

#### Monthly Return of Equity Issuer on Movements in Securities

#### For the month ended (dd/mm/yyyy) : 31/03/2014

To : Hong Kong Exchanges and Clearing Limited

| Name of Issuer | Nan Nan Resources Enterprise Limited |
|----------------|--------------------------------------|
| Date Submitted | 2 April 2014                         |

I. Movements in Authorised Share Capital

#### 1. Ordinary Shares

| (1) Stock code : <u>1229</u> Descri                                       | ption :                              | N/4                          | A                                     |
|---|--------------------------------------|------------------------------|---------------------------------------|
|   | No. of ordinary shares               | Par value<br>( <i>HK</i> \$) | Authorised share<br>capital<br>(HK\$) |
| Balance at close of preceding month                                       | 5,000,000,000                        | HK\$0.10                     | HK\$500,000,000                       |
| Increase/(decrease)   | Nil                                  |                              | Nil                                   |
| Balance at close of the month   | 5,000,000,000                        | HK\$0.10                     | HK\$500,000,000                       |
|   |                                      |                              |                                       |
| (2) Stock code : $N/A$ Descri   | ption :                              | N/4                          | ł                                     |
| (2) Stock code : <u>N/A</u> Descr   | ption :<br>No. of ordinary<br>shares | N/A<br>Par value<br>(HK\$)   | Authorised share<br>capital<br>(HK\$) |
| (2) Stock code : <u>N/A</u> Descri<br>Balance at close of preceding month | No. of ordinary                      | Par value                    | Authorised share capital              |
|   | No. of ordinary                      | Par value                    | Authorised share capital              |

# 2. Preference Shares

| Stock code :        | N/A         | Description :             | N/A                     | A                                     |
|---------------------|-------------|---------------------------|-------------------------|---------------------------------------|
|                     |             | No. of preferen<br>shares | ice Par value<br>(HK\$) | Authorised share<br>capital<br>(HK\$) |
| Balance at close of | preceding 1 | month                     |                         |                                       |
| Increase/(decrease) |             |                           |                         |                                       |
| Balance at close of | the month   |                           |                         |                                       |

# 3. Other Classes of Shares

| Stock code :          | N/A       | Description :       | ] | N/A                                   |
|-----------------------|-----------|---------------------|---|---------------------------------------|
|                       |           | No. of<br>classes o |   | Authorised share<br>capital<br>(HK\$) |
| Balance at close of p | preceding | month               |   |                                       |
| Increase/(decrease)   |           |                     |   |                                       |
| Balance at close of t | he month  |                     |   |                                       |

Total authorised share capital at the end of the month (HK\$) : HK\$500,000,000

# II. Movements in Issued Share Capital

|  | No. of ordin | ary shares | No of preference | No. of other classes |
|--|--------------|------------|------------------|----------------------|
|  | (1)          | (2)        | shares           | of shares            |
| Balance at close of preceding month      | 765,373,584  | N/A        | N/A              | N/A                  |
| Increase/ (decrease)<br>during the month | Nil          | N/A        | N/A              | N/A                  |
| Balance at close of the month            | 765,373,584  | N/A        | N/A              | <u>N/A</u>           |

III. Details of Movements in Issued Share Capital

| Particulars of share<br>option scheme<br>including EGM |                | Schemes of the   |                |              | No. of new shares of<br>issuer issued during<br>the month pursuant | No. of new shares of<br>issuer which may be<br>issued pursuant thereto |
|--|----------------|------------------|----------------|--------------|--|--|
| approval date  |                | Movement duri    | ng the month   |              | thereto  | as at close of the month   |
| (dd/mm/yyyy) and -                                     |                |                  | 0              |              |  |  |
| class of shares<br>issuable                            | Granted        | Exercised        | Cancelled      | Lapsed       |  |  |
| 1. N/A   | Granteu        | Exercised        | Calicelleu     | Lapsed       |  |  |
| 1. 11/71   |                |                  |                |              |  |  |
|  |                |                  |                |              |  |  |
|  |                |                  |                |              |  |  |
|  |                |                  |                |              |  |  |
| shares   |                |                  |                |              |  |  |
| (Note 1)   |                |                  |                |              |  |  |
| (110101)   |                |                  |                |              |  |  |
| 2. N/A   |                |                  |                |              |  |  |
|  |                |                  |                |              |  |  |
|  |                |                  |                |              |  |  |
|  |                |                  |                |              |  |  |
| ( / / )  |                |                  |                |              |  |  |
| shares   |                |                  |                |              |  |  |
| (Note 1)   |                |                  |                |              |  |  |
|  |                |                  |                |              |  |  |
| 3. N/A   |                |                  |                |              |  |  |
|  |                |                  |                |              |  |  |
|  |                |                  |                |              |  |  |
|  |                |                  |                |              |  |  |
| ( / / )  |                |                  |                |              |  |  |
| shares   |                |                  |                |              |  |  |
| (Note 1)   |                |                  |                |              |  |  |
|  |                | Te               | otal A. (Ordin |              | N/A  |  |
|  |                |                  | · ·            | nce shares)  | N/A  |  |
|  |                |                  |                | Other class) | N/A  |  |
| otal funds raised dur                                  | ring the month | from exercise of |                |              |  |  |
| ptions (HK\$)  |                |                  | N/A            |              |  |  |

