



ASEAN RESOURCES HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)



MEXAN GROUP LIMITED

(Incorporated in the British Virgin Islands with limited liability)

CLOSING OF THE UNCONDITIONAL MANDATORY CASH OFFER MADE JOINTLY BY KINGSTON SECURITIES LIMITED AND CSC SECURITIES (HK) LIMITED ON BEHALF OF MEXAN GROUP LIMITED TO ACQUIRE ALL THE ISSUED SHARES IN ASEAN RESOURCES HOLDINGS LIMITED OTHER THAN THOSE SHARES ALREADY OWNED BY MEXAN GROUP LIMITED OR PARTIES ACTING IN CONCERT WITH IT

Financial adviser to Asean Resources Holdings Limited

ANGLO CHINESE
CORPORATE FINANCE, LIMITED

Joint financial advisers to Mexan Group Limited



KINGSTON CORPORATE FINANCE LIMITED



CSC Asia Limited

Independent financial adviser



SOMERLEY LIMITED

As at 4:00 p.m. on 21st July, 2003, being the latest time and date for the acceptance of the offer, acceptances under the offer, part of which is subject to verification, had been received in respect of 272,001,939 Asean Resources shares, representing approximately 21.14% of the issued share capital of Asean Resources and approximately 82.30% of the Asean Resources shares under the offer.

Mexan Group and parties acting in concert with it owned or controlled, after taking into account the acceptances received under the offer, subject to verification, 1,227,972,228 Asean Resources shares, representing approximately 95.45% of the issued share capital of Asean Resources.

As a result of the acceptances received under the offer, the number of Asean Resources shares in public hands will not be sufficient for the purpose of maintaining the public float under rule 8.08(1) of the Listing Rules. In this connection, each of Mexan Group and the executive directors of Asean Resources, has undertaken to the Stock Exchange to take appropriate steps to place down their shareholdings in Asean Resources as soon as possible following the close of the offer to ensure that there will be sufficient public float for the Asean Resources shares in accordance with rule 8.08(1) of the Listing Rules.

At the request of Asean Resources, trading in the Asean Resources shares will be suspended with effect from 9:30 a.m. on 22nd July, 2003, pending the restoration of the minimum public float.

Mexan Group is currently negotiating with potential placing agents for placement of its Asean Resources shares to independent third parties so as to restore the minimum public float. As at the date of this announcement, no agreement has been entered into regarding the placement. Further announcement in this respect will be made as and when appropriate.

Reference is made to the composite document jointly issued by Asean Resources and Mexan Group on 30th June, 2003, the announcement jointly made by Asean Resources, Besteam, Mexan Group and United Goal Development on 30th June, 2003 and the announcement jointly made by Asean Resources and Besteam on 17th July, 2003. Unless the context otherwise requires, terms used in this announcement shall have the same meanings as defined in the composite document jointly issued by Asean Resources and Mexan Group on 30th June, 2003.

Acceptances under the offer

Save for the acceptances stated below and the completion of the sale and purchase agreement, Mexan Group and parties acting in concert with it had not acquired or agreed to acquire any Asean Resources shares during the offer period from 21st February, 2003, being the date when the first announcement in respect of the offer was made, to 21st July 2003.

As at 4:00 p.m. on 21st July, 2003, being the latest time and date for the acceptance of the offer, acceptances under the offer, part of which is subject to verification, had been received in respect of 272,001,939 Asean Resources shares, representing approximately 21.14% of the issued share capital of Asean Resources and approximately 82.30% of the Asean Resources under the offer. Of the total Asean Resources shares tendered for acceptance under the offer, 50,925,284 Asean Resources shares or approximately 3.96% of the issued share capital of Asean Resources are subject to verification which is expected to be completed by 25th July, 2003. Remittances in respect of the Asean Resources shares tendered under the offer which rendered the acceptance valid and complete ten days prior to the date of this announcement were posted to the relevant Asean Resources shareholders by ordinary post at their own risk and remittances for other Asean Resources shares will be posted within ten days of the date of receipt by the registrar and at the latest date by 31st July, 2003. All the outstanding share options in Asean Resources were cancelled on 26th June, 2003.

