Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited 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.

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)

DISCLOSEABLE TRANSACTION: CHANGE OF CONTRACTOR FOR THE MINING SITE UPGRADE AND CAPACITY EXPANSION

CHANGE OF CONTRACTOR FOR THE MINING SITE UPGRADE AND CAPACITY EXPANSION

(I) TERMINATION OF THE ZHONGXIANG CONSTRUCTION CONTRACT BY MUTUAL AGREEMENT

Reference is made to the Company's announcement dated 30 September 2025 in relation to the construction contract entered into between Aba Mining and Zhejiang Zhongxiang for the Mining Site Upgrade and Capacity Expansion (the "**Zhongxiang Construction Contract**"). All capitalised terms used in this announcement which are not defined herein shall have the meanings ascribed to them in the Company's announcement dated 30 September 2025.

The Board announces that, on 26 October 2026, Aba Mining and Zhejiang Zhongxiang have mutually agreed to terminate the Zhongxiang Construction Contract with effect from 26 October 2026 for the commercial reasons as disclosed on page 5 of this announcement.

(II) ENTRY INTO THE TIANZENG CONSTRUCTION CONTRACT

Following the termination of Zhongxiang Construction Contract by mutual agreement, Aba Mining, an indirect wholly-owned subsidiary of the Company, has entered into a new construction contract with Zhejiang Tianzeng to replace Zhejiang Zhongxiang for the continuation of all outstanding work scopes which have not been completed under the Zhongxiang Construction Contract (the "**Tianzeng Construction Contract**"). Pursuant to which, Zhejiang Tianzeng has agreed to complete the remaining construction and engineering works at a contract sum of approximately RMB26,000,000, subject to the terms and conditions thereof.

LISTING RULES IMPLICATIONS

This announcement is made by the Company pursuant to Rule 14.36 of the Listing Rules following the termination of the previously announced Zhongxiang Construction Contract by mutual agreement.

In addition to that, as one or more of the applicable percentage ratios (as defined under Rule 14.07 of the Listing Rules) in respect of the transactions contemplated under the Tianzeng Construction Contract exceed(s) 5% but is/are less than 25%, the entry into the Tianzeng Construction Contract constitutes a discloseable transaction, as disclosed herein in accordance with the announcement and reporting requirements under Chapter 14 of the Listing Rules.

(1) TERMINATION OF THE ZHONGXIANG CONSTRUCTION CONTRACT BY MUTUAL AGREEMENT

As disclosed in the Company's announcement dated 30 September 2025, Aba Mining, an indirect wholly-owned subsidiary of the Company, entered into the Zhongxiang Construction Contract with Zhejiang Zhongxiang for the Mining Site Upgrade and Capacity Expansion.

Having considered the commercial reasons as disclosed on page 5, the Board announces that after arm's length negotiation among the parties, Aba Mining and Zhejiang Zhongxiang entered into the Termination Agreement on 26 October 2026 (after trading hours of the Stock Exchange), pursuant to which, both parties have mutually agreed to terminate the Zhongxiang Construction Contract with effect from the date hereof.

The principal terms of the Termination Agreement are summarized below:

Date : 26 October 2026

Parties : (1) Aba Mining as the principal; and

(2) Zhejiang Zhongxiang as the contractor.

Terms : Pursuant to the Termination Agreement, the Zhongxiang Construction Contract shall be terminated with effect from the date of the Termination Agreement, whereby the respective rights and obligations of the parties under the Zhongxiang Construction Contract shall cease, save for provisions which are intended to survive termination, including those relating to settlement and dispute resolution.

For the avoidance of doubt, there are no unresolved disagreements and disputes between the parties as at the date of the Termination Agreement.

(2) ENTRY INTO THE TIANZENG CONSTRUCTION CONTRACT

Following the termination of Zhongxiang Construction Contract by mutual agreement, Aba Mining, an indirect wholly-owned subsidiary of the Company, has entered into a new construction contract with Zhejiang Tianzeng to replace Zhejiang Zhongxiang for the continuation of all outstanding work scopes which have not been completed under the Zhongxiang Construction Contract (the "**Tianzeng Construction Contract**"). Pursuant to which, Zhejiang Tianzeng has agreed to complete the remaining construction and engineering works at a contract sum of approximately RMB26,000,000, subject to the terms and conditions thereof.

