in respect of which options may be granted under the New Option Scheme and any other schemes of the Company shall not, in aggregate, exceed 207,500,000 shares, being 10% of the total number of Shares of the Company in issue on the adoption date of the New Option Scheme. The maximum number of Shares issued and which may fall to be issued upon exercise of the options granted and to be granted under the New Option Scheme to each eligible participant in the New Option Scheme within any 12-month period is limited to 1% of the Shares of the Company in issue as of the date of grant. Any further grant of share options in excess of this limit is subject to Shareholders' approval in a general meeting.

Share options granted to Directors, chief executives, substantial Shareholders or any of their respective associates are subject to approval by the independent non-executive Directors (excluding the independent non-executive Directors who are the grantees of the options). In addition, for any grant of share options to substantial Shareholders or independent non-executive Directors or to any of their respective associates, in excess of 0.1% of the Shares of the Company in issue on the date of offer and with an aggregate value (based on the closing price of the Company's Shares quoted on the Stock Exchange at the date of grant) in excess of HK$5 million, such grant made within any 12-month period from the date of grant (inclusive) would be subject to Shareholders' approval in a general meeting.

The offer of a grant of share options may be accepted within 28 days from the date of offer, upon payment of a nominal consideration of HK$1 in total by the grantee. The exercise period of the share options granted is determinable by the Directors but no option may be exercised more than 10 years from the date of grant.

The exercise price of share options is determinable by the Board of Directors, but may not be less than the highest of (i) the nominal value of Shares of the Company; (ii) the average closing price of the Company's Shares as stated on the Stock Exchange's daily quotation sheets for the five business days immediately preceding the date of grant of the share options; and (iii) the closing price of the Company's Shares as stated in the Stock Exchange's daily quotation sheet on the date of grant of the share options.

Share options do not confer rights on the holders to dividends or to vote at Shareholders' meetings.

The Group had share options outstanding in respect of 56,900,000 shares as at 30 June 2012 (31 December 2011: 56,900,000 shares), and the weighted average exercise price was HK$4.34 per share (31 December 2011: HK$4.34 per share). During the Reporting Period, no share options were granted nor exercised.

The exercise price and exercise period of the share options outstanding as at 30 June 2012 and 31 December 2011 are as follows:

Number of options *'000*	**Exercise price per share** *HK$*	**Exercise period**
10,100	5.05	29 June 2012 to 28 December 2019
10,100	5.05	29 December 2014 to 28 December 2019
4,700	4.99	1 October 2012 to 31 March 2020
4,700	4.99	1 April 2015 to 31 March 2020
27,300	3.60	23 May 2013 to 22 May 2021
56,900		

The fair value of equity-settled share options granted was estimated as at the date of grant, using a binomial model, taking into accounts the terms and conditions upon which the options were granted. The following table lists the inputs to the model used:

	Equity-settled share options granted on		
	23 May 2011	**1 April 2010**	**29 December 2009**
Dividend yield (%)	2.07	1.36	1.41
Expected volatility (%)	62.40	66.40	68.56
Risk-free interest rate (%)	2.430	2.788	2.652

No other feature of the options granted was incorporated into the measurement of fair value.

As at 30 June 2012, the Company had 29,600,000 share options outstanding under the Old Option Scheme and 27,300,000 share options outstanding under the New Option Scheme. The exercise in full of the outstanding share options would, under the present capital structure of the Company, result in the issue of 56,900,000 additional Shares of the Company and additional share capital of HK$5,690,000 and share premium of HK$241,506,000 (before issue expenses).

At the date of announcement of this interim condensed financial information, the Company had 56,900,000 share options outstanding, which represented approximately 2.74% of the Company's Shares in issue as at that date.

18. DIVIDENDS

(a) Dividends attributable to the Reporting Period

At a meeting of the Board of Directors held on 27 August 2012, the Directors of the Company resolved not to pay an interim dividend to Shareholders (six months ended 30 June 2011: Nil).

(b) Dividends attributable to the previous financial year, declared and paid during the Reporting Period

	For the six months ended 30 June 2012 *RMB'000* **(Unaudited)**
Final dividend in respect of the financial year ended 31 December 2011 of RMB0.059 per Share	
Declared during the Reporting Period	**122,425**
Paid during the Reporting Period	**(122,425)**
	–

19. EVENTS AFTER THE REPORTING PERIOD

As at the date of announcement of this interim condensed financial information, the Group has no events after the reporting period that need to be disclosed.

MANAGEMENT DISCUSSION AND ANALYSIS

MARKET REVIEW

During the Reporting Period, the European sovereign debt crisis continued to deepen, leading to a slowdown in the global economy. In midst of the gloomy global economic environment, the Chinese government has issued various policies to stimulate the country's domestic development, in particular, the western areas of China.

In 2012, the western development has entered its twelfth year. Economy of southwest China has been developing rapidly with growth in both GDP and value-added industrial output exceeding the national averages. During the first half of 2012, economic growth in Sichuan was at 13% despite the slowdown in growth of the Chinese economy at 7.8%. Due to transport limitations across the region, Sichuan is a relatively isolated market for iron ore. Furthermore, given its relatively balanced market situation in supply and demand, market price of iron ore in Sichuan was comparatively stable as compared to the sharp decline of global market price.

