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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)*

**(SEHK Stock Code: 159)**

**(ASX Stock Code: WNI)**

**OVERSEAS REGULATORY ANNOUNCEMENT**

The shares of Wah Nam International Holdings Limited (the “Company”) are dually listed on The Stock Exchange of Hong Kong Limited and on ASX Limited. This announcement is made pursuant to Rule 13.09(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The following is the text of an announcement released by the Company on ASX Limited on 29 May 2012.

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

Hong Kong, 29 May 2012

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

\* *For identification purpose only*



**Wah Nam**  
International Holdings Limited  
華南投資控股有限公司

## ANNOUNCEMENT TO THE AUSTRALIAN SECURITIES EXCHANGE

29 May 2012

Company Announcements Office  
ASX Limited  
Exchange Plaza  
2 The Esplanade  
PERTH WA 6000

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By eLodgement

Cc: Brockman Resources Limited  
By Fax: +61 8 9389 3033

Dear Sir/Madam,

### **RE: NOTICE OF CHANGE OF INTERESTS OF SUBSTANTIAL HOLDER – FORM 604**

The Directors of Wah Nam International Holdings Limited enclose a “Form 604 – Notice of change of interests of substantial holder” in listed company, Brockman Resources Limited (ASX code: BRM).

Should you have any questions, please do not hesitate to contact us on (852) 3169 3631.

Yours faithfully,

Chan Kam Kwan, Jason  
Executive Director



於百慕達註冊成立之有限公司  
Incorporated in Bermuda with limited liability  
香港聯合交易所上市公司股票號碼 SEHK Stock Code: 159  
澳洲證券交易所股票號碼 ASX Stock Code: WNI

香港中環金融街8號國際金融中心二期38樓 3812-3813室  
Suites 3812-13, 38/F Two International Finance Centre, 8 Finance Street, Central, Hong Kong  
電話 Tel : ( 852 ) 3169 3631 傳真 Fax : ( 852 ) 3169 3630 電郵 Email : enquiry@wnintl.com

# Form 604

Corporations Act 2001  
Section 671B

## Notice of change of interests of substantial holder

To: Company Name/Scheme **BROCKMAN RESOURCES LIMITED (BRM)**  
ACN/ARSN **ACN 009 372 150**

### 1. Details of substantial holder (1)

Name **Wah Nam International Holdings Limited ARBN 143 211 867 (Wah Nam) and its controlled bodies corporate (refer to Annexure A)**  
ACN/ARSN (if applicable) **N/A**

There was a change in the interests of the substantial holder on **29 / 05 / 2012**  
The previous notice was given to the company on **11 / 05 / 2012**  
The previous notice was dated **11 / 05 / 2012**

### 2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary Fully Paid Shares	124,897,943	86.10% (based on 145,053,151 ordinary shares on issue)	133,208,315	91.83% (based on 145,053,151 ordinary shares on issue)

### 3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme, are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
10 / 05 / 12 - 29 / 05 / 12 (inclusive)	Wah Nam, Wah Nam Iron Ore Company Limited ARBN 139 095 855 (WN Iron Ore) and Wah Nam International Australia Pty Ltd ACN 134 696 727 (WN Australia)	Increase of relevant interest in BRM ordinary shares arising upon acceptance of offers made under the off-market takeover bid by WN Australia on the terms set out in the bidder's statement dated 13 December 2011 (Offer).	A\$12,465,558 cash plus 149,586,696 Wah Nam ordinary shares (based on consideration offered of A\$1.50 cash plus 18 Wah Nam ordinary shares for every 1 BRM ordinary share held)	8,310,372 ordinary shares	8,310,372

