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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 13 January 2012.

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

Hong Kong, 13 January 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 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*

## By eLodgement

13 January 2012

Company Announcements Office  
ASX Limited  
Exchange Plaza  
Level 8, 2 The Esplanade  
PERTH WA 6000

Dear Sir

### **Wah Nam International Australia Pty Ltd - Off-market takeover bid for Brockman Resources Limited (BRM)**

We act for Wah Nam International Australia Pty Ltd ACN 134 696 727 (**Wah Nam Australia**) in relation to its off-market takeover bid for all of the ordinary shares in Brockman Resources Limited ACN 009 372 150 (**Brockman**).

Pursuant to sections 630(2), 630(5) and 650D of the Corporations Act 2001 (Cth) (**Corporations Act**), on behalf of Wah Nam Australia, we attach a copy of a:

- (a) Notice of Variation Extending Offer Period dated 13 January 2012;
- (b) letter to Brockman shareholders enclosing the Notice of Variation Extending Offer Period; and
- (c) Notice of New Date for Giving Notice of Status of Conditions dated 13 January 2012.

We note that:

- (a) as required under section 650D of the Corporations Act, Wah Nam Australia has also lodged the Notice of Variation Extending Offer Period with ASIC, and given this notice to Brockman and Brockman shareholders to whom offers were made; and
- (b) as required under section 630(5) of the Corporations Act, Wah Nam Australia has also given the Notice of New Date for Giving Notice of Status of Conditions to Brockman.

Yours faithfully



**Mark Paganin, Partner**  
**Corporate Advisory/M&A**  
D 9426 8284  
F 9481 3095  
M 0412 904 188  
E mpaganin@claytonutz.com

**Contact: Stephen Neale, Senior Associate**  
D 9426 8248  
F 9481 3095  
E sneale@claytonutz.com

## Attachment

**WAH NAM INTERNATIONAL AUSTRALIA PTY LTD  
ACN 134 696 727**

**NOTICE OF VARIATION EXTENDING OFFER PERIOD**

**To: Australian Securities & Investments Commission  
Brockman Resources Limited ACN 009 372 150  
ASX Limited ACN 008 624 691  
Each person to whom offers were made under the takeover bid referred to in this notice**

**Extension of Offer Period to 4:00pm (WST) on Monday, 20 February 2012**

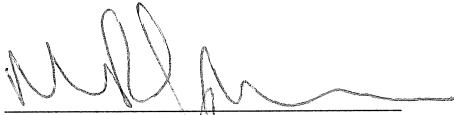
Wah Nam International Australia Pty Ltd ACN 134 696 727 (**Wah Nam Australia**) hereby gives notice under section 650D of the Corporations Act that it varies the offer dated 21 December 2011 made in the bidder's statement dated 13 December 2011 (**Bidder's Statement**) by extending the Offer Period so as to change the close of the Offer Period from 4:00pm (WST) on Monday, 23 January 2012 to 4:00pm (WST) on Monday, 20 February 2012 (unless further extended or withdrawn).

Unless the context requires otherwise, defined terms in this notice have the same meaning as in the Bidder's Statement.

A copy of this notice was lodged with ASIC on 13 January 2012. ASIC takes no responsibility for the contents of this notice.

This notice is dated 13 January 2012.

Signed on behalf of Wah Nam International Australia Pty Ltd pursuant to a resolution passed by its directors.



Matthew Johnson  
By Power of Attorney dated 22 November 2011  
Wah Nam International Australia Pty Ltd



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

000001 000 BRMT  
MR SAM SAMPLE  
FLAT 123  
123 SAMPLE STREET  
THE SAMPLE HILL  
SAMPLE ESTATE  
SAMPLEVILLE VIC 3030

Dear Brockman Shareholder,

### **EXTENSION OF TAKEOVER OFFER PERIOD**

As you are aware, Wah Nam International Australia Pty Ltd (**Wah Nam Australia**) has made a takeover Offer for the remaining shares in Brockman Resources Limited (**Brockman**) that it does not already own. On 21 December 2011, Wah Nam Australia sent you the Bidder's Statement detailing the terms of the Offer.<sup>1</sup>

Wah Nam Australia is pleased to inform you that it has today extended the Offer period by 28 days. If you have not already accepted the Offer you now have until 4:00pm (WST) on Monday, 20 February 2012 to accept the Offer.

### **Update on fulfilment of Conditions**

Please note that two of the Conditions have been satisfied since the Bidder's Statement was sent to you.

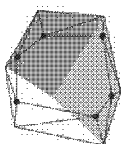
On 6 January 2012, Wah Nam International Holdings Limited (**Wah Nam International**) obtained shareholder approval at a special general meeting for, among other things, the takeover offer. Consequently, the Condition set out in section 13.9(b) of the Bidder's Statement has been fulfilled and the Offer has been freed from this condition. Wah Nam International believes such approval indicates the commitment of Wah Nam International Shareholders to the takeover and the development of the Marillana Project within one entity.

