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## **NATIONAL UNITED RESOURCES HOLDINGS LIMITED**

**國家聯合資源控股有限公司**

*(Incorporated in Hong Kong with limited liability)*

(Stock Code: 254)

### **EXTENSION OF TIME FOR FULFILMENT OF CONDITIONS FOR COMPLETION OF THE DISCLOSEABLE TRANSACTION RELATING TO THE SUBSCRIPTION OF BOND TO BE ISSUED BY HENG XIN CHINA HOLDINGS LIMITED AND EXTENSION OF TIME FOR FULFILMENT OF CONDITION FOR COMPLETION OF THE ISSUE OF BOND**

Reference is made to the announcement (the “**Announcement**”) of National United Resources Holdings Limited (the “**Company**”) dated 12 January 2015 in relation to the subscription of HX Bond to be issued by Heng Xin China Holdings Limited and the issue of Bond. Capitalised terms used in this announcement, unless the context requires otherwise, shall have the same meanings as those defined in the Announcement.

### **EXTENSION OF TIME FOR FULFILMENT OF CONDITIONS FOR COMPLETION OF THE DISCLOSEABLE TRANSACTION RELATING TO THE SUBSCRIPTION OF HX BOND**

Pursuant to the HX Bond Subscription Agreement entered into between the Company and Heng Xin in respect of the subscription of HX Bond by the Company, the HX Bond Closing is conditional upon the fulfilment of the conditions precedent to the HX Bond Subscription on or before 13 March 2015 (being the 60th day after the signing of the HX Bond Subscription Agreement) or such other date as the Company and Heng Xin may agree.

As additional time is required for the fulfilment of such conditions, the Company and Heng Xin, after arm's length negotiation, entered into a supplemental agreement on 3 March 2015 (the **"Supplemental Agreement to the HX Bond Subscription Agreement"**) to extend the date for the fulfilment of the conditions to the HX Bond Subscription to 27 April 2015 (being the 105th day after the signing of the HX Bond Subscription Agreement) or such other date as the Company and Heng Xin may agree. Save for the above, all other terms and conditions of the HX Bond Subscription Agreement shall remain unchanged and continue in full force and effect.

#### **EXTENSION OF TIME FOR FULFILMENT OF CONDITION FOR COMPLETION OF THE ISSUE OF BOND**

As provided in the Bond Subscription Agreement entered into between the Company and Sandmartin International Holdings Limited (the **"Subscriber"**) in respect of the subscription of the Bond in the principal amount of up to HK\$80,000,000 to be issued by the Company, the Bond Closing is conditional upon the fulfilment of the conditions precedent to the Bond Subscription on or before 3 March 2015 (being the 50th day after the signing of the Bond Subscription Agreement) or such other date as the Company and Subscriber may agree.

At or around the same time of the Company entering of the Supplemental Agreement to the HX Bond Subscription Agreement on 3 March 2015, the Company and the Subscriber, after arm's length negotiation, entered into a supplemental agreement (the **"Supplemental Agreement to the Bond Subscription Agreement"**) to extend the date for the fulfilment of the remaining conditions precedent to the Bond Subscription to 17 April 2015 (being the 95th day after the signing of the Bond Subscription Agreement) or such other date as the Company and the Subscriber may agree. Save for the above, all other terms and conditions of the Bond Subscription Agreement shall remain unchanged and continue in full force and effect.

The Board considers that the entering into of each of the Supplemental Agreement to the HX Bond Subscription Agreement and the Supplemental Agreement to the Bond Subscription Agreement is in the interest of the Company and the Shareholders as a whole.

By Order of the Board  
**National United Resources Holdings Limited**  
**Yang Fan**  
*Chairman*

Hong Kong, 3 March 2015

*As at the date of this announcement, the executive Directors are Mr. Yang Fan (Chairman), Mr. Lo Ka Wai, Mr. Feng Yongming and Mr. Tang Lap Chin, Richard; the non-executive Director is Ms. Mou Ling and the independent non-executive Directors are Mr. Wang Qun, Mr. Chow Hiu Tung and Dr. Yang Zhi Shu.*