The pertinent terms of the Tianzeng Construction Contract are summarized below:

Date : 26 October 2026

Parties : (1) Aba Mining as the principal; and

(2) Zhejiang Tianzeng as the contractor.

Subject matter : Under the Tianzeng Construction Contract, the contractor shall be responsible for the construction and engineering works in relation to the Mining Site Upgrade and Capacity Expansion in order to modernise mining operations, ensure operational continuity and improve overall operational efficiency and safety, which include (i) development of underground tunnels, extraction tunnels and air shafts together with the provision and installation of supporting mining machinery and ancillary systems for maintenance, water, power and gas supply, (ii) excavation, electromechanical works, ventilation, including logistics and transportation, and (iii) construction of retaining walls in accordance with backfilling requirements and upgrading of existing tunnels in accordance with design specifications. Unless otherwise agreed by the parties in writing, the contractor shall not take more than 8 months to complete the construction and engineering works contemplated under the Tianzeng Construction Contract (the "**Tianzeng Construction Period**"), in accordance with the terms and conditions thereof.

Note: the Tianzeng Construction Contract and the Zhongxiang Construction Contract have the same work scopes. As disclosed, the Tianzeng Construction Contract has been entered into by the parties for the continuation of all outstanding work scopes which have not been completed under the Zhongxiang Construction Contract.

Contract sum : The contract sum payable by Aba Mining to Zhejiang Tianzeng under the Tianzeng Construction Contract shall be approximately RMB26,000,000, subject to adjustments as may be mutually agreed between the parties in accordance with the Tianzeng Construction Contract. This amount covers the construction and related costs, including the contractor's fees, labour costs, construction equipment costs, material costs, and other costs specified therein. For the avoidance of doubt, adjustments that may be made to the contract sum under the Tianzeng Construction Contract are customary adjustments for a construction contract to address, inter alia, additional costs as may be incurred by Zhejiang Tianzeng due to variation orders or additional responsibilities as required by Aba Mining, and possible fluctuations in purchase prices of certain raw materials. As at the date of the Tianzeng Construction Contract, the Board does not expect adjustments to the contract sum, if any, to be material, which will result in any significant change in the classification of the transactions contemplated under the Tianzeng Construction Contract under Chapter 14 of the Listing Rules. The contract sum has been determined after arm's length negotiations with Zhejiang Tianzeng (i) with reference to "Budget Quota for Underground Works of Metallurgical Mines (2010)"《冶金礦山井巷工程預算定額》(2010) and its accompanying "Quota for Construction and Installation Costs of Metallurgical Mine Projects and Quota for Other Construction Costs of Engineering Projects"《冶金礦山建安工程費用定額、工程建設其他費用定額》; and (ii) having considered the technical capabilities, track records, experience, competency and construction qualifications of Zhejiang Tianzeng.

The contract sum will be funded by the internal resources of the Group.

Payment terms : The contract sum shall be paid by Aba Mining to Zhejiang Tianzeng in the following manner, among others:

(i) **Progress payments**: 100% of the value of work completed and certified by qualified supervising mining engineers, shall be payable to the contractor on a monthly basis, with payment to be made by the 25th day of the following month; and

(ii) **Tax**: The contractor shall issue valid tax invoices to Aba Mining at the applicable tax rate of 9%.

TEMPORARY SUSPENSION OF PRODUCTION IN COMPLIANCE WITH REGULATORY REQUIREMENTS

As disclosed in the Company's announcement dated 30 September 2025, ancillary safety facilities are required to be constructed concurrently in accordance with the applicable national standards during which on-site production at the Maoling-Yanglongshan Mine would be temporarily suspended in compliance with the PRC regulatory requirements. To facilitate completion of all outstanding works under the Tianzeng Construction Contract, the on-site production at the Maoling-Yanglongshan Mine will remain temporarily suspended during the Tianzeng Construction Period.

Upon completion of the Tianzeng Construction Contract, the management will have up to 6 months to conduct safety evaluation, initiate trial production, and obtain all necessary approvals, including application for full-scale resumption of on-site mining operations and commercial production.