The Chinese government has thoroughly implemented a strategic plan to further develop the country's western regions. For the 12th Five-Year Plan, transportation has been one of the two key aspects in the field of infrastructure construction. The Chinese government has focused on the improvement of traffic network. According to the "Western Development Progress in 2011 and the 2012 Work Plan" (《西部大開發2011年進展情況和2012年工作安排》) ("Work Plan") issued by the National Development and Reform Commission of the PRC (中華人民共和國國家發展和改革委員會), infrastructure construction will be the key focus in 2012. This included speeding up the construction of Chengdu-Chongqing (成都至重慶) high-speed railway as well as commencing the constructions of Xi'an-Chengdu (西安至成都) high-speed railway, Chengdu-Guiyang (成都至貴陽) high-speed railway and other key railway projects. With these favourable policies, steel consumption in western China is expected to grow further. Thus, it will provide more business opportunities for the steel enterprises in the future while benefiting the upstream mining companies within the region. Please refer to the section "Outlook" in this announcement for a further elaboration on the steel development in Sichuan.

The domestic demand for high-grade titanium concentrates has remained strong since last year but supply was growing tight. This supply shortage has led to an increase in the market price of high-grade titanium concentrates. Due to continuous tight global supply of titanium dioxide, there has been an upward trend towards price increase of titanium dioxide in the international market. KRONOS, Tronox, DuPont and other leading enterprises continuously raised its price of titanium dioxide in 2012. As Vietnam ceased exporting high-grade titanium concentrates to China since 1 July 2012, which created tension of supply, price of titanium dioxide is expected to consistently increase in 2012. For this reason, the Group changed its product mix since 2010 in order to concentrate on the production of high-grade titanium concentrates. Please refer to the section "Business and Operations Review" in this announcement for further details.

BUSINESS AND OPERATIONS REVIEW

During the Reporting Period, the occasional power suspension and power supply restriction measures adopted for upgrading of the power grid since late March 2012 in the Panxi Region have led to a decline in the production volume of vanadium-bearing iron concentrates which has consequently increased its average unit production cost. These coupled with a slight decline in prices, the gross profit of the Group decreased by 21.7% to approximately RMB338.0 million as compared to the corresponding period of last year. During the Reporting Period, the Group's major subsidiary, Huili Caitong, ceased enjoying the tax holiday for foreign investment enterprise of the PRC and its corporate income tax rate was therefore increased from 12.5% to 25.0%. With this further reason, the profit and total comprehensive income attributable to owners of the Company decreased by 34.4% to approximately RMB197.1 million as compared to the corresponding period of last year.

Due to a gradual change in the commercial environment, more customers settle the trading business by bills which usually bear three to six months of maturity period. As such, the Group has also started to settle with our suppliers by bills as well. In early 2012, the Group started to co-operate with an independent third party to produce high-grade titanium concentrates by using our own production lines in the various processing plants. During the Reporting Period, the total production volume of high-grade titanium concentrates increased by 21.2% to approximately 69.8 Kt as compared to the corresponding period of last year.

As at 30 June 2012, the Group owned 6 mines, namely the Baicao Mine, the Xiushuihe Mine, the Yangqueqing Mine, the Cizhuqing Mine, the Maoling Mine and the Yanglongshan Mine. Other than the above, the Group has also entered into an agreement to develop the Dashanshu Section of the Pingchuan Mine through a joint venture arrangement in August 2011 and formed a jointly-controlled entity called Weichuan Mining in May 2012. Furthermore, the Group entered into an acquisition agreement to acquire Panzhihua Yixingda which owns the exploration right of the Haibaodang Mine in December 2011.

On 21 May 2012, the Group announced that the warranties and guarantees given by Chuan Wei, a connected person to the Group, with respect to (i) the volume of resources and reserves of the Maoling Extended Exploration Area and the Yanglongshan Mine; (ii) the average iron content of the ore at the Maoling Extended Exploration Area; and (iii) Aba Mining's profit for the year 2011 pursuant to the Aba Mining Acquisition Agreement have been met. Pursuant to the geological exploration report on the Yanglongshan Mine received by Lingyu, the average iron content of the ore at the Yanglongshan Mine is 21.6%, which is above the minimum acceptable average iron content level of 20%. However, since the average iron content is below 23% as warranted by Chuan Wei, Chuan Wei is obliged to compensate Lingyu for the amount of RMB9.13 million in accordance with the Aba Mining Acquisition Agreement. Therefore, the total consideration has been adjusted by the compensation amount from RMB150.0 million to RMB140.87 million, pursuant to the supplemental agreement to the Aba Mining Acquisition Agreement entered between Lingyu and Chuan Wei. Please refer to the Company's announcement dated 21 May 2012 for further details.

As at 30 June 2012, the Group owned the Baicao Processing Plant, the Xiushuihe Processing Plant, the Hailong Processing Plant, the Heigutian Processing Plant and two iron pelletising plants in the Panxi Region. The Group also owned the Maoling Processing Plant in the Aba Prefecture. As at 30 June 2012, the Group's annual self-production capacity (on a wet basis) of vanadium-bearing iron concentrates, ordinary iron concentrates, iron pellets and high-grade titanium concentrates amounted to 2,600.0 Ktpa, 150.0 Ktpa, 1,360.0 Ktpa and 280.0 Ktpa, respectively. The Group has strived to maintain a satisfactory performance in the output volume of the three core products despite the temporary suspension of power supply in the Panxi Region mentioned above during the Reporting Period.

