



Willie International Holdings Limited

威利國際控股有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 273)

(Warrant Code: 614)

**THE MEMORANDUM OF UNDERSTANDING IN RELATION TO
AN EXCLUSIVE RIGHT FOR THE COMPANY TO ACQUIRE A
COPPER MINE IN ZAMBIA**

(Pursuant to rule 13.09 of the listing rules)

This announcement is made pursuant to Rule 13.09 of the Listing Rules.

A MOU was entered into between the Company and an independent third party on 1 December 2007 whereby the Company has been granted an exclusive right for a period of four weeks from the date of the MOU to negotiate with the independent third party in relation to the acquisition of the entire issued share capital of the Target Company so that the Company will in turn indirectly hold 100% of the legal and beneficial interests of the Mining Company which holds the mining right of a copper mine in Zambia.

The acquisition of the Target Group may constitute notifiable transaction under the Listing Rules and further announcement will be made by the Company in this respect if required by the Listing Rules.

Investors in and holders of shares of the Company should be aware that the acquisition of the entire issued share capital of the Target Company may or may not proceed and should therefore exercise caution when dealing in shares of the Company.

This announcement is made by Willie International Holdings Limited (the “Company”) pursuant to 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”).

The Company entered into a memorandum of understanding (the “MOU”) with an independent third party on 1 December 2007, whereby the Company has been granted an exclusive right for a period of four weeks from the date of the MOU to negotiate with the independent third party in relation to the acquisition of the entire issued share capital of a company incorporated in the British Virgin Islands with limited liability (the “Target Company”) and its subsidiaries (the “Target Group”) so that the Company will in turn indirectly hold 100% of the legal and beneficial interests of a

company owning the mining right of a copper mine located in Zambia (the “Mining Company”). Save for the provisions in relations to the exclusivity granted by the independent third party to the Company and confidentiality obligations of the parties to the MOU, the MOU is not legally binding.

In the Forum on China-Africa Cooperation held in November 2006, it was announced that some economic partnership zones would be established in Africa and a series of investments, including but not limited to the investments in copper mining industry would take place in Africa, so as to promote the business relationship between China and Africa. In early 2007, Zambia and China announced the creation of a Chinese-Zambian economic partnership zone in Zambia where China has become a major investor in the copper industry. In light of the upsurge demand of copper driven in large part by Chinese demand, the Company considers that the opportunity to invest in copper mining business will provide an opportunity to expand and strengthen its natural resources business. Taking into the account that Zambia has historically been based on the copper mining industry and is one of the biggest copper producing countries in the world with established infrastructure and expertise, the directors of the Company (the “Directors”) consider that such strong back-bone will facilitate and foster the management and operation of the Company’s copper mining business.

The recent decline in US dollar that spurs copper demand by making the copper cheaper for buyers holding other currencies and the increasing demand from China encourage some buying and add some support to the copper market. Attributable to the lower copper production recorded by the dominant international mining companies and the producers mined lower-grade ore, it is anticipated that the supply constraints will keep the copper price elevated through next year. The Directors believe that the increasing demand versus the lower-than-expected copper supply would be the crucial factors to boost the copper price in future.

The aforesaid independent third party and the vendor of the Target Company are independent of the Company and the connected persons of the Company and are not connected persons of the Company. Detailed terms and conditions of the investment and the acquisition of the Target Group are subject to further negotiation. The acquisition of the Target Group may constitute a notifiable transaction of the Company and further announcement will be made by the Company in this respect if required by the Listing Rules.

Investors in and holders of shares of the Company should be aware that the acquisition of the entire issued share capital of the Target Company may or may not proceed and should therefore exercise caution when dealing in shares of the Company.

By Order of the Board
Willie International Holdings Limited
Chuang Yueheng, Henry
Chairman

Hong Kong, 3 December 2007

As at the date of this announcement, the Board comprises five executive Directors, namely, Mr. Chuang Yueheng, Henry, Mr. King Phillip, Mr. Lo Kan Sun, Mr. Wong Ying Seung, Asiong and Mr. Wang Lin and five independent non-executive Directors, namely, Mr. Nakajima Toshiharu, Ms. Lin Wai Yi, Mr. Liu Jian, Mr. Shum Ming Choy and Mr. Yau Yan Ming, Raymond.