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NAN NAN RESOURCES ENTERPRISE LIMITED

南南資源實業有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 1229)

RESULTS OF THE SPECIAL GENERAL MEETING IN RELATION TO EXTENSION OF THE MATURITY DATE OF HK\$200,000,000 ZERO COUPON CONVERTIBLE BOND DUE 2014

The Board is pleased to announce that the ordinary resolution to approve the 2nd Extension of the maturity date of HK\$200,000,000 zero coupon convertible bond due 2014 was duly passed at the SGM by way of poll.

Reference is made to the circular of the Company dated 13 February 2014 (the “**Circular**”) in relation to the proposed extension of the Maturity Date of HK\$200,000,000 zero coupon Convertible Bond due 2014. Unless otherwise stated, terms used in this announcement shall have the same meanings as those defined in the Circular.

RESULTS OF THE SPECIAL GENERAL MEETING

The Board is pleased to announce that the ordinary resolution to approve the 2nd Deed of Amendment and the transactions contemplated thereunder (including the 2nd Extension) as set out in the notice of SGM contained in the Circular (the “**Resolution**”) was duly passed at the SGM by way of poll.

As at the date of the SGM, the total number of Shares in issue was 765,373,584. The Subscriber, being the Substantial Shareholder of the Company and connected person of the Company under the Listing Rules, and its associates which were beneficially interested in 569,616,589 Shares (representing approximately 74.42% of the issued share capital of the Company) were required to abstain from voting in respect of the Resolution at the SGM. Accordingly, the total number of Shares entitling the holders to attend and vote for or against the Resolution at the SGM was 195,756,995. Save as disclosed, there were no Shares in respect of which their holders were entitled to attend and vote only against the Resolution at the SGM.

Union Registrars Limited, the Company's branch share registrar in Hong Kong, was appointed as the scrutineer for the vote-taking at the SGM. The poll results in respect of the Resolution are as follows:

Resolution		Number of Shares <i>(Approximately %)</i>	
		For	Against
1.	<p>the entry into of the 2nd Deed of Amendment (as amended and supplemented by the Supplemental Deed) (as defined in the circular to the shareholders of the Company dated 13 February 2014), a copy of which has been produced to this meeting marked "A" and signed by the chairman of this meeting for identification purpose, the transactions contemplated thereunder (including the 2nd Extension) and the execution of the 2nd Deed of Amendment (as amended and supplemented by the Supplemental Deed) and any documents and agreements incidental thereto under the common seal of the Company by any director of the Company on behalf of the Company be and are hereby confirmed, approved, authorised and ratified in all respect; and</p> <p>any director of the Company (under hand or under seal) be and is/are hereby authorised for and on behalf of the Company to execute (and, if necessary, affix the common seal of the Company to) any such other documents, instruments and agreements and to do any such acts or things as may be deemed by him/her/them in his/her/their absolute discretion to be necessary or incidental to, ancillary to or in connection with the matters contemplated in the 2nd Deed of Amendment (as amended and supplemented by the Supplemental Deed) and the transactions contemplated thereunder (including the 2nd Extension) or otherwise in relation to the 2nd Deed of Amendment (as amended and supplemented by the Supplemental Deed) and the matters and the transactions contemplated thereunder (including the 2nd Extension).</p>	75,000,400 (100%)	0 (0%)

As more than 50% votes were casted in favour of the Resolution, the Resolution was duly passed at the SGM.

Since all conditions of the 2nd Deed of Amendment (as amended and supplemented by the Supplemental Deed) have been fulfilled, it shall become effective as of today. Accordingly, the maturity date and the conversion period of the Convertible Bond will be extended for 36 months to 13 March 2017.

By Order of the Board
Nan Nan Resources Enterprise Limited
Kwan Man Fai
Executive Director

Hong Kong, 10 March 2014

As at the date of this announcement, the Board comprises three executive directors, namely Ms. Lo Fong Hung, Mr. Wang Xiangfei and Mr. Kwan Man Fai and three independent nonexecutive directors, namely Mr. Wong Man Hin, Raymond, Mr. Lam Ka Wai, Graham and Mr. Chan Yiu Fai, Youdey.