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WAH NAM INTERNATIONAL HOLDINGS LIMITED

華南投資控股有限公司*

(incorporated in Bermuda with limited liability)

(Stock code: 159)

**ANNOUNCEMENT
IN RELATION TO THE CONDITIONAL OFFER FOR BRM SHARES**

The Takeovers Panel of Australia announced today that it has received the Application from BRM in connection with the BRM Conditional Offer.

A sitting panel has not been appointed and no decision has been made whether to conduct proceedings. In the meantime, the Company is seeking advice from its advisers and will issue further announcement(s) in relation to any material development regarding the Application.

Reference is made to the announcement of Wah Nam International Holdings Limited (the “Company”) dated 10 November 2010 and the Company’s circular dated 26 November 2010 (the “Circular”) in relation to, among other things, the conditional general offer for all shares in Brockman Resources Limited (the “BRM Conditional Offer”) not already owned by Wah Nam International Australia Pty Ltd, a wholly-owned subsidiary of the Company. Capitalised terms herein shall bear the same meanings as defined in the Circular, unless stated otherwise.

The Takeovers Panel of Australia released an announcement today (the “Panel’s Announcement”) which states that the Takeovers Panel has received an application (the “Application”) from BRM. As set out in the Panel’s Announcement, BRM submits that (among other things):

- The Company and Leading Pride Limited (“Leading Pride”) are associates in relation to BRM and have acquired BRM Shares in breach of Section 606 of the Corporations Act (which provides that a person with voting power of more than 20% must not increase its voting power other than through one of the permitted gateways);

* *For identification purpose only*

- The Company arranged for Star Ray International Limited (“Star Ray”) to purchase BRM Shares at a time when the Company was constrained by Section 606 of the Corporations Act, the Company and Star Ray are associates in relation to BRM and the Company has acquired BRM Shares in breach of Section 606 of the Corporations Act; and
- BRM Shareholders which have addresses at, or connections with parties having their address at 7500A Beach Road, Singapore (“Beach Road Shareholders”) are associates in relation to BRM, have a substantial holding in BRM and have breached Section 671B of the Corporations Act (substantial holding provisions) by failing to submit a substantial holder notice.

The Panel’s Announcement states that BRM submits that the conduct of the Company and Leading Pride, the Company and Star Ray and the Beach Road Shareholders has given rise to unacceptable circumstances (1) because there are serious and ongoing breaches of the provisions of Chapter 6 and Chapter 6C of the Corporations Act, (2) due to the effects of the conduct in relation to the acquisition of a substantial interest in BRM (Section 657(2)(a) of the Corporations Act), and (3) having regard to the purposes of Chapter 6 as set out in Section 602 of the Corporations Act.

The Panel’s Announcement states that BRM seeks interim orders (1) preventing the BRM Shares held legally or beneficially by Leading Pride, Star Ray and the Beach Road Shareholders from being transferred or disposed during the course of the proceedings (including by being accepted into the BRM Conditional Offer) and (2) preventing the Company from declaring the BRM Conditional Offer unconditional or processing any acceptances. It further states that BRM seeks final orders including:

- an order divesting all the BRM Shares acquired by the Company, Leading Pride and Star Ray in excess of the number permitted under the Corporations Act;
- an order that the BRM Shares held by the Beach Road Shareholders may not be accepted into the BRM Conditional Offer;
- an order divesting the BRM Shares held by the Beach Road Shareholders that were acquired while in breach of the substantial holding provisions of the Corporations Act;
- an order that, following divestment of the BRM Shares, the Beach Road Shareholders submit a substantial shareholder notice in accordance with Section 671B of the Corporations Act disclosing full details of their substantial holding in BRM; and
- an order that all acceptances of the BRM Conditional Offer prior to the conclusion of the proceedings are invalid, or an order allowing BRM Shareholders to withdraw any acceptances.

As stated in the Panel's Announcement, a sitting panel has not been appointed at this stage and no decision has been made whether to conduct proceedings. It states that the Takeovers Panel makes no comment on the merits of the Application.

In the meantime, the Company is seeking advice from its advisers, including that of the Company's legal adviser in Australia, with regard to the Application and will issue further announcement(s) in relation to any material development regarding the Application. The full text of the aforesaid Panel's Announcement is available on the website of ASX Limited at www.asx.com.au.

By order of the board of directors of
Wah Nam International Holdings Limited
Chan Kam Kwan, Jason
Company Secretary

Hong Kong, 11 January 2011

As at the date of this announcement, the board of directors of the Company comprises Mr. Luk Kin Peter Joseph and Mr. Chan Kam Kwan, Jason as executive directors and Mr. Lau Kwok Kuen, Eddie, Mr. Uwe Henke Von Parpart and Mr. Yip Kwok Cheung, Danny as independent non-executive directors.