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NORTH ASIA RESOURCES HOLDINGS LIMITED

北亞資源控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 61)

SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

THIS NOTICE is supplemental to the notice of the annual general meeting (“**Notice of the AGM**”) dated 24 April 2015 by North Asia Resources Holdings Limited (the “**Company**”) to convene the annual general meeting of the Company (the “**AGM**”) at Units 2001-2, 20th Floor, Li Po Chun Chambers, 189 Des Voeux Road Central, Hong Kong on Thursday, 28 May 2015 at 11:00 a.m..

Details of the proposed resolutions to be considered at the AGM were stated in the Notice of the AGM. Unless the context otherwise requires, capitalised terms used herein shall bear the same meanings as those defined in the circular of the Company dated 24 April 2015. Apart from the amendments stated below, all information contained in the Notice of the AGM remains valid and effective.

Due to the matters as set out in the supplemental circular of the Company dated 6 May 2015, the following resolution numbered 2 as set out in the Notice of the AGM shall be revised from:

- “2. (a) to re-elect Mr. Huang Boqi as executive Director;
- (b) to re-elect Mr. Leung Po Wing, Bowen Joseph, *GBS, JP* as independent non-executive Director; and
- (c) to re-elect Mr. Zhou Chunsheng as independent non-executive Director;
- (d) to authorise the board of Directors to fix the Directors’ remuneration;”

to

- “2. (a) to re-elect Mr. Huang Boqi as executive Director;
- (b) to re-elect Mr. Chen Liang as executive Director;
- (c) to re-elect Ms. Liu Rong-Rong as executive Director;
- (d) to re-elect Mr. Leung Po Wing, Bowen Joseph, *GBS, JP* as independent non-executive Director;
- (e) to re-elect Mr. Zhou Chunsheng as independent non-executive Director; and
- (f) to authorise the board of Directors to fix the Directors’ remuneration;”

Save as set out above, all resolutions contained in the Notice of the AGM will remain to have full force and effect.

By the order of the Board of
North Asia Resources Holdings Limited
Mr. Zhang Sanhuo
Chairman

Hong Kong, 6 May 2015

Registered office:
Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

*Head office and principal place of
business in Hong Kong:*
Units 2001-2, 20th Floor
Li Po Chun Chambers
189 Des Voeux Road Central
Hong Kong

Notes:

1. A revised form of proxy (“**Revised Proxy Form**”) is enclosed with the supplemental circular of the Company dated 6 May 2015 (“**Supplemental Circular**”). Please refer to the appendix II to the Supplemental Circular for special arrangements about completion and submission of the Revised Proxy Form.
2. Please refer to the Notice of the AGM for details of the other ordinary resolutions to be proposed at the AGM and other relevant matters.

As at the date of this notice, Mr. Zhang Sanhuo, Mr. Huang Boqi, Mr. Tse Michael Nam, Mr. Chen Liang and Ms. Liu Rong-Rong are the executive Directors, Mr. Zou Chengjian is the non-executive Director, and Ms. Leung Yin Fai, Mr. Leung Po Wing, Bowen Joseph (GBS, JP) and Mr. Zhou Chunsheng are the independent non-executive Directors.