#### 4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
WN Australia	Accepting ordinary shareholders of BRM	WN Australia	WN Australia's relevant interest arises under section 608(1) of the Corporations Act 2001 (Cth) ( <b>Corporations Act</b> ) as a result of acceptances of the Offer.	53,094,882 ordinary fully paid shares	53,094,882
WN Australia	Holdex Nominees Pty Ltd <NO 404 A/C> ( <b>Holdex</b> )	WN Australia	WN Australia's relevant interest arises under section 608(1) of the Corporations Act as a person who has the power to exercise, or control the exercise of, a right to vote attached to ordinary shares or the power to dispose of, or control the exercise of a power to dispose of, ordinary shares as a result of on-market purchases.	31,347,405 ordinary fully paid shares	31,347,405
WN Australia	WN Australia	WN Australia	WN Australia's relevant interest arises under section 608(1) of the Corporations Act as the holder of ordinary shares as a result of its off-market purchases and its previous off-market takeover bid for BRM.	48,766,028 ordinary fully paid shares	48,766,028
WN Iron Ore	Holdex and WN Australia	WN Australia	WN Iron Ore's relevant interest arises under 608(3)(b) of the Corporations Act as WN Iron Ore controls WN Australia.	133,208,315 ordinary fully paid shares	133,208,315
Wah Nam	Holdex and WN Australia	WN Australia	Wah Nam's relevant interest arises under 608(3)(b) of the Corporations Act as Wah Nam controls WN Iron Ore and WN Australia.	133,208,315 ordinary fully paid shares	133,208,315

**5. Changes in association**

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
N/A	

**6. Addresses**

The addresses of the persons named in this form are as follows:

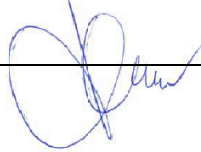
Name	Address
Wah Nam, WN Iron Ore and WN Australia	Suites 3812-13, 38/F, Two International Finance Centre, Central, Hong Kong
Holdex Nominees Pty Ltd	26 <sup>th</sup> Level, 360 Collins Street, Melbourne Vic 3000, Australia

**Signature**

print name Chan Kam Kwan, Jason

capacity Director of Wah Nam International Holdings Limited ARBN 143 211 867

sign here



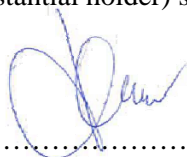
date 29 May 2012

**DIRECTIONS**

- (1) If there are a number of substantial holders with similar or related relevant interests (eg, a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 7 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
  - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
  - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).
- See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

## **Annexure A**

This is annexure marked "A" of 2 pages referred to in the Form 604 (Notice of change of interests of substantial holder) signed by me and dated 29 May 2012.



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Chan Kam Kwan, Jason

Director

Wah Nam International Holdings Limited ARBN 143 211 867

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### **Subsidiaries of Wah Nam International Holdings Limited ARBN 143 211 867**

- Wah Nam International (HK) Limited (incorporated in Hong Kong ("HK"))
- Wah Nam Iron Ore Company Limited ARBN 139 095 855 (incorporated in the British Virgin Islands (the "BVI"))
- Wah Nam International Australia Pty Ltd ACN 134 696 727 (incorporated in Australia)
- Brockman Resources Limited ACN 009 372 150 (incorporated in Australia)
- Yilgarn Mining (WA) Pty Ltd ACN 099 805 973 (incorporated in Australia)
- Brockman East Pty Ltd ACN 101 951 624 (incorporated in Australia)
- Brockman Exploration Pty Ltd ACN 112 573 305 (incorporated in Australia)
- Brockman Iron Pty Ltd ACN 122 652 886 (incorporated in Australia)
- Brockman Infrastructure Pty Ltd ACN 146 661 976 (incorporated in Australia)
- Perryville Group Limited (incorporated in the BVI)
- Airport Shuttle Services Limited (incorporated in HK)
- Parklane Limousine Service Limited (incorporated in HK)
- Parklane Limousine Service (Shenzhen) Limited (incorporated in the People's Republic of China (the "PRC"))
- Guangzhou Parklane Consultancy Limited (incorporated in the PRC)
- Guangzhou Parklane Limousine Service Limited (incorporated in the PRC)
- Beijing Parklane Limousine Service Limited (incorporated in the PRC)
- Parklane Limousine Service (Shanghai) Limited (incorporated in the PRC)
- Shanghai Parklane Limousine Service Limited (incorporated in the PRC)

- Parklane Chauffeur Limousine Limited (incorporated in HK)
- Hong Kong Creations Limited (incorporated in HK)
- Golden Genie Limited (incorporated in the BVI)
- Smart Year Investments Limited (incorporated in the BVI)
- Luchun Xingtai Mining Co. Ltd (incorporated in the PRC)