The following table summarised the breakdown of the total production volume and total sales volume of the Group's five products:

	Six months ended 30 June		
	2012	2011	Change
	(Kt)	(Kt)	(%)
Vanadium-bearing iron concentrates			
Baicao Processing Plant	**252.2**	274.0	-8.0
Xiushuihe Processing Plant	**308.8**	330.8	-6.7
Heigutian Processing Plant	**322.1**	332.1	-3.0
Hailong Processing Plant	**74.7**	100.5	-25.7
Independent third party processing contractor	**–**	1.3	N/A
Total production volume	**957.8**	1,038.7	-7.8
Total sales volume	**542.8**	702.8	-22.8
Ordinary iron concentrates			
Maoling Processing Plant	**21.7**	2.7	703.7
Total production volume	**21.7**	2.7	703.7
Total sales volume	**21.5**	2.5	760.0
Iron pellets			
Old Iron Pelletising Plant	**85.9**	165.7	-48.2
New Iron Pelletising Plant	**207.0**	44.3	367.3
Independent third party pelletising contractors	**82.2**	90.3	-9.0
Total production volume	**375.1**	300.3	24.9
Total sales volume	**382.2**	334.8	14.2

	Six months ended 30 June		
	2012	2011	Change
	(Kt)	(Kt)	(%)
Medium-grade titanium concentrates			
Baicao Processing Plant	**5.1**	45.7	-88.8
Xiushuihe Processing Plant	**–**	21.8	N/A
Hailong Processing Plant	**–**	4.5	N/A
Total production volume	**5.1**	72.0	-92.9
Total sales volume	**5.3**	54.3	-90.2
High-grade titanium concentrates			
Baicao Processing Plant	**14.3**	17.5	-18.3
Xiushuihe Processing Plant	**25.5**	7.3	249.3
Heigutian Processing Plant	**30.0**	32.8	-8.5
Total production volume	**69.8**	57.6	21.2
Total sales volume	**72.3**	57.2	26.4

During the Reporting Period, the total production volume and total sales volume of vanadium-bearing iron concentrates decreased by approximately 7.8% and 22.8%, respectively as compared to the corresponding period of last year. This was primarily due to the occasional power suspension and power supply restriction measures adopted for upgrading of the power grid since late March 2012 in the Panxi Region, the region where the Group's major processing plants are located.

During the Reporting Period, the total production volume of iron pellets and high-grade titanium concentrates increased by 24.9% and 21.2%, respectively as compared to the corresponding period of last year. This was primarily due to higher production volume since the completion of construction of the first phase in the New Iron Pelletising Plant in May 2011 and further improvement of production efficiency on high-grade titanium concentrates. As high-grade titanium concentrates were short of supply and enjoyed higher profitability, such product has become a key growth driver for the Group. During the Reporting Period, high-grade titanium concentrates contributed approximately 12.1% (six months ended 30 June 2011: 7.7%) of the total revenue.

FINANCIAL REVIEW

Revenue

During the Reporting Period, the Group's revenue was approximately RMB773.9 million (six months ended 30 June 2011: RMB845.4 million), representing a decrease of 8.5% as compared to the corresponding period in 2011. Such decrease was primarily due to the decrease in both production volume and sales volume of vanadium-bearing iron concentrates as a result of the occasional power suspension and power supply restriction in the Panxi Region and the decrease in the average selling prices of iron ore products. During the Reporting Period, the increased sales volume and selling price of high-grade titanium concentrates partially offset the adverse effect in vanadium-bearing iron concentrates.

Cost of Sales

Cost of sales primarily included mining and stripping contracting fees, processing contracting fees, pelletising contracting fees, materials, labour, power and other utilities, repair and maintenance, and depreciation and amortisation. During the Reporting Period, the Group's cost of sales was approximately RMB435.9 million (six months ended 30 June 2011: RMB414.0 million), representing an increase of 5.3% as compared to the corresponding period in 2011. Such increase was primarily due to the increase in the additional depreciation expenses as a result of the completion of the New Iron Pelletising Plant and other construction works in 2011, utilities and miscellaneous expenses.

Gross Profit and Margin

As a result of the foregoing, the gross profit during the Reporting Period decreased by 21.7%, from approximately RMB431.4 million to approximately RMB338.0 million. The gross profit margin decreased from approximately 51.0% for the six months ended 30 June 2011 to approximately 43.7% for the Reporting Period.

Other Income and Gains

The other income and gains slightly decreased by 0.5%, from approximately RMB21.9 million for the six months ended 30 June 2011 to approximately RMB21.8 million for the Reporting Period. The other income and gains of the Group mainly included bank interest income and change in fair value gains on the Exchangeable Notes.

Selling and Distribution Costs

The selling and distribution costs decreased by 69.1%, from approximately RMB23.0 million for the six months ended 30 June 2011 to approximately RMB7.1 million for the Reporting Period. The selling and distribution costs primarily consisted of transportation fees, which mainly represented the road transportation costs, the goods loading and unloading fees, platform storage and platform administration fees. The decrease was mainly due to the significant decrease in transportation expenses as a result of temporarily decrease in sales to the customers that required the Group to transport products to designated railway stations during the Reporting Period.

Administrative Expenses

The administrative expenses increased by 17.8%, from approximately RMB50.5 million for the six months ended 30 June 2011 to approximately RMB59.5 million for the Reporting Period. The increase in administrative expenses was mainly due to the increase in staff costs as a result of the increased number of staff for business expansion and the increase in equity-settled share option expenses during the Reporting Period.

The equity-settled share option expenses of approximately RMB16.8 million for the Reporting Period (six months ended 30 June 2011: RMB11.6 million) were incurred because three batches of share options were granted to certain Directors, senior management and employees of the Group on 29 December 2009, 1 April 2010 and 23 May 2011, respectively.

