

# SECURITIES AND EXCHANGE COMMISSION

## SEC FORM 17-C

### CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

1. Date of Report (Date of earliest event reported)

Oct 28, 2015

2. SEC Identification Number

62323

3. BIR Tax Identification No.

050-000-889-223

4. Exact name of issuer as specified in its charter

NiHAO Mineral Resources International, Inc.

5. Province, country or other jurisdiction of incorporation

Philippines

6. Industry Classification Code(SEC Use Only)

7. Address of principal office

7th Floor Peaksun Bldg., 1505 Prinnceton Street, cor. Shaw Blvd., Brgy. Wack-Wack  
Greenhills East, Mandaluyong City

Postal Code

1552

8. Issuer's telephone number, including area code

(632)823-3158

9. Former name or former address, if changed since last report

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10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Common	1,010,000,000

11. Indicate the item numbers reported herein

Item 9

*The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.*

# NiHAO Mineral Resources International, Inc.

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### PSE Disclosure Form 4-30 - Material Information/Transactions

*References: SRC Rule 17 (SEC Form 17-C) and Sections 4.1 and 4.4 of the Revised Disclosure Rules*

#### Subject of the Disclosure

Termination of Welcome Stranger Mining Limited Agreement

#### Background/Description of the Disclosure

On 28 October 2015, the Board of Directors of NiHAO Mineral Resources International, Inc. (the "Corporation") approved:

(1) the termination of the following agreements (collectively, the "WSE Agreements"):

(a) a Memorandum of Agreement dated 17 September 2012 (the "MOA") by and among Welcome Stranger Mining Limited ("WSE"), Capital Gold Pty Limited ("Capital Gold") and the Corporation re: the acquisition by WSE and Capital Gold of forty percent (40%) of the issued share capital of Masbate 13 Philippines, Inc. ("Masbate 13") for and in consideration of: (i) Fifty Million (50,000,000) shares in WSE for the Corporation/Oregalore at an indicative listing market value of twenty Australian cents (AUD 0.20) per share, equivalent to 19.68% of WSE; and (ii) cash of Two Hundred Fifty Thousand US Dollars (USD250,000).

Masbate 13 is subsidiary of Oregalore, Inc. ("Oregalore"). Oregalore, in turn, is a wholly owned subsidiary of the Corporation.

(b) a Sale and Purchase Agreement dated 31 December 2012 (the "SPA") by and among the Corporation, Oregalore and WSE re: the sale by Oregalore to WSE of a total of One Million (1,000,000) shares in Masbate13 (the "Masbate13 Shares"), equivalent to forty percent of the issued share capital of Masbate13, in consideration of: (a) Fifty Million (50,000,000) shares in WSE for the Corporation/Oregalore at a listing value of twenty Australian cents (AUD 0.20) per share; and (b) cash of Two Hundred Fifty Thousand (USD250,000); and

(2) the execution of a Deed of Cancellation (the "Deed of Cancellation") by and among Oregalore, the Corporation, WSE and Capital Gold for the termination of the WSE Agreements.

The sale of the Masbate13 Shares was subject to certain conditions precedent including: (a) capital raising to be conducted by WSE; (b) written advice or confirmation from the Treasurer of the Commonwealth to Australia to Oregalore that there is no objection under the Foreign Acquisition and Takeovers Act 1975 to the issuance of WSE shares to Oregalore; and (c) execution of the Royalty Agreement, Shareholders Agreement Restriction Agreement and Operating Agreements.

WSE failed to comply with the conditions precedent under the SPA within the periods provided therein. It will also be delisted from the Australian Stock Exchange on 1 January 2016 since it has been continuously suspended for more than three (3) years.

Based on the foregoing circumstances, the parties mutually agreed to terminate the WSE Agreements.

Pursuant to the Deed of Cancellation, the parties agreed to release each other from any liability or obligation under the

WSE Agreements. However, Capital Gold shall be obliged to pay the Corporation the amount of Eight Million One Hundred Ninety Three Thousand Three Hundred Fifty Seven Pesos and 90/100 (Php8,193,357.90) as reimbursement for expenses incurred by the Corporation in relation to the SPA.

At the same meeting, the Board of Directors authorized the Corporation's Chairman and President, Mr. Antonio Victoriano F. Gregorio III to explore and pursue other avenues for listing Masbate 13 with the Australian Stock Exchange. Said listing may take place in partnership or coordination with Capital Gold.

**Other Relevant Information**

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**Filed on behalf by:**

<b>Name</b>	Arsenio Cabrera
<b>Designation</b>	Corporate Secretary/Corporate Information Officer