REASONS FOR THE CHANGE OF CONTRACTOR

As announced by the Company on 30 September 2025, Zhejiang Zhongxiang was engaged as the main contractor for the relevant scopes of work in relation to the Mining Site Upgrade and Capacity Expansion for a total contract sum of approximately RMB34,000,000.

Zhejiang Zhongxiang informed the Group that the prevailing operating environment has, to a large extent, caused inflationary pressures on its supply chain for procurement of materials and labour, including subcontracting arrangements, logistics and other related costs associated with completion of the Zhongxiang Construction Contract, which was originally agreed on 30 September 2025.

Having negotiated contract price adjustments and reassessed the need to revise the existing contract terms for Zhongxiang Construction Contract in light of these circumstances, the parties concluded that the most commercially appropriate course would be to terminate the Zhongxiang Construction Contract by mutual consent in an orderly manner so that Aba Mining could appoint another qualified contractor to complete the remaining works for the Mining Site Upgrade and Capacity Expansion within the Tianzeng Construction Period at contract terms which are commercially acceptable to Aba Mining; and Zhejiang Zhongxiang would facilitate the handover to minimise project disruption.

As a result, Aba Mining has entered into the Tianzeng Construction Contract with Zhejiang Tianzeng for the continuation of all outstanding work scopes which have not been completed under the Zhongxiang Construction Contract for the Mining Site Upgrade and Capacity Expansion.

The principal commercial terms of the Tianzeng Construction Contract are generally consistent with those governing the corresponding remaining works under the Zhongxiang Construction Contract, including the pricing basis, unit rates and completion requirements. The terms have, however, been modified where necessary to reflect the works completed and the scope of the remaining works as at the date of the Tianzeng Construction Contract.

As disclosed in the Company's announcement dated 30 September 2025, the Mining Site Upgrade and Capacity Expansion builds on the Group's resource integration process completed in 2023 in respect of the combined Maoling-Yanglongshan Mine, and is intended to optimise production, improve operational efficiency and enhance the Group's revenue stream over the longer term. Please refer to the Company's announcement dated 30 September 2025 for further details of the background and benefits of the Mining Site Upgrade and Capacity Expansion.

As previously disclosed, the Mining Site Upgrade and Capacity Expansion under the Zhongxiang Construction Contract was to be completed not later than 15 months or by 31 December 2026, unless otherwise agreed. Following the change of contractor, the target date of completion for the Mining Site Upgrade and Capacity Expansion will thus have to be extended by approximately 6 months, barring unforeseen circumstances. Management will continue to monitor the progress closely.

The Directors consider that the terms of the Termination Agreement and the Tianzeng Construction Contract were arrived at after arm's length negotiation on normal commercial terms; and were entered into in the ordinary and usual course of business of the Group, which the Board considered the terms thereof are fair and reasonable and in the interests of the Shareholders as a whole.

Based on the information currently available, the Board does not expect the termination of the Zhongxiang Construction Contract and the entry into the Tianzeng Construction Contract will have a material impact on the Group's financial position as at the date of this announcement.

INFORMATION ON THE COMPANY, THE GROUP AND ABA MINING

The principal activity of the Company is investment holding and the principal activities of the Group include mining and ore processing, the sale of self-produced products, trading of steel, mining facilities management, and management of strategic investments. The principal activity of Aba Mining is iron ore mining, iron ore beneficiation, and the sale of self-produced products.

INFORMATION ON ZHEJIANG TIANZENG

Zhejiang Tianzeng is a limited liability company established in the PRC in 2011 and is headquartered in Wenzhou City, Zhejiang Province, the PRC. It holds a Grade I Qualification for General Contracting of Mining Engineering Construction; Construction Labour Services Qualification (No Grade Classification); Grade II Qualification for General Contracting of Mechanical and Electrical Engineering Construction; Grade II Qualification for Specialised Contracting of Steel Structure Works; Blasting Operation Unit Licence; and Road Transport Operation Licence in the PRC. Its principal business activities include, among others, construction and engineering, mining and mineral processing, power infrastructure, geological exploration, equipment services, and related contracting and materials trading activities.