Other Expenses

The other expenses decreased by 62.5%, from approximately RMB4.0 million for the six months ended 30 June 2011 to approximately RMB1.5 million for the Reporting Period. The other expenses mainly included bank charges and other miscellaneous operating expenses.

Finance Costs

The finance costs increased by 83.5%, from approximately RMB9.7 million for the six months ended 30 June 2011 to approximately RMB17.8 million for the Reporting Period, primarily due to the increase in interests on bank loans and discounted bills receivable.

Income Tax Expense

The income tax expense increased by 21.6%, from approximately RMB62.4 million for the six months ended 30 June 2011 to approximately RMB75.9 million for the Reporting Period. Such increase was primarily because Huili Caitong ceased enjoying the tax holiday for foreign investment enterprise of the PRC since 1 January 2012, and its corporate income tax rate was therefore increased from 12.5% to 25.0%, which was partially offset by the decrease in profit before tax for the Reporting Period.

Profit and Total Comprehensive Income for the Period

As a result of the foregoing, the profit and total comprehensive income for the period decreased by 34.1%, from approximately RMB303.7 million for the six months ended 30 June 2011 to approximately RMB200.2 million for the Reporting Period.

Profit and Total Comprehensive Income Attributable to Owners of the Company

The profit and total comprehensive income attributable to owners of the Company decreased by 34.4%, from approximately RMB300.6 million for the six months ended 30 June 2011 to approximately RMB197.1 million for the Reporting Period. The Net Profit Margin decreased from 35.6% for the six months ended 30 June 2011 to 25.5% for the Reporting Period.

Interim Dividend

The Board does not recommend the payment of an interim dividend for the Reporting Period.

LIQUIDITY AND CAPITAL RESOURCES

The following table sets out certain information regarding the Group's consolidated condensed statement of cash flows for the six months ended 30 June 2011 and 2012:

	Six months ended 30 June			
	2012		2011	
	RMB'000	***RMB'000***	*RMB'000*	*RMB'000*
Cash and cash equivalents as stated in the consolidated statement of cash flows for the year ended 31 December 2011/2010		**196,830**		671,843
Net cash flows from operating activities	**524,139**		115,642	
Net cash flows used in investing activities	**(265,332)**		(310,817)	
Net cash flows used in financing activities	**(134,294)**		(109,886)	
Net increase/(decrease) in cash and cash equivalents		**124,513**		(305,061)
Effect of foreign exchange rate changes, net		**22**		(722)
Cash and cash equivalents as stated in the consolidated condensed statement of cash flows for the six months ended 30 June 2012/2011		**321,365**		366,060

Net Cash Flows from Operating Activities

The Group's net cash flows from operating activities increased by 353.4%, from approximately RMB115.6 million for the six months ended 30 June 2011 to approximately RMB524.1 million for the Reporting Period. It primarily included profit before tax of approximately RMB276.0 million and the increase in bills payable of approximately RMB225.0 million.

Net Cash Flows used in Investing Activities

The Group's net cash flows used in investing activities decreased by 14.6%, from approximately RMB310.8 million for the six months ended 30 June 2011 to approximately RMB265.3 million for the Reporting Period. It primarily included (i) the purchase of items of property, plant and equipment and intangible assets of approximately RMB157.7 million; (ii) the deposit for acquisition of Panzhihua Yixingda and the paid-up capital to establish Weichuan Mining of RMB50.0 million and RMB10.5 million, respectively; and (iii) the increase in pledged bank balance of approximately RMB96.6 million for issuance of bills payable, which was partially offset by the decrease of RMB50.0 million in time deposits with original maturity of over three months.

Net Cash Flows used in Financing Activities

The Group's net cash flows used in financing activities increased by 22.2%, from RMB109.9 million for the six months ended 30 June 2011 to approximately RMB134.3 million for the Reporting Period. It primarily included the payment for the acquisition of Aba Mining of approximately RMB10.87 million and the payment of 2011 final dividend of approximately RMB122.4 million.

Analysis of Inventories

The Group's inventories increased by 10.1%, from approximately RMB137.3 million as at 31 December 2011 to approximately RMB151.2 million as at 30 June 2012, primarily due to more inventories of iron concentrates for the preparation of production of iron pellets in July 2012.

Analysis of Trade and Bills Receivables

The Group's trade and bills receivables increased by 14.1%, from approximately RMB134.4 million as at 31 December 2011 to approximately RMB153.3 million as at 30 June 2012. Trade receivable turnover days were approximately 28 days (year ended 31 December 2011: 26 days) and the Group generally has the one-month credit policy given to customers.

Analysis of Trade and Bills Payables

The Group's trade and bills payables increased by 72.4%, from approximately RMB341.2 million as at 31 December 2011 to approximately RMB588.2 million as at 30 June 2012, primarily due to the increase of settlement to suppliers through the usage of bills during the Reporting Period.

Analysis of Net Current Assets Position

The Group's net current assets position decreased by 4.5%, from approximately RMB360.7 million as at 31 December 2011 to approximately RMB344.5 million as at 30 June 2012, primarily because the capital expenditure together with the payment of 2011 final dividend exceeded the profit realised by the Group during the Reporting Period.

