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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)

APPOINTMENT OF EXECUTIVE DIRECTORS

The Board of the Company is pleased to announce that the Board has resolved to appoint Mr. Chen Liang and Ms. Liu Rong-Rong as executive directors of the Company with effect from 1 May 2015.

The board (the “**Board**”) of directors (the “**Directors**”) of North Asia Resources Holdings Limited (the “**Company**”) and its subsidiaries collectively referred to as the “**Group**”) is pleased to announce that the Board has resolved to appoint Mr. Chen Liang (“**Mr. Chen**”) and Ms. Liu Rong-Rong (“**Ms. Liu**”) as executive directors of the Company with effect from 1 May 2015. The Board believes that the introduction of Mr. Chen and Ms. Liu to the Board will assist the Group to explore and develop new businesses and fund raising opportunities in future.

Reference is made to the announcement of the Company dated 2 April 2015 in relation to the acquisition of 51% equity interest in Great Payment Limited, which constitutes a major and connected transaction of the Company (the “**Announcement**”). Mr. Chen is one of the substantial ultimate beneficial owners of Day’s Holding Company Limited, the vendor in the acquisition, and is one of the vendor’s warrantors in the relevant transaction, which involves the issuance of convertible preference shares of the Company. Please refer to the Announcement for the details of the major and connected transaction.

Each of Mr. Chen and Ms. Liu will enter into a letter of appointment with the Company, respectively, and their respective remuneration will be HK\$60,000 and HK\$40,000 per month. However, neither Mr. Chen nor Ms. Liu will receive any remuneration prior to his/her re-election at the next general meeting of the

Company after his/her appointment. In accordance with the bye-laws of the Company, the appointment of Mr. Chen and Ms. Liu shall be subject to the requirement of re-election at the next general meeting of the Company after his/her appointment.

The biographical details of Mr. Chen and Ms. Liu are set out below respectively:

Mr. Chen Liang

Mr. Chen, aged 44, is the founder, executive director and chief executive officer of Day's Group (Day's Holding Company Limited, together with its subsidiaries, "Day's Group"). Mr. Chen has 10 years' experience in management and operation in the third-party payment industry. He currently serves as a standing member representative of the internet payment application working committee of the Payment & Clearing Association of China (中國支付清算協會), and a member representative of the professional committee of internet financing, the mobile payment working committee as well as the prepaid card working committee, and is actively engaged in the operation of the industry association. Before establishing Day's Group, Mr. Chen was the managing director of Shanghai Zhongwei Medical Services Limited* (上海中衛醫療服務有限公司) from 2005 to 2006. Prior to that, Mr. Chen had been a senior sales manager at Shanghai JHJ International Transportation Co., Ltd. (上海錦海捷亞國際貨運公司) from 1995 to 2001. Mr. Chen studied at Hefei University of Technology (合肥工業大學) majoring in computer and information experiment technology.

As at the date of this announcement and save as disclosed in the Announcement, Mr. Chen does not have any relationship with any Directors, senior management, or substantial or controlling shareholders of the Company and he does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Future Ordinance (Chapter 571).

Mr. Chen has neither held any directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years prior to the date of this announcement, nor held any other positions at the Company or any of its subsidiaries.

Ms. Liu Rong-Rong

Ms. Liu, aged 44, joined Day's Group in January 2015 and is now the vice president of Day's Group. Ms. Liu has over 15 years' experience in private fund industry and was a business partner of Boxin (Tianjin) Equity Investment Management Partnership Enterprise (Limited Partnership)* (博信(天津)股權投資管理合夥企業(有限合夥)) in 2013, a managing director of Vision Investment Management (Asia) Limited from 2009 to 2011, and worked for Crimson Asia Capital Holdings Ltd., Taiwan Branch from 1997 to

2009, with the last position as the person in charge of the Asia business of Crimson Asia Capital Fund. Prior to this, Ms. Liu worked for McKinsey Asia LLC, Taiwan Branch from 1992 to 1995. At the same time, Ms. Liu has been the chief consultant of the investment management committee of Landseed International Medical Group (聯新國際醫療集團) since 2012, assisting in its strategic planning and capital operation in the Greater China region. Ms. Liu obtained a master's degree of business administration from The Wharton School of the University of Pennsylvania and a bachelor degree of economics from National Taiwan University.

As at the date of this announcement, Ms. Liu does not have any relationship with any Directors, senior management, or substantial or controlling shareholders of the Company and she does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Future Ordinance (Chapter 571).

Ms. Liu has neither held any directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years prior to the date of this announcement, nor held any other positions at the Company or any of its subsidiaries.

Save as disclosed above, the Board is not aware of any information relating to the appointment of Mr. Chen and the appointment of Ms. Liu that is required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and the Board is not aware of any other matters that need to be brought to the attention of the shareholders of the Company.

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

Hong Kong, 30 April 2015

As at the date of this announcement, Mr. Zhang Sanhuo, Mr. Huang Boqi and Mr. Tse Michael Nam 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.

** For identification purpose only*