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**中國鎳資源控股有限公司**  
**CHINA NICKEL RESOURCES**  
**HOLDINGS COMPANY LIMITED**

*(Incorporated in the Cayman Islands with limited liability)*

**(the “Company”)**

**(Shares — Stock Code: 2889; Bonds — Stock Code: 1605)**

## **COMPLETION OF THE CONSENT SOLICITATION AND THE OFFER**

The Board is pleased to announce that all the conditions precedent of the Consent Solicitation and the Offer having been fulfilled, and the New Bonds in the principal amount of HK\$1,374,800,000 has been issued by the Company on 12 November 2010.

Reference is made to the announcements of the Company dated 15 April 2010 (the “**April Announcement**”), 19 October 2010 (the “**October Announcement**”) and 10 November 2010 in relation to the Consent Solicitation and the Offer. Capitalised terms used in this announcement shall have the same meanings as defined in the October Announcement unless otherwise stated.

### **ISSUE OF NEW BONDS AND PAYMENT OF CASH CONSIDERATION**

The Board is pleased to announce that all the conditions precedent of the Offer and the Consent Solicitation having been fulfilled, and the New Bonds in the principal amount of HK\$1,374,800,000 has been issued by the Company on 12 November 2010. Details of the terms and conditions of the New Bonds are more particularly set out in the October Announcement and the circular of the Company dated 22 October 2010.

The Cash Consideration in the total amount of HK\$274,960,000 will be paid by the Company to those Existing Bondholders who have accepted the Offer on 13 December 2010.

### **STATUS OF EXISTING BONDS**

As Existing Shareholders holding approximately 97.85% of the outstanding principal amount of the Existing Bonds have irrevocably accepted the Offer, the outstanding principal amount of the Existing Bonds has been reduced to HK\$30,200,000.

On 11 November 2010, the Company and DB Trustees (Hong Kong) Limited executed a supplemental trust deed to record the amendments effected by the Extraordinary Resolution passed on 10 November 2010, namely to remove the Existing Bondholder's right under Condition 8(D) of the Existing Bonds to require the Company to redeem or some only of any Existing Bondholder's Existing Bonds on 12 December 2010.

## **PAYMENT OF CONSENT FEE**

A total amount of HK\$2,860,000, being the consent fee payable to those Existing Bondholders who have agreed not to exercise their right to require the Company to redeem the Existing Bonds held by such Existing Bondholders pursuant to Condition 8(D) of the Existing Bonds, details of which are more particularly set out in the April Announcement, has been paid by the Company to such Existing Bondholders on 12 November 2010.

By Order of the Board  
**China Nickel Resources Holdings Company Limited**  
**Dong Shutong**  
*Chairman*

Hong Kong, 12 November 2010

*As at the date of this announcement, the Board comprises Mr. Dong Shutong (Chairman), Mr. He Weiwan (Executive director), Mr. Lau Hok Yuk (Executive director), Mr. Song Wenzhou (Executive director), Mr. Zhao Ping (Executive director), Mr. Dong Chengzhe (Executive director), and Mr. Yang Fei (Executive director), Mr. Yang Tianjun (Non-executive Director), Mr. Bai Baohua (Independent Non-executive Director), Mr. Huang Changhuai (Independent Non executive Director), Mr. Wong Chi Keung (Independent Non executive Director) and Mr. Fahmi Idris (Independent Non-executive Director).*