Borrowings

As at 30 June 2012, the Group's borrowings mainly included: (i) an unsecured short-term bank loan of RMB150.0 million with an annual interest rate of 6.56% from CCB Xichang branch to Huili Caitong in February 2012 and unsecured long-term bank loans of RMB125.0 million with annual interest rates ranging from 6.4% to 7.05% from CCB Xichang branch to Huili Caitong in February 2010, out of which RMB25.0 million is repayable within one year. In accordance with the loan agreements entered into between Huili Caitong and CCB Xichang branch, Huili Caitong agreed not to mortgage or pledge Huili Caitong's mining right of the Baicao Mine and its vanadium-bearing iron concentrate production line with production capacity of 500.0 Ktpa to any parties and CCB Xichang branch will be entitled to pre-emption right in the event of such mortgage or pledge; (ii) a secured short-term bank loan of US$15.0 million (equivalent to approximately RMB94.5 million) with an annual interest rate of prevailing LIBOR plus 2% from OCBC to the Company in May 2011 which was renewed in April 2012 and secured by a deposit of RMB100.0 million pledged by Huili Caitong at OCBC Chengdu branch; and (iii) two short-term bank loans of RMB49.0 million with annual interest rates ranging from 6.4% to 7.32% from CCB Aba branch to Aba Mining in 2011 and 2012, respectively, which were jointly guaranteed by Chuan Wei and Chengyu Vanadium Titano.

Contingent Liabilities

As at 30 June 2012, the Group did not have any material contingent liabilities.

Pledge of Assets

As at 30 June 2012, Huili Caitong pledged its deposit of RMB100.0 million at OCBC Chengdu branch for the bank loan of US$15.0 million (equivalent to approximately RMB94.5 million) obtained by the Company from OCBC and deposits of RMB108.6 million at banks for the issuance of bills payable.

Foreign Currency Risk

The Group's businesses are located in the PRC and its operating transactions are conducted in Renminbi. Most of its assets and liabilities are denominated in Renminbi, except for a small part of net proceeds from the IPO and Over-Allotment, certain payables to professional parties and administrative expenses in Hong Kong office that are denominated in Hong Kong dollars, and the bank loan obtained from OCBC and the Exchangeable Notes that are denominated in US dollars.

The Renminbi is not freely convertible. There is a risk that the Chinese government may take actions affecting exchange rates which may have a material adverse effect on the Group's net assets, earnings and any dividends it declares if such dividend is to be exchanged or converted into foreign exchange. The Group has not entered into any hedging transaction to manage the potential fluctuation in foreign currencies. The Group does not consider that it has any significant exposure to the risk of fluctuation in the exchange rate between HK$, US$ and RMB, as a possible change of 5% in RMB against HK$ and US$ would have no significant financial impact to the Group's financial performance.

Interest Rate Risk

The Group's income and operating cash flows are not substantially affected by changes in market interest rates. We have no significant interest-bearing assets, except for cash and cash equivalents. The Group manages its interest rate exposure arising from all of its interest-bearing loans through the use of mix of fixed and floating rates. In addition, the Group has not used any interest rate swap to hedge against interest rate risk.

Contractual Obligations

As at 30 June 2012, the Group's contractual obligations amounted to approximately RMB477.9 million, and decreased by RMB28.5 million as compared to approximately RMB506.4 million as at 31 December 2011, which was primarily due to the progressive completion of major construction works at the Baicao Mine and the Xiushuihe Mine and further payment in respect of the deposit paid for the acquisition of Panzhihua Yixingda during the Reporting Period.

Capital Expenditure

The Group's total capital expenditure increased by RMB1.2 million from approximately RMB124.0 million for the six months ended 30 June 2011 to approximately RMB125.2 million during the Reporting Period. The capital expenditure incurred during the Reporting Period mainly consisted of (i) further improvement to the first phase of the New Iron Pelletising Plant with production capacity of 1,000.0 Ktpa of approximately RMB10.3 million; (ii) the tunnel construction at the Maoling Mine of approximately RMB14.3 million; (iii) construction and improvement of tailing storage facilities to cope with enlarged production capacity at the Xiushuihe Processing Plant, the Heigutian Processing Plant and the Baicao Processing Plant of approximately RMB47.8 million and (iv) development of the construction of miscellaneous projects and acquisition of machinery equipment of approximately RMB52.7 million.

Financial Instruments

As at 30 June 2012, the Group had the Exchangeable Notes in the principal amount of US$30.0 million. The Exchangeable Notes are accounted for as financial assets at fair value through profit or loss.

Gearing Ratio

Gearing ratio is a measure of financial leverage, which is calculated by net debt divided by "total equity plus net debt". Net debt is defined as interest-bearing bank loans, net of cash and cash equivalents and it excludes liabilities incurred for working capital purposes. Equity includes equity attributable to owners of the Company and non-controlling interests. As at 30 June 2012, the Group's cash and cash equivalents exceeded the interest-bearing bank loans. As such, no gearing ratio as at 30 June 2012 is presented.

OTHER SIGNIFICANT EVENTS

On 21 May 2012, the Group announced that the below warranties and guarantees given by Chuan Wei, a connected person to the Group, had been met:

(i) the volume of resources and reserves of the Maoling Extended Exploration Area and the Yanglongshan Mine;
(ii) the average iron content of the ore at the Maoling Extended Exploration Area; and
(iii) Aba Mining's profit for the year 2011 pursuant to the Aba Mining Acquisition Agreement.

