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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)

VOLUNTARY ANNOUNCEMENT

Reference is made to the announcement of North Asia Resources Holdings Limited (the “**Company**”, together with its subsidiaries as the “**Group**”) dated 27 January 2015 (the “**Announcement**”) in relation to, among other things, the issue by 古交市煤炭工業局(Gujiao Municipality Coal Industry Bureau*) of a notification to the Group in connection with the suspension of construction and development works at the Group’s five mining sites located in Shanxi Province and rectification scheme. As mentioned in the Announcement, the Group has immediately (i) established specific project teams which are responsible for the rectification planning and the implementation of the rectification measures; and (ii) procured more equipment for tackling the soakaway pit. After implementation of the rectification measures and inspection of the implementation of the rectification measures by the relevant authorities, the Group shall be entitled to apply for the resumption of construction and development works of the Group’s mining sites from the relevant authorities. Unless otherwise defined, capitalized terms used herein shall have the same respective meanings as defined in the Announcement.

Recently, the Group received 《關於開展全省煤礦安全生產大檢查的通知》(Notice of Commencement of Comprehensive Checks for Safe Coal Production in Shanxi Province*, the “**Safe Production Checks Notice**”) dated 30 April 2015 from 山西省煤炭工業廳(Shanxi Provincial Coal Industry Office*) and 山西煤礦安全監察局(Shanxi Administration Bureau of Coal Mine Safety*) and 《關於進一步加強煤礦防治水補充規定的通知》(Notice of Supplementary Provisions for Additional Efforts on Prevention of Coal Mine Flooding*, the “**Supplementary Provisions Notice**”) dated 11 May 2015 from Gujiao Municipality Coal Industry Bureau respectively. After the profound lesson from the serious coal mine flooding accident (the “**Accident**”) in Jiangjiawan Mine of Datong Coal Mine Group occurred on 19 April 2015 and according to 《山西省人民政府辦公廳關於深刻汲取同煤集團姜家灣煤礦透水事故教訓在全省範圍開展安全生產大檢查的通知》(晉政辦發電[2015] 42 號) (Notice of Commencement of Comprehensive