



Regent Pacific Group Limited



(Incorporated in the Cayman Islands with Limited Liability)

Stock Code: 0575

3 September 2009

ANNOUNCEMENT



Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



NEW SUBSCRIPTION FOR SHARES IN KALAHARI MINERALS PLC

SUMMARY

This announcement is made voluntarily by the Company.

Kalahari

We refer to the May Announcements in respect of the Company's prior acquisitions of and, where applicable, subscription for Kalahari Shares.

On 1 September 2009 (and after Hong Kong market close) the Company gave a firm commitment to Ambrian Partners Limited who, together with Mirabaud Securities plc, acted as joint brokers, pursuant to which it agreed to subscribe for 1,529,412 new Kalahari Shares pursuant to the Placing each at GBP 1.70 (or approximately US\$2.72 or HK\$21.22) per Kalahari Share, representing approximately 0.73 per cent. of the enlarged issued share capital of Kalahari, following the Placing, for an aggregate amount of GBP 2.6 million (or approximately US\$4.16 million or HK\$32.45 million).





The subscription will be executed and completed in conjunction with the larger Placing of up to 11,764,706 new Kalahari Shares (inclusive of the 1,529,412 Kalahari Shares allocated to the Company), pursuant to which Kalahari will raise up to GBP 20 million (or approximately US\$32 million or HK\$249.60 million).

The purpose of the Placing is to enable Kalahari to raise sufficient capital to maintain its exposure to Extract Resources, which is itself undertaking an AUD 91 million equity raising, by way of a non-renounceable pro rata offer to eligible shareholders, of which Kalahari is one, as well as a private institutional placing. Kalahari held approximately 39.98 per cent. of the issued share capital of Extract Resources prior to the Extract Resources' before mentioned proposed equity raising.

Prior to the Company's above referenced subscription, the Company held a total of 5,932,898 Kalahari Shares, representing approximately 3.01 per cent. of the total issued share capital of Kalahari prior to the Placing. These shares were purchased at various times by the Company on-market between November 2008 through to June 2009 and pursuant to the May Placing at an average price on AIM of approximately GBP 0.96 (or approximately US\$1.54 or HK\$12.01) per Kalahari Share. The aggregate acquisition amount was approximately GBP 5.69 million (or approximately US\$9.10 million or HK\$70.98 million).

Based on the closing price of Kalahari Shares on AIM on 1 September 2009, the Company is currently resting on an unrealised aggregate gain of approximately GBP 4.86 million (or approximately US\$7.78 million or HK\$60.68 million), representing an approximate 85.41 per cent. gain over cost, in respect of its Kalahari Shares currently held (which excludes the Kalahari Shares to be subscribed pursuant to the Placing).

Following completion of the Placing, which is expected to occur on 4 September 2009, the Company will hold an aggregate of 7,462,310 Kalahari Shares, representing approximately 3.57 per cent. of the enlarged issued share capital of Kalahari.

The above referenced subscription in Kalahari, on its own, does not constitute a discloseable transaction of the Company under Chapter 14 of the HK Listing Rules and, when aggregated with the prior acquisitions of and, where applicable, subscription for Kalahari Shares, does not constitute a major transaction of the Company under Chapter 14 of the HK Listing Rules.



The Company is a limited liability company incorporated under the laws of the Cayman Islands whose Shares are listed on the HK Stock Exchange and are also traded on the OTC market (Freiverkehr) of the Frankfurt Stock Exchange. The Company is a diversified mining group focused, primarily, on the Asian region. While it explores for and mines copper, zinc, gold, silver, lead and thermal coal, it also has passive interests in uranium companies and an iron ore company whose assets are located in Africa and Australia. Its principal assets are located in Yunnan Province, Inner Mongolia and Xinjiang, China.

Subscription for shares in Kalahari

The Board is pleased to announce that, on 1 September 2009 (and after Hong Kong market close) the Company gave a firm commitment to Ambrian Partners Limited who, together with Mirabaud Securities plc, acted as joint brokers, pursuant to which it agreed to subscribe for 1,529,412 new Kalahari Shares pursuant to the Placing each at GBP 1.70 (or approximately US\$2.72 or HK\$21.22) per Kalahari Share, representing approximately 0.73 per cent. of the enlarged issued share capital of Kalahari, following the Placing, for an aggregate amount of GBP 2.6 million (or approximately US\$4.16 million or HK\$32.45 million).