Mexan Group and parties acting in concert with it held 955,970,289 Asean Resources shares, representing approximately 74.31% of the issued share capital of Asean Resources as at 26th June, 2003, being the date of completion of the sale and purchase agreement and as at 27th June, 2003, being the latest practicable date for the printing of the composite document dated 30th June, 2003. As at 4:00 p.m. on 21st July, 2003, Mexan Group and parties acting in concert with it owned or controlled, after taking into account the acceptances received under the offer, subject to verification, 1,227,972,228 Asean Resources shares, representing approximately 95.45% of the issued share capital of Asean Resources.

In accordance with rule 31.3 of the Takeovers Code, except with the consent of the Executive, neither Mexan Group nor any person acting in concert with it may, within six months after 21st July, 2003, being the closing date of the offer, make a second offer to, or acquire any Asean Resources shares from the Asean Resources shareholders at a price higher than the offer price.

Maintaining the listing status of Asean Resources

As stated in the composite document dated 30th June, 2003, Mexan Group and parties acting in concert with it intend to maintain the listing status of Asean Resources following the closing of the offer.

Maintaining the public float requirement of Asean Resources

As a result of the acceptances received under the offer, the number of Asean Resources shares in public hands represents approximately 4.55% of the issued share capital of Asean Resources and is not sufficient for the purpose of maintaining the minimum public float of 25% under rule 8.08(1) of the Listing Rules. In this connection, each of Mexan Group and the executive directors of Asean Resources, has undertaken to the Stock Exchange to take appropriate steps as soon as possible following the close of the offer to ensure that there will be sufficient public float for the Asean Resources shares in accordance with rule 8.08(1) of the Listing Rules. At the request of Asean Resources, trading in the Asean Resources shares will be suspended with effect from 9:30 a.m. on 22nd July, 2003, pending the restoration of the minimum public float. The Mexan Group is currently negotiating with potential placing agents for placement of its Asean Resources shares to independent third parties so as to restore the minimum public float. As at the date of this announcement, no agreement has been entered into regarding the placement. Further announcement in this respect will be made as and when appropriate.

Resignation of directors of Asean Resources

The board of Asean Resources announces that Mr. Chan Boon Ho, Peter, Mr. Cheng Kam Biu, Wilson, Mr. Lo Lin Shing, Simon, Mr. Chan Chi On, Derek, Mr. Wong Kam Cheong, Stanley, Mr. Lai Yu Ting, Mr. Lai Hing Chiu, Dominic resigned as executive directors, Mr. To Hin Tsun, Gerald resigned as non-executive director, and Mr. Cheung Hon Kit and Mr. Ng Wai Hung resigned as independent non-executive directors with effect from the close of offer on 21st July, 2003. Following the resignation of the directors mentioned above, the board of Asean Resources comprises executive directors namely, Mr. Lau Kan Shan, who was also elected as chairman of the board of Asean Resources on 21st July, 2003, Mr. Yuen Hiu Kwan and Ms. Ching Yung, and independent non-executive directors namely, Mr. Lau Wai and Mr. Cheng Chun Pong, Paul.

By order of the board of
Asean Resources Holdings Limited
Lau Kan Shan
Chairman

By order of the board of
Mexan Group Limited
Lau Kan Shan
Director

Hong Kong, 21st July, 2003

The directors of Asean Resources jointly and severally accept full responsibility for the accuracy of the information contained in this announcement, other than those relating to Mexan Group, and confirm, having made all reasonable enquiries, that to the best of their knowledge and belief, opinions expressed in this announcement, other than those relating to Mexan Group, have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

The directors of Mexan Group jointly and severally accept full responsibility for the accuracy of the information contained in this announcement, other than those relating to the Asean Resources group, and confirm, having made all reasonable enquiries, that to the best of their knowledge and belief, opinions expressed in this announcement, other than those relating to the Asean Resources group, have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.