The Group further announced that the average iron content of the ore at the Yanglongshan Mine was above the minimum acceptable average iron content level but below the warranted average iron content level provided by Chuan Wei and Chuan Wei was obligated to compensate Lingyu for an amount of RMB9.13 million in accordance with the Aba Mining Acquisition Agreement. The Directors expected that there would be no material impact in terms of the mining and beneficiation process and production cost in respect of the Yanglongshan Mine as a result of the minor difference between the actual and warranted average iron content. Please refer to the Company's announcement dated 21 May 2012 for further details.

OUTLOOK

The economic zone in Panxi Region enjoyed enormous economic development potential with abundant natural resources such as vanadium and titanium. In order to promote the industry development and enhance competitiveness of the region, the Industrial Development Strategy of 12th Five-Year Plan in Sichuan Province ("四川省「十二五」工業發展規劃") encouraged to strengthen the strategic co-operation among upstream and downstream vanadium and titanium enterprises so as to extend the industry chain. Meanwhile, the Comprehensive Utilisation on Vanadium and Titanium and Industry Development Strategy of 12th Five-Year Plan ("釩鈦資源綜合利用和產業發展十二五規劃") stated that China will focus on developing vanadium and titanium-bearing iron ore resources in the Panxi Region and aim to set up a national strategic resource development zone in the region. In view of this, the economic zone in Panxi Region will further consolidate its resource and develop more high-tech and value-added vanadium-bearing and titanium-bearing products, in order to drive the industry demand and further benefit upstream mining companies within the region.

Supported by the western development strategy, the economic growth and development in southwest China is expected to bring stable downstream demand for the iron and steel industry in the region. According to an independent third party report, it is expected that steel enterprises in Sichuan and Chongqing regions will undergo industry consolidation, with continuous capacity expansion, pig iron will be increased by approximately 14.0 Mt in 2015 as compared to 2011. Together with the capacity expansion plans of other steel enterprises in southwest China, this will further boost the future demand of iron ore products throughout the region.

In order to take full advantage of the development opportunities as a result of the consolidation of steel enterprises in Sichuan and the new expanded steel capacity to be fully realised, the Group has set out a long-term development plan to strengthen its leading position in the industry. As the warranties and guarantees of the volume of resources and reserves of the Maoling Extended Exploration Area and the Yanglongshan Mine have been met, these two mines are expected to commence production by the end of 2014. The Dashanshu Section of the Pingchuan Mine has completed exploration in April this year and the preparation of the exploration report is now underway. In addition, the Haibaodang Mine is still undergoing exploration. Afterwards, if various conditions such as level of resources and grading of the Haibaodang Mine can meet the terms and conditions the Group agreed upon with the sellers, the Group will proceed and complete the acquisition as well as commencing the capacity expansion plan. The Group will also continue to explore potential acquisition opportunities to enhance its mining resources and reserves of the Group.

Looking towards the future, the Group will strive to strengthen its leading position in the industry, while capturing every opportunity in the market and enhancing its business performance. With integrity, the Group endeavours to explore and excel to deliver on its commitments to be the leader and the key integrator of the iron ore mining industry. The Group will also strive to reward the Shareholders with the sustainable value and care for the community.

EMPLOYEES AND EMOLUMENT POLICIES

As at 30 June 2012, the number of employees of the Group was 2,052 (as at 31 December 2011: 2,030). During the Reporting Period, employee benefit expense (including Directors' remuneration in the form of salaries, equity-settled share option expenses and other allowances) was approximately RMB70.3 million (six months ended 30 June 2011: approximately RMB45.7 million).

The emolument policies of the Group are based on performance, experience, competence and market comparables. Remuneration package generally comprises salary, housing allowance, contribution to pension scheme and discretionary bonus relating to the performance of the Group. The Group has also adopted share option schemes for its employees, providing incentives and rewards to eligible participants with reference to their contribution.

PURCHASES, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

During the Reporting Period, neither the Company nor any of its subsidiaries purchased, sold or redeemed any listed securities of the Company.

COMPLIANCE WITH THE MODEL CODE

The Company has adopted the Model Code as its own code of conduct for dealing in securities of the Company by the Directors. Having made specific enquiries of all Directors, all Directors confirmed that they have complied with the required standard of dealings as set out in the Model Code during the Reporting Period.

CORPORATE GOVERNANCE

On 1 April 2012, the Code on Corporate Governance Practices as set out in Appendix 14 of the Listing Rules ("Former CG Code") was amended and renamed as Corporate Governance Code and Corporate Governance Report ("New CG Code"). The Company has adopted the code provisions as set out in the New CG Code as the code of the Company in substitution for and to the exclusion of the Former CG Code with effect from 1 April 2012.

The Board is of the view that the Company has complied with all applicable code provisions in the Former CG Code and the New CG Code during the Reporting Period. The Directors are not aware of any information that reasonably reveals that there is any non-compliance with or derivation from applicable code provisions on corporate governance practices set out in Appendix 14 of the Listing Rules by the Company anytime during the Reporting Period.

REVIEW OF INTERIM CONDENSED FINANCIAL INFORMATION

Disclosure of financial information in this announcement complies with Appendix 16 of the Listing Rules. The audit committee has discussed internal control affairs and reviewed the Company's interim report for the Reporting Period, and the audit committee is of the view that the interim report for the Reporting Period is prepared in accordance with applicable accounting standards, rules and regulations, and appropriate disclosures have been duly made.

The external auditors have reviewed the interim condensed financial information for the Reporting Period in accordance with Hong Kong Standard on Review Engagements 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Hong Kong Institute of Certified Public Accountants.

