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China Vanadium Titano-Magnetite Mining Company Limited

中國鈇鈦磁鐵礦業有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 00893)

**IN THE GRAND COURT OF THE CAYMAN ISLANDS
FINANCIAL SERVICES DIVISION**

Case No. FSD 6 of 2013

IN THE MATTER of section 15 and 86 of the Companies Law (2012 Revision)

AND IN THE MATTER of the Grand Court Rules 1995 Order 102

AND IN THE MATTER of China Vanadium Titano-Magnetite Mining Company Limited

NOTICE OF COURT MEETING

NOTICE IS HEREBY GIVEN that, by an order dated 11 April 2013 (the “**Order**”) made in the above matter, the Grand Court of the Cayman Islands (the “**Court**”) has directed a meeting (the “**Court Meeting**”) to be convened of the registered holders of the ordinary shares of HK\$0.10 each in the capital of China Vanadium Titano-Magnetite Mining Company Limited (the “**Company**”) (apart from Trisonic International Limited) (the “**Scheme Shareholders**”) for the purpose of considering and, if thought fit, approving, with or without modifications, a scheme of arrangement (the “**Scheme of Arrangement**”) proposed to be made between the Company and the Scheme Shareholders and that the Court Meeting will be held at Taishan Room, Level 5, Island Shangri-la Hong Kong, Pacific Place, Supreme Court Road, Central, Hong Kong on Wednesday, 15 May 2013 at 9:30 a.m. at which place and time all Scheme Shareholders are invited to attend.

Voting will be by way of poll. To be approved, the Scheme of Arrangement requires as a matter of Cayman Islands law approval by a majority in number of Scheme Shareholders representing not less than 75% in value of the holders of Scheme Shares (as defined in the Scheme of Arrangement) held by Scheme Shareholders present and voting, whether in person or by proxy, at the Court Meeting.

A copy of the Scheme of Arrangement and a copy of an explanatory memorandum explaining the effect of the Scheme of Arrangement are incorporated in the composite scheme document of which this Notice forms part. A copy of the composite scheme document can also be obtained by the Scheme Shareholders from the Hong Kong branch share registrar of the Company, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.

Voting Procedures

Scheme Shareholders may vote in person at the Court Meeting or they may appoint one or more proxies, whether a member of the Company or not, to attend, speak and vote on their behalf. A pink form of proxy for use at the Court Meeting is enclosed with the composite scheme document dated 16 April 2013 despatched to members of the Company on 16 April 2013. Completion and return of the proxy form will not prevent a Scheme Shareholder from attending and voting at the Court Meeting, or any adjournment thereof, in person if he/she wishes to do so.

In the case of joint holders of a share, the vote of the senior holder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the vote(s) of the other joint holder(s) and, for this purpose, seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the relevant joint holding.

It is requested that forms appointing proxies be deposited at the Hong Kong branch share registrar of the Company in Hong Kong at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not later than 9:30 a.m. on Monday, 13 May 2013, but if forms are not so lodged they may be handed to the chairman of the Court Meeting before the taking of the poll, who has absolute discretion as to whether or not to accept them, at the Court Meeting pursuant to the Order.

Chairman

By the Order, the Court has appointed Jiang Zhong Ping, a director of the Company, or failing him, Liu Feng, also a director of the Company, or failing him, any other person who is a director of the Company as at the date of the Order, to act as the chairman of the Court Meeting and has directed the chairman of the Court Meeting to report the results of the Court Meeting to the Court.

The Scheme of Arrangement will be subject to a subsequent application seeking the sanction of the Court.

By order of the Court
China Vanadium Titano-Magnetite Mining Company Limited

Hong Kong, 16 April 2013

Registered office

Cricket Square, Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

Principal Place of Business in Hong Kong

Room 2201, 22/F, Wheelock House
20 Pedder Street
Central
Hong Kong

As at the date of this announcement, the board of directors of the Company 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.