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China Vanadium Titano-Magnetite Mining Company Limited

中國鈮鈦磁鐵礦業有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 00893)

**PROPOSED AMENDMENTS TO
THE EXISTING MEMORANDUM AND
ARTICLES OF ASSOCIATION AND
ADOPTION OF THE NEW MEMORANDUM AND
ARTICLES OF ASSOCIATION**

This announcement is made by China Vanadium Titano-Magnetite Mining Company Limited (the “**Company**”) pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The board (the “**Board**”) of directors (the “**Directors**”, each a “**Director**”) of the Company announces that it proposes to make certain amendments (the “**Proposed Amendments**”) to the existing memorandum and articles of association of the Company (the “**Existing Memorandum and Articles**”) and adopt a new set of the memorandum and articles of association of the Company (the “**New Memorandum and Articles**”) in substitution for, and to the exclusion of, the Existing Memorandum and Articles.

The primary objectives of the Proposed Amendments are to:

1. reflect and conform to the latest amendments to Appendix 3 of the Listing Rules concerning the core shareholder protection standards which came into effect on 1 January 2022;
2. bring the Existing Memorandum and Articles more in line with the applicable laws of the Cayman Islands and the Listing Rules;
3. update or clarify provisions of the Existing Memorandum and Articles where it is considered appropriate and desirable; and

4. incorporate other consequential and housekeeping amendments which are in line with the above amendments.

The Proposed Amendments and the adoption of the New Memorandum and Articles are subject to the approval of the shareholders of the Company (the “**Shareholders**”) by way of special resolution to be passed at an extraordinary general meeting (the “**EGM**”) to be convened and held, and if approved, shall take effect upon such approval.

A circular containing, among other things, details of the Proposed Amendments and the adoption of the New Memorandum and Articles, together with a notice convening the EGM will be despatched to the Shareholders in due course.

By order of the Board
China Vanadium Titano-Magnetite Mining Company Limited
Teh Wing Kwan
Chairman

Hong Kong, 13 December 2022

As at the date of this announcement, the Board comprises Mr. Teh Wing Kwan (Chairman) as non-executive Director, Mr. Hao Xiemin (Acting Chief Executive Officer and Financial Controller) and Mr. Wang Hu as executive Directors, and Mr. Yu Haizong, Mr. Liu Yi and Mr. Wu Wen as independent non-executive Directors.

Website: www.chinavtmmining.com