GLOSSARY

"12th Five-Year Plan"	the Twelfth Five-Year Plan for the National Economic and Social Development of the PRC
"Aba Mining"	Aba Mining Co., Ltd.* (阿壩礦業有限公司), a limited liability company established in the PRC on 27 February 2004, an indirect wholly-owned subsidiary of the Company
"Aba Mining Acquisition Agreement"	the equity interest transfer agreement dated 15 November 2010 entered into between Lingyu (as transferee) and Chuan Wei (as transferor) under which the entire equity interest in Aba Mining is being transferred
"Aba Prefecture"	Aba Tibetan and Qiang autonomous prefecture in Sichuan
"Baicao Mine"	白草鐵礦, the vanadium-bearing titano-magnetite mine located in Xiaoheiqing Townlet, Huili County, Sichuan and operated by Huili Caitong, with a mining area of 1.88 sq.km.
"Baicao Processing Plant"	the ore processing plant located at our Baicao Mine and operated by Huili Caitong
"Board" or "Board of Directors"	our board of Directors
"Chengyu Vanadium Titano"	Chengyu Vanadium Titano Technology Ltd.* (成渝釩鈦科技有限公司), formerly known as Weiyuan Steel Co., Ltd.* (威遠鋼鐵有限公司), a sino-foreign equity jointly venture established in the PRC on 3 April 2001 and a connected person to our Group
"China" or "PRC"	the People's Republic of China excluding, for the purpose of this announcement, Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
"Chuan Wei"	Sichuan Chuanwei Group Co., Ltd.* (四川省川威集團有限公司), a limited liability company established in the PRC on 29 March 1998 and a connected person to our Group
"Cizhuqing Mine"	茨竹箐鐵礦, the vanadium-bearing titano-magnetite mine located in Xiaoheiqing Townlet, Huili County, Sichuan, with an exploration area of 2.30 sq.km.

"Company" or "our Company", "we" or "us"	China Vanadium Titano-Magnetite Mining Company Limited (中國釩鈦磁鐵礦業有限公司), a limited liability company incorporated in the Cayman Islands on 28 April 2008
"concentrate(s)"	the product(s) of ore processing plants that contain higher concentrations of the minerals and are suitable for smelting
"Controlling Shareholder(s)"	has the meaning ascribed thereto in the Listing Rules and in the context of this announcement, refers to Trisonic International, Kingston Grand, Messrs. Wang Jin, Shi Yinjun, Yang Xianlu, Wu Wendong, Zhang Yuangui and Li Hesheng
"Dashanshu Section"	the Dashanshu section*(大杉樹礦段) of the Pingchuan Mine which has an exploration area of approximately 5 sq.km. within the exploration area set out in the exploration permit of the Pingchuan Mine
"Director(s)"	director(s) of our Company or any one of them
"Exchangeable Note(s)"	the exchangeable note(s) in the principal amount due 2014 issued by the Issuer in accordance with the Secured Exchangeable Note Purchase Agreement with its terms and conditions set out in the Note Certificate
"GDP"	Gross domestic product, a measure of country's overall official economic output
"Group"	the Company and its subsidiaries
"Haibaodang Mine"	海保凼鈦鐵礦, the Haibaodang vanadium-bearing titano-magnetite mine located at Renhe District, Panzhihua City, Sichuan, currently under exploration with an exploration area of 20.37 sq.km.
"Hailong Processing Plant"	the ore processing plant located at Huili County and operated by Huili Caitong
"Heigutian Processing Plant"	the ore processing plant located at Yanbian County and operated by Yanbian Caitong
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"Hong Kong dollars" or "HK$"	Hong Kong dollars, the lawful currency of Hong Kong

"Huili Caitong"	Huili County Caitong Iron and Titanium Co., Ltd.* (會理縣財通鐵鈦有限責任公司), established in the PRC on 7 July 1998 and is a foreign equity joint venture in the PRC since 29 December 2010, an indirect wholly-owned subsidiary of the Company
"Huili County"	a county in Sichuan
"IPO"	the initial public offering and listing of Shares of the Company on the Main Board on 8 October 2009
"iron"	a silvery-white, lustrous, malleable, ductile, magnetic or magnetisable, metallic element occurring abundantly in combined forms, notably in hematite, limonite, magnetite, and taconite, and alloyed for use in a wide range of important structural materials
"iron concentrate(s)"	concentrate(s) whose main mineral content (by value) is iron
"iron ore"	compounds of iron and oxygen (iron oxides) mixed with impurities (gangue); it is a mineral which when heated in the presence of a reductant will yield metallic iron
"iron pellet(s)"	round hardened clumps of iron-rich material suitable for application in blast furnaces
"Issuer"	Rui Tong Limited, a private company incorporated in the British Virgin Islands with limited liability, being the issuer of the Exchangeable Notes under the Secured Exchangeable Note Purchase Agreement and a third party independent of the Company and its connected persons
"Kingston Grand"	Kingston Grand Limited, a company incorporated in the British Virgin Islands on 20 February 2007, holder of 40% of the issued share capital of Trisonic International
"km"	kilometre(s), a metric unit measure of distance
"Kt"	thousand tonnes
"Ktpa"	thousand tonnes per annum
"LIBOR"	the London Inter Bank Offered Rate, as determined by the bank for interest periods of up to 12 months or such other interest periods at may be agreed by the bank