The Subscription Condition set out in section 13.9(c) of the Bidder's Statement was fulfilled on 10 January 2012 and the Offer has been freed from this Condition.

### **Why you should ACCEPT the Offer**

Wah Nam International believes, as stated in section 1 of the Bidder's Statement, that **you should accept the Offer** for the following key reasons:

1. You are being offered a substantial premium of 34% based on the closing price of Wah Nam International Shares on the HKEx on 9 December 2011.
2. The Independent Brockman Directors unanimously recommend you accept the Offer in the absence of a Superior Proposal.
3. Brockman's position, with a controlling shareholder whose main asset is its holding in Brockman, is not optimal. A consolidation of 100% of Brockman will allow Wah Nam International to accelerate development of the Marillana Project within one entity.



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

尖沙咀諾士佛台4-5號東港商業大廈10/F 1003室  
1003, 10/F Knutsford Commercial Building, 4 - 5 Knutsford Terrace, Tsim Sha Tsui, Kowloon, Hong Kong  
電話 Tel : ( 852 ) 3169 3631 傳真 Fax : ( 852 ) 3169 3630 電郵 Email : enquiry@wnintl.com



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

4. As a Brockman Shareholder, you have the opportunity to obtain some liquidity for your Brockman Shares by receiving A\$1.50 cash per Brockman Share held as well as participating in the success of the Marillana Project as a Wah Nam Shareholder.
5. No alternative proposal has emerged, or is likely to emerge, as Wah Nam International already has control of Brockman.
6. In the absence of the Offer, Brockman's Share price is unlikely to reach the Implied Value in the foreseeable future.
7. No brokerage or stamp duty will be payable by you on the transfer of your Brockman Shares under the Offer.

#### Further information

In accordance with section 650D of the Corporations Act, please find enclosed a formal notice which reflects the extension (referred to above) of the Offer. Consequently, the date for giving notice of the status of defeating conditions attached to the Offer has been extended to Friday, 10 February 2012.

Wah Nam Australia urges you to read the Bidder's Statement. If you have misplaced the Bidder's Statement or if you have any questions in relation to the Offer, please contact the Shareholder Information Line on 1300 582 820 (toll free for callers in Australia) or +61 3 9415 4811 (for callers outside Australia), Monday to Friday, 6:00am to 2:00pm (WST).

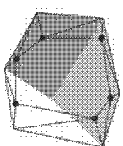
Wah Nam International looks forward to welcoming you as a shareholder.

Yours sincerely,

Chan Kam Kwan, Jason  
Executive Director  
Wah Nam International Holdings Limited

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<sup>1</sup> Unless the context requires otherwise, defined terms in this letter have the same meaning as in the Bidder's Statement.



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

尖沙咀諾士佛台4-5號東港商業大廈10/F 1003室  
1003, 10/F Knutsford Commercial Building, 4 - 5 Knutsford Terrace, Tsim Sha Tsui, Kowloon, Hong Kong  
電話 Tel : ( 852 ) 3169 3631 傳真 Fax : ( 852 ) 3169 3630 電郵 Email : enquiry@wnintl.com

**WAH NAM INTERNATIONAL AUSTRALIA PTY LTD**  
**ACN 134 696 727**

**NOTICE OF NEW DATE FOR GIVING NOTICE OF STATUS OF CONDITIONS**

**To: Brockman Resources Limited ACN 009 372 150**  
**ASX Limited ACN 008 624 691**

**New date (Friday, 10 February 2012) for giving notice of status of conditions**

Wah Nam International Australia Pty Ltd ACN 134 696 727 (**Wah Nam Australia**) hereby gives notice under section 630(2) of the Corporations Act that the date for giving notice on the status of the conditions set out in section 13.14 of the bidder's statement dated 13 December 2011 (**Bidder's Statement**), pursuant to section 630(3) of the Corporations Act, has been postponed by operation of section 630(2) of the Corporations Act. The new date for giving notice of the status of the Conditions is Friday, 10 February 2012, subject to variation in accordance with section 630(2) of the Corporations Act.

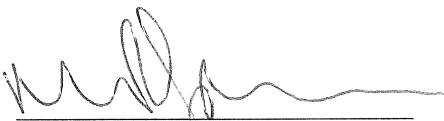
As at the date of this notice:

- (a) the Conditions in sections 13.9(b) and 13.9(c) (Wah Nam International Shareholder approval and Subscription, respectively) of the Bidder's Statement have been fulfilled and the Offer has been freed from these Conditions; and
- (b) so far as Wah Nam Australia knows, the balance of the Conditions set out in section 13.9 of the Bidder's Statement have not been fulfilled and, accordingly, the Offer remains subject to those Conditions.

Unless the context requires otherwise, defined terms in this notice have the same meaning as in the Bidder's Statement.

This notice is dated 13 January 2012.

Signed on behalf of Wah Nam International Australia Pty Ltd pursuant to a resolution passed by its directors.



Matthew Johnson  
By Power of Attorney dated 22 November 2011  
Wah Nam International Australia Pty Ltd