| Description of warrants<br>(Date of expiry - dd/mm/yyyy)  | Currency of Nominal value at<br>nominal close of<br>value preceding month | Exercised<br>during the<br>month | Nominal value<br>at close of the<br>month | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|---|---|----------------------------------|---|--|--|
| <u>1. N/A</u>   | _   |                                  |   |  |  |
|   | -   |                                  |   |  |  |
| ( / / )<br>Stock code (if listed)<br>Class of shares<br>issuable ( <i>Note 1</i> )  |   |                                  |   |  |  |
| Subscription price<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)<br>2. N/A  | ( / / )   |                                  |   |  |  |
|   | -   |                                  |   |  |  |
| ( / / )<br>Stock code (if listed)<br>Class of shares<br>issuable ( <i>Note 1</i> )<br>Subscription price<br>EGM approval date |   |                                  |   |  |  |
| (if applicable)<br>(dd/mm/yyyy)<br>3. N/A   | ( / / _)<br>  |                                  |   |  |  |
| ( / / )<br>Stock code (if listed)<br>Class of shares<br>issuable ( <i>Note 1</i> )  |   |                                  |   |  |  |
| Subscription price<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)  |   |                                  |   |  |  |
| 4. N/A  | ( / / _)<br>  |                                  |   |  |  |
| ( / / )<br>Stock code (if listed)<br>Class of shares<br>issuable (Note 1)   |   |                                  |   |  |  |
| Subscription price<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)  | ( / / )   |                                  |   |  |  |
|   | Tota  |                                  | ary shares)                               | N/A  | -  |
|   |   |                                  | nce shares)<br>Dther class)               | N/A<br>N/A   | -  |
|   |   | ((                               |   | 1 1/ / 1   | -  |

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

| Class and description                     | Currency of<br>amount<br>outstanding | Amount at close<br>of preceding<br>month | Converted<br>during the<br>month | Amount at<br>close of the<br>month | No. of new<br>shares of issuer<br>issued during<br>the month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|---|--------------------------------------|--|----------------------------------|------------------------------------|---|--|
| 1. Convertible Bond -                     | _                                    |  |                                  |                                    |   |  |
| Zero Interest Convertible Bond            | -                                    |  |                                  |                                    |   |  |
| issued on 14 March 2008 which             | <u> </u>                             |  |                                  |                                    |   |  |
| is approved to further extend             | -                                    |  |                                  |                                    |   |  |
| for 36 months on 10 March 2014.           | -                                    |  |                                  |                                    |   |  |
| (See Remarks – Page 10)                   | HK\$                                 | HK\$200,000,000                          | Nil                              | HK\$200,000,000                    | Nil   | 1,000,000,000  |
| Stock code (if listed)<br>Class of shares |                                      | N/A                                      |                                  |                                    |   |  |
| issuable ( <i>Note 1</i> )                | Ordinary S                           | Shares                                   |                                  |                                    |   |  |
| Subscription price                        | HK\$0.20 per                         |  |                                  |                                    |   |  |
| EGM approval date                         | *                                    |  |                                  |                                    |   |  |
| (if applicable)                           |                                      | 3/2008,                                  |                                  |                                    |   |  |
|   | 03/2011 and 10/03                    | 3/2014)                                  |                                  |                                    |   |  |
| 2. N/A                                    | -                                    |  |                                  |                                    |   |  |
|   | -                                    |  |                                  |                                    |   |  |
|   | -                                    |  |                                  |                                    |   |  |
| Stock code (if listed)                    |                                      |  |                                  |                                    | - <u> </u>  |  |
| Class of shares                           |                                      |  |                                  |                                    |   |  |
| issuable (Note 1)                         |                                      |  |                                  |                                    |   |  |
| Subscription price                        |                                      |  |                                  |                                    |   |  |
| EGM approval date                         |                                      |  |                                  |                                    |   |  |
| (if applicable)                           |                                      |  |                                  |                                    |   |  |
| (dd/mm/yyyy)                              | ( / / )                              |  |                                  |                                    |   |  |
| 3. N/A                                    | -                                    |  |                                  |                                    |   |  |
|   | -                                    |  |                                  |                                    |   |  |
|   | -                                    |  |                                  |                                    |   |  |
| Stock code (if listed)                    |                                      |  |                                  |                                    | ·   |  |
| Class of shares                           |                                      |  |                                  |                                    |   |  |
| issuable (Note 1)                         |                                      |  |                                  |                                    |   |  |
| Subscription price                        |                                      |  |                                  |                                    |   |  |
| EGM approval date                         |                                      |  |                                  |                                    |   |  |
| (if applicable)<br>(dd/mm/yyyy)           | ( / / )                              |  |                                  |                                    |   |  |
| 4. N/A                                    | ( / / )                              |  |                                  |                                    |   |  |
| · · · · · · · · · · · · · · · · · · ·     | _                                    |  |                                  |                                    |   |  |
|   | -                                    |  |                                  |                                    |   |  |
|   | -                                    |  |                                  |                                    |   |  |
| Stock code (if listed)                    |                                      |  |                                  |                                    |   |  |
| Class of shares                           |                                      |  |                                  |                                    |   |  |
| issuable (Note 1)                         |                                      |  |                                  |                                    |   |  |
| Subscription price                        |                                      |  |                                  |                                    |   |  |
| EGM approval date (if applicable)         |                                      |  |                                  |                                    |   |  |
| (il applicable)<br>(dd/mm/yyyy)           | ( / / )                              |  |                                  |                                    |   |  |
| (,  | × ' ' )                              |  | Total C. (Or                     | dinary shares)                     | Nil   |  |
|   |                                      |  |                                  | erence shares)                     | N/A   |  |
|   |                                      |  |                                  | (Other class)                      | N/A   |  |