"Lingyu"	Sichuan Lingyu Investment Co., Ltd.* (四川省凌御投資有限公司), a limited liability company established in the PRC on 9 June 2010 and an indirect wholly-owned subsidiary of the Company
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange
"Main Board"	the Main Board of the Stock Exchange
"Maoling Extended Exploration Area"	the extended exploration area covered under the Maoling exploration permit, with an exploration area of 2.83 sq.km. that covered the mining area owned by the Maoling Mine
"Maoling Mine"	毛嶺鐵礦, an ordinary magnetite mine owned by Aba Mining and located in Wenchuan County, Sichuan, with a mining area of 1.9 sq.km.
"Maoling Processing Plant"	the ore processing plant located at our Maoling Mine and operated by Aba Mining
"mining right(s)"	the right(s) to mine mineral resources and obtain mineral products in areas where mining activities are licensed
"Model Code"	Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix 10 of the Listing Rules
"Mt"	million tonnes
"Net Profit Margin"	a ratio of profitability calculated as the profit and total comprehensive income attributable to owners of the Company divided by revenue
"New Iron Pelletising Plant"	the plant that produces iron pellets and is located in Ailang Townlet, Huili County, which is approximately 5.5 km from our Xiushuihe Mine
"Note Certificate"	the note certificate of the Exchangeable Notes with the terms and conditions of the Exchangeable Notes set out therein
"OCBC"	Oversea-Chinese Banking Corporation Limited
"Old Iron Pelletising Plant"	the plant that produces iron pellets and is located approximately 36 km from our Xiushuihe Mine
"ore processing"	the process which in general refers to the extraction of usable portions of ores by using physical and chemical extraction methods

"Over-Allotment"	the exercise of the over-allotment option, pursuant to the announcement published by the Company on 28 October 2009
"Panxi Region"	a region in Sichuan located at southwest of Chengdu reaching from Panzhihua to Xichang
"Panzhihua Yixingda"	Panzhihua Yixingda Industrial Trading Co., Ltd.*(攀枝花易興達工貿有限責任公司), a limited liability company registered in the PRC on 9 July 2009
"pelletising"	a process to compress the iron ore into the shape of a pellet
"Pingchuan Mine"	the Pingchuan iron mine which is located in Yanyuan County, Liangshan Prefecture, Sichuan, which has an exploration area of 69.09 sq.km. as set out in the exploration permit
"Renminbi" or "RMB"	the lawful currency of the PRC
"Reporting Period"	the six months ended 30 June 2012
"Secured Exchangeable Note Purchase Agreement"	the secured exchangeable note purchase agreement dated 2 May 2011 entered into between the Group and the Issuer pursuant to which the Issuer has conditionally agreed to issue and the Group has conditionally agreed to subscribe the Exchangeable Note on the terms and subject to the conditions set out therein
"Share(s)"	ordinary share(s) in the share capital of the Company, with a nominal value of HK$0.1 each
"Shareholder(s)"	holder(s) of the Share(s)
"Sichuan"	the Sichuan province of the PRC
"sq.km."	square kilometre
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"titanium"	a light, strong, lustrous, corrosion-resistant transition metal with a white-silvery-metallic colour
"titanium concentrate(s)"	concentrate(s) whose main content (by value) is titanium dioxide
"Trisonic International"	Trisonic International Limited (合創國際有限公司), a company incorporated in Hong Kong on 19 July 2006 and a Controlling Shareholder

"United States" or "US"	the United States of America, its territories, its possessions and all areas subject to its jurisdiction
"US dollars" or "US$	the lawful currency of the United States
"Weichuan Mining"	Liangshan Prefecture Weichuan Mining Co., Ltd.* (涼山州威川礦業有限公司), a limited liability company established on 2 May 2012 and is a sino-foreign equity joint venture enterprise in the PRC that Lingyu owns its 51% equity interest
"Wenchuan County"	a county in Sichuan
"Xiushuihe Mine"	秀水河鐵礦, the vanadium-bearing titano-magnetite mine located in Ailang Townlet, Huili County, Sichuan and operated by Xiushuihe Mining, with a mining area of 0.52 sq.km.
"Xiushuihe Mining"	Huili County Xiushuihe Mining Co., Ltd.* (會理縣秀水河礦業有限公司), a limited liability company established in the PRC on 26 June 2007, an indirect subsidiary of the Company that owns 95.0% equity interest
"Xiushuihe Processing Plant"	the ore processing plant located at our Xiushuihe Mine and operated by Xiushuihe Mining
"Yanbian Caitong"	Yanbian County Caitong Iron and Titanium Co., Ltd.*(鹽邊縣財通鐵鈦有限責任公司), established in the PRC on 26 January 2010, an indirect wholly-owned subsidiary of the Company
"Yanglongshan Mine"	羊龍山鐵礦, the iron mine located at Yanglongshan in Wenchuan County, Sichuan, with an exploration area of 8.79 sq.km.
"Yangqueqing Mine"	陽雀箐鐵礦, the vanadium-bearing titano-magnetite mine located in Huili County, Sichuan, with a mining area of 0.25 sq.km.

* *For identification purpose only*

By order of the Board
China Vanadium Titano-Magnetite Mining Company Limited
Jiang Zhong Ping
Chairman

Hong Kong, 27 August 2012

As at the date of this announcement, the Board comprises Mr. Jiang Zhong Ping, Mr. Liu Feng and Mr. Yu Xing Yuan as executive Directors; Mr. Wang Jin and Mr. Teo Cheng Kwee as non-executive Directors; and Mr. Yu Haizong, Mr. Gu Peidong and Mr. Liu Yi as independent non-executive Directors.

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