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, as at the date of this announcement, the ultimate beneficial owner of Zhejiang Tianzeng is Chen Chunsheng (陳春生).

As at the date of this announcement, to the best of the Directors' knowledge, information and belief and having made all reasonable enquiries, each of Zhejiang Tianzeng and its ultimate beneficial owner is an Independent Third Party.

LISTING RULES IMPLICATIONS

This announcement is made by the Company pursuant to Rule 14.36 of the Listing Rules as the previously announced Zhongxiang Construction Contract was terminated.

In addition to that, as one or more of the applicable percentage ratios (as defined under Rule 14.07 of the Listing Rules) in respect of the transactions contemplated under the Tianzeng Construction Contract exceed(s) 5% but is/are less than 25%, the entry into the Tianzeng Construction Contract constitutes a discloseable transaction of the Company as disclosed herein in accordance with the announcement and reporting requirements under Chapter 14 of the Listing Rules.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following terms or expressions shall have the following meanings:

"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 and an indirect wholly-owned subsidiary of the Company
"Board"	the board of directors of the Company
"Company"	China Vanadium Titano-Magnetite Mining Company Limited, a limited liability company incorporated in the Cayman Islands on 28 April 2008
"connected persons"	having the meaning ascribed to it under the Listing Rules
"Director(s)"	the director(s) of the Company
"DNRSP"	Department of Natural Resources of Sichuan Province*（四川省自然資源廳）
"Group"	the Company and its subsidiaries
"Hong Kong"	the Hong Kong Special Administrative Region of the People's Republic of China
"Independent Third Party(ies)"	third party independent of the Company and the connected persons of the Company

"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange, as amended, supplemented or otherwise modified from time to time
"Maoling-Yanglongshan Mine"	an ordinary magnetite mine located in Wenchuan County, Sichuan, with a mining area of 2.7366 sq.km as operated by Aba Mining and integrated under the mining licence issued by the DNRSP on 6 May 2023
"Mining Site Upgrade and Capacity Expansion"	the upgrade project of the mining area of the Maoling-Yanglongshan Mine in the Maoling mining section, which is expected to progressively increase its annual production capacity of iron concentrates by approximately 30% to 40%
"PRC"	the People's Republic of China
"RMB"	Renminbi, the lawful currency of the PRC
"Shareholder(s)"	shareholder(s) of the Company
"sq.km"	square kilometres
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Termination Agreement"	the contract dated 26 October 2026, entered into between Aba Mining and Zhejiang Zhongxiang for the termination of the Zhongxiang Construction Contract
"Tianzeng Construction Contract"	the contract dated 26 October 2026 entered into between Aba Mining and Zhejiang Tianzeng for the services provided at the contract sum of approximately RMB26,000,000 in relation to the construction works for the Mining Site Upgrade and Capacity Expansion, details of which are under the paragraph headed "Entry Into the Tianzeng Construction Contract" in this announcement
"Zhejiang Tianzeng"	Zhejiang Tianzeng Construction Group Co., Ltd.*（浙江天增建設集團有限公司）, a limited liability company established in the PRC on 31 March 2011 and an Independent Third Party, being the replacement contractor engaged to take over and complete the remaining construction and engineering works under the Tianzeng Construction Contract

"Zhejiang Zhongxiang"	Zhejiang Zhongxiang Construction Group Co., Ltd.*（浙江中巷建工集團有限公司）, a limited liability company established in the PRC on 28 May 2019 and an Independent Third Party, being the original contractor engaged to carry out the construction and engineering works for the Mining Site Upgrade and Capacity Expansion under the Zhongxiang Construction Contract prior to its termination
"Zhongxiang Construction Contract"	the contract dated 30 September 2025 entered into between Aba Mining and Zhejiang Zhongxiang for the services provided at the contract sum of approximately RMB34,000,000 in relation to the construction works for the Mining Site Upgrade and Capacity Expansion, details of which are under the paragraph headed "Pertinent Terms of the Construction Contract" in the announcement dated 30 September 2025
"%"	per cent

* *For identification purposes only*

By Order of the Board
China Vanadium Titano-Magnetite Mining Company Limited
Hao Xiemin
Chief Executive Officer

Hong Kong, 26 October 2026

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