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

| Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable: | No. of new shares of<br>issuer issued during<br>the month pursuant<br>thereto | No. of new shares of<br>issuer which may be<br>issued pursuant thereto<br>as at close of the month |
|---|---|--|
| 1. <u>N/A</u>   |   |  |
|   |   |  |
|   |   |  |
| shares (Note 1)   |   |  |
|   |   |  |
| 2. <u>N/A</u>   |   |  |
|   |   |  |
|   |   |  |
| shares (Note 1)   |   |  |
| 3. N/A  |   |  |
|   |   |  |
|   |   |  |
|   |   |  |
| shares (Note 1)   |   |  |
| Total D. (Ordinary shares)  | N/A   |  |
| (Preference shares)   | N/A   |  |
| (Other class)   | N/A   |  |
|   |   |  |

| Otl | her Movements in | 1 Issued Share Capital |  |            |   | No. of new   | No. of new<br>shares of<br>issuer which                                |
|-----|------------------|------------------------|--|------------|---|--|--|
|     | Type of Issue    |                        |  |            |   | shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | may be<br>issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|     |                  |                        | Class of shares issuable ( <i>Note 1</i> ) | N/A        | _ |  |  |
| 1.  | Rights issue     | At price : HK\$        | Issue and allotment<br>date : (dd/mm/yyyy) | ( / /      | ) |  |  |
|     |                  |                        | EGM approval date:<br>(dd/mm/yyyy)         | ( / /      | ) |  |  |
|     |                  |                        |  |            |   |  |  |
|     |                  |                        | Class of shares issuable (Note 1)          | <u>N/A</u> | _ |  |  |
| 2.  | Open offer       | At price : HK\$        | Issue and allotment<br>date : (dd/mm/yyyy) | ( / /      | ) |  |  |
|     |                  |                        | EGM approval date:<br>(dd/mm/yyyy)         | ( / /      | ) |  |  |
|     |                  |                        |  |            |   |  | ·  |
|     |                  |                        | Class of shares issuable (Note 1)          | N/A        | _ |  |  |
| 3.  | Placing          | At price : HK\$        | Issue and allotment<br>date : (dd/mm/yyyy) | ( / /      | ) |  |  |
|     |                  |                        | EGM approval date:<br>(dd/mm/yyyy)         | ( / /      | ) |  |  |
|     |                  |                        |  |            |   |  |  |
|     |                  |                        | Class of shares issuable (Note 1)          | <u>N/A</u> | - |  |  |
| 4.  | Bonus issue      |                        | Issue and allotment<br>date : (dd/mm/yyyy) | ( / /      | ) |  |  |
|     |                  |                        | EGM approval date:<br>(dd/mm/yyyy)         | ( / /      | ) |  |  |
|     |                  |                        |  |            |   |  |  |
|     |                  |                        |  |            |   |  |  |

