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Sanmenxia Tianyuan Aluminum Company Limited*

三門峽天元鋁業股份有限公司

(A joint stock limited company incorporated in the People's Republic of China)

(Stock Code: 8253)

**WINDING-UP PETITION
AND
CIVIL ACTION**

WINDING-UP PETITION

Reference is made to the announcements of the Company in relation to the Winding-up Petition dated 18 April 2012 (the "Announcement") and 24 July 2012 respectively. Unless otherwise stated herein, capitalised term defined in the Announcement shall have the same meaning when used herein.

The Company clarifies that the hearing of the Winding-up Petition held on 4 July 2012 was adjourned to 18 July 2012 and, after the Petitioners received the 1st instalment of US\$2,319,330, was further adjourned to 15 August 2012. The Winding-up Petition will be withdrawn after the Petitioners receive the 2nd instalment and 3rd instalment of each of US\$2,420,000 in accordance with the Settlement Agreement.

CIVIL ACTION

On 6 August 2012, the Company received the following:

- (1) A statement of claim (民事起訴狀) (the "Statement of Claim") dated 25 July 2012 filed by Zhejiang Zhongda Group International Trading Co., Ltd.* (浙江中大集團國際貿易有限公司) ("Zhejiang Zhongda") with the Hangzhou Intermediate People's Court of Zhejiang Province (浙江省杭州市中級人民法院) (the "Court") in relation to a civil action against (i) the Company, (ii) Tianrui Group Company Limited (天瑞集團有限公司) ("Tianrui Group"), the substantial shareholder of the Company; (iii) China Tianrui (Hong Kong) Company Limited* (中國天瑞(香港)有限公司) ("Tianrui HK"); (iv) Tianrui Group Cement Company Limited* (天瑞集團水泥有限公司) ("Tianrui Cement"); and (v) Mr. Li Liufa ("Mr. Li"), a substantial shareholder of the Company (the "Civil Action"). The Civil Action relates to a distributorship agreement dated 15 July 2010 entered into between Zhejiang Zhongda and the Company for the supply of aluminum

ingot, and an irrevocable joint liability guarantee dated 20 July 2010 granted by Tianrui Group in favor of Zhejiang Zhongda to secure the performance of the aforesaid distributorship agreement. Pursuant to the Statement of Claim, Zhejiang Zhongda claimed (i) for a total of amount (including both overdue payment and liquidated damages) of approximately RMB129,139,986.21 against the Company, (ii) that Tianrui Group shall assume joint liability guarantee in respect of the debts and obligations of the Company; (iii) that Tianrui HK, Tianrui Cement and Mr. Li Liufa shall assume joint and several liabilities with Tianrui Group for its joint liability guarantee; and (iv) for the legal costs of the Civil Action.

- (2) A civil ruling (民事裁定書) (the “Civil Ruling”) dated 26 July 2012 issued by the Court, pursuant to which the Court has ordered to freeze bank deposit of RMB129 million in the bank accounts of the Company, Tianrui Group, Tianrui HK, Tianrui Cement and Mr. Li, or to seal up or detain property in the equivalent amount of the aforementioned parties.

As at the date of this announcement, none of the bank deposit in the bank accounts of the Company has been frozen, and none of the property of the Company has been sealed up or detained. However, the Company considers that if the Civil Ruling is executed against the Company, the operation of the Company will be materially adversely affected.

Further announcements relating to the Winding-up Petition, the Civil Action and the Civil Ruling will be made by the Company as and when appropriate or as required by the applicable rules and regulations.

By order of the Board
Sanmenxia Tianyuan Aluminum Company Limited*
Li Zhi Yuan
Chairman

Henan Province, the PRC, 9 August 2012

* *for identification purposes only*

As at the date of this announcement, the Directors are as follows:

Executive Directors:

Mr. Tan Yu Zhong

Mr. Zhao Zheng Bin

Non-executive Directors:

Mr. Li Zhi Yuan (*Chairman*)

Mr. Yan Li Qi

Mr. Ma Yong Zheng

Independent Non-executive Directors:

Mr. Zhu Xiao Ping

Mr. Song Quan Qi

Mr. Chan Nap Tuck

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The directors of the Company, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Company Announcements” page on the GEM website at www.hkgem.com for at least 7 days from the day of its posting and on the Company’s website at www.styal.com.cn.