The subscription will be executed and completed in conjunction with the larger Placing of up to 11,764,706 new Kalahari Shares (inclusive of the 1,529,412 Kalahari Shares allocated to the Company), pursuant to which Kalahari will raise up to GBP 20 million (or approximately US\$32 million or HK\$249.60 million).

The purpose of the Placing is to enable Kalahari to raise sufficient capital to maintain its exposure to Extract Resources, which is itself undertaking an AUD 91 million equity raising, by way of a non-renounceable pro rata offer to eligible shareholders, of which Kalahari is one, as well as a private institutional placing. Kalahari held approximately 39.98 per cent. of the issued share capital of Extract Resources prior to the Extract Resources' before mentioned proposed equity raising.

The Placing is being conducted under its existing general mandate approved by its shareholders at Kalahari's annual general meeting held in May of this year.

The Placing represents approximately 5.96 per cent. of the issued share capital of Kalahari and following completion, the Kalahari Shares being placed will represent approximately 5.63 per cent. of its enlarged issued share capital.

The Placing is conditional on admission of the Kalahari Shares placed under the Placing to AIM, which is expected to occur, and dealings in such Kalahari Shares to commence, at 8.00 a.m. on 4 September 2009.



The Kalahari Shares placed under the Placing will, when issued, rank *pari passu* in all respects with the existing issued shares of Kalahari, including the right to receive any dividends and other distributions declared following their admission to AIM.

Existing Unrealised Gain on Kalahari Shares

Based on the closing price of Kalahari Shares on AIM on 1 September 2009, the Company is currently resting on an unrealised aggregate gain of approximately GBP 4.86 million (or approximately US\$7.78 million or HK\$60.68 million), representing an approximate 85.41 per cent. gain over cost, in respect of its Kalahari Shares currently held (which excludes the Kalahari Shares to be subscribed pursuant to the Placing).

Existing Interest in Kalahari

Prior to the Company's above referenced subscription, the Company held a total of 5,932,898 Kalahari Shares, representing approximately 3.01 per cent. of the total issued share capital of Kalahari prior to the Placing. These shares were purchased at various times by the Company on-market between November 2008 through to June 2009 and pursuant to the May Placing at an average price on AIM of approximately GBP 0.96 (or approximately US\$1.54 or HK\$12.01) per Kalahari Share. The aggregate acquisition amount was approximately GBP 5.69 million (or approximately US\$9.10 million or HK\$70.98 million).

Following completion of the Placing, which is expected to occur at 8.00 a.m. on 4 September 2009, the Company will hold an aggregate of 7,462,310 Kalahari Shares, representing approximately 3.57 per cent. of the enlarged issued share capital of Kalahari.

There are no applicable restrictions to the subsequent sale of any of the Company's existing or newly subscribed Kalahari Shares.



Underwriting by Kalahari and Polo

In addition to participating in the Extract Resources pro-rata offer for its relevant portion of news shares in Extract Resources, Kalahari has, along with Extract Resources two other largest shareholders, Rio Tinto International Holdings Australian Pty Limited (15 per cent.) and Polo (10 per cent.), irrevocably committed and agreed to subscribe at the issue price for any additional Extract Resources shares not subscribed for by the other holders of shares in Extract Resources, in the same proportion to their current holding in Extract Resources.

The Company now holds an aggregate of 102,040,000 Polo Shares, representing approximately 4.35 per cent. of the total issued share capital of Polo. Based on the closing price of Polo Shares on AIM on 1 September 2009, the Company is currently resting on an unrealised aggregate gain of approximately GBP 1.12 million (or approximately US\$1.79 million or HK\$13.96 million), representing an approximate 32.28 per cent. gain over cost, in respect of its Polo Shares currently held.

Background on Kalahari and Extract Resources

Please refer to the May Announcements for background detail on Kalahari and Extract Resources.

The Company understands that the proceeds of Extract Resources' capital raising referred to in this announcement will, in particular, be used to accelerate the exploration activities of the Rossing South uranium project in Namibia which is reported by Extract Resources to have a current resource of 267 M lbs of UCO8 @ 487 ppm across two zones which are open at depth and along strike, where preliminary cost estimates have indicated it could already support one of the world's largest uranium mines. In addition, the Company understands that Extract Resources will utilise its new funds for the definitive feasibility study on Rossing South.

Kalahari has also made public that it is in advanced discussions to raise an additional GBP 10 million (or approximately US\$16 million or HK\$124.80 million) through the issue of convertible bonds, the details of which are yet to be finalised and published.

Source of Funds

The subscription costs in respect of Kalahari Shares under the Placing will be funded from the working capital of the Company.



Not a Discloseable Transaction

The above referenced subscription in Kalahari, on its own, does not constitute a discloseable transaction of the Company under Chapter 14 of the HK Listing Rules and, when aggregated with the prior acquisitions of and, where applicable, subscription for Kalahari Shares, does not constitute a major transaction of the Company under Chapter 14 of the HK Listing Rules.

Accordingly, this announcement is made voluntarily by the Company.

Definitions

In this announcement, the following expressions have the following meanings unless the context require otherwise:

“AIM”	London Stock Exchange plc’s Alternative Investment Market
“associate(s)”	shall have the meaning defined in the HK Listing Rules
“ASX”	Australian Securities Exchange
“AUD”	Australian dollars, the lawful currency of the Commonwealth of Australia
“Board”	the board of directors of the Company
“China”	Peoples’ Republic of China
“Company”	Regent Pacific Group Limited, a company incorporated in the Cayman Islands with limited liability, the Shares of which are listed on the HK Stock Exchange and are also traded on the OTC market (Freiverkehr) of the Frankfurt Stock Exchange
“Director(s)”	the directors of the Company
“Extract Resources”	Extract Resources Limited, a company having limited liability, the shares of which are listed on both the ASX and the Toronto Stock Exchange
“GBP”	Great British Pounds, the lawful currency of England and Wales



“HK Listing Rules”	The Rules Governing the Listing of Securities on the HK Stock Exchange, as amended from time to time
“HK Stock Exchange”	The Stock Exchange of Hong Kong Limited
“HK\$”	Hong Kong dollars, the lawful currency in Hong Kong
“Kalahari”	Kalahari Minerals plc, a company having limited liability, the shares of which are listed on AIM
“Kalahari Shares”	ordinary voting and listed shares in Kalahari
“May Announcements”	the announcements made by the Company on the HK Stock Exchange on 5 May 2009 and 18 May 2009 in respect of the Company’s prior acquisitions of and subscription for Kalahari Shares
“May Placing”	the placing by Ambrian Partners Limited and Mirabaud Securities plc, as joint brokers, of up to 17,890,000 new Kalahari Shares, each at GBP 1.00 (or approximately US\$1.60 or HK\$12.48) to raise up to GBP 17,890,000 (or approximately US\$28,624,000 or HK\$223,267,200), announced by Kalahari on 1 May 2009
“Placing”	the placing by Ambrian Partners Limited and Mirabaud Securities plc, as joint brokers, of up to 11,764,706 new Kalahari Shares, each at GBP 1.70 (or approximately US\$2.72 or HK\$21.22) to raise up to GBP 20 million (or approximately US\$32 million or HK\$249.60 million), announced by Kalahari on 1 September 2009
“Polo”	Polo Resources Limited, a company having limited liability, the shares of which are listed on AIM
“Polo Shares”	ordinary voting and listed shares in Polo
“Shareholder(s)”	the holders of the Shares



“Share(s)” the ordinary shares, with voting rights, of US\$0.01 each in the capital of the Company, which are listed on the HK Stock Exchange and are also traded on the OTC market (Freiverkehr) of the Frankfurt Stock Exchange

“US\$” United States dollars, the lawful currency in the United States

Note: Unless otherwise specified herein, (i) amounts denominated in US\$ have been translated, for the purpose of illustration only, into HK\$ using the exchange rate of US\$1.00 = HK\$7.80; and (ii) amounts denominated in GBP have been translated, for the purpose of illustration only, into US\$ using the exchange rate of GBP1.00 = US\$1.60.

On Behalf of the Board of
Regent Pacific Group Limited

Jamie Gibson
Director

Directors of the Company:

James Mellon (*Co-Chairman*)^{*}
Stephen Dattels (*Co-Chairman*)^{*}
Jamie Gibson (*Chief Executive Officer*)
Clara Cheung
David Comba[#]
Julie Oates[#]
Mark Searle[#]
Jayne Sutcliffe^{*}

^{*} *Non-Executive Directors*

[#] *Independent Non-Executive Directors*

Hong Kong, 3 September 2009