|    |                                     | F   | For Main B | loar | d and GEM lis  |   |
|----|-------------------------------------|---|------------|------|--|---|
|    | Type of Issue                       |   |            |      | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be<br>issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|    |                                     |   |            |      |  |   |
|    |                                     | Class of shares issuable (Note 1)             | <u>N/A</u> |      |  |   |
| 5. | Scrip dividend At price : HK\$      | Issue and allotment<br>date : (dd/mm/yyyy)    | ( / /      | )    |  |   |
|    |                                     | EGM approval date:<br>(dd/mm/yyyy)            | ( / /      | )    |  |   |
|    |                                     |   |            |      |  |   |
|    |                                     | Class of shares repurchased ( <i>Note 1</i> ) | N/A        | _    |  |   |
| 6. | Repurchase of shares                | Cancellation date :<br>(dd/mm/yyyy)           | ( / /      | )    |  |   |
|    |                                     | EGM approval date:<br>(dd/mm/yyyy)            | ( / /      | )    |  |   |
|    |                                     |   |            |      |  |   |
|    |                                     | Class of shares redeemed ( <i>Note 1</i> )    | N/A        | _    |  |   |
| 7. | Redemption of shares                | Redemption date :<br>(dd/mm/yyyy)             | ( / /      | )    |  |   |
|    |                                     | EGM approval date:<br>(dd/mm/yyyy)            | ( / /      | )    |  |   |
|    |                                     |   |            |      |  |   |
|    |                                     | Class of shares issuable (Note 1)             | N/A        | _    |  |   |
| 8. | Consideration issue At price : HK\$ | Issue and allotment<br>date : (dd/mm/yyyy)    | ( / /      | )    |  |   |
|    |                                     | EGM approval date:<br>(dd/mm/yyyy)            | ( / /      | )    |  |   |
|    |                                     |   |            |      |  |   |
|    |                                     |   |            |      |  |   |

|     | For Main Board and GEM listed issuers |                 |  |                  |                        |  |
|-----|---------------------------------------|-----------------|--|------------------|------------------------|--|
|     |                                       |                 |  |                  | No. of new             |  |
|     |                                       |                 |  |                  | shares of              |  |
|     |                                       |                 |  | No. of new       | issuer which           |  |
|     |                                       |                 |  | shares of        | may be                 |  |
|     |                                       |                 |  | issuer issued    | issued                 |  |
|     |                                       |                 |  | during the month | pursuant thereto as at |  |
|     |                                       |                 |  | pursuant         | close of the           |  |
|     | Type of Issue                         |                 |  | thereto          | month                  |  |
|     | Type of issue                         |                 |  |                  |                        |  |
|     |                                       |                 | Class of shares issuable <u>N/A</u><br>( <i>Note 1</i> ) |                  |                        |  |
| 9.  | Capital reorganisation                |                 | Issue and allotment ( / / / date : (dd/mm/yyyy)          | )                |                        |  |
|     |                                       |                 | FGM approval date: (///                                  | )                |                        |  |
|     |                                       |                 | EGM approval date: ( / /<br>(dd/mm/yyyy)                 | )                |                        |  |
|     |                                       |                 |  |                  |                        |  |
|     |                                       |                 |  |                  |                        |  |
| 10  | 0.1                                   |                 | Class of shares issuable <u>N/A</u><br>( <i>Note 1</i> ) |                  |                        |  |
| 10. | Other<br>(Please specify)             | At price : HK\$ | Issue and allotment ( / /<br>date : (dd/mm/yyyy)         | )                |                        |  |
|     |                                       |                 | EGM approval date: ( / / / (dd/mm/yyyy)                  | )                |                        |  |
|     |                                       |                 |  |                  |                        |  |
|     |                                       |                 | Total E. (Ordinary sha                                   |                  |                        |  |
|     |                                       |                 | (Preference sha  |                  | _                      |  |
|     |                                       |                 | (Other cl  | ass) N/A         | -                      |  |
|     |                                       |                 |  |                  |                        |  |

| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):                          | (1) | Nil |
|--|-----|-----|
|  | (2) | N/A |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):                        |     | N/A |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):                  |     | N/A |
| (These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").) |     |     |

Remarks (if any):

The ordinary resolution to approve the 2nd Extension of the maturity date of HK\$200,000,000 zero coupon

convertible bond due 2014 for 36 months was duly passed at the special general meeting held on 10 March 2014.

For details, please refer to the circular dated 13 February 2014 and the announcement of the results of the special general meeting dated 10 March 2014.

Submitted by: Hung Che Wan

 Company Secretary

 (Director, Secretary or other duly authorised officer)

Notes :

- 1. State the class of shares (e.g. ordinary, preference or other).
- 2. If there is insufficient space, please append the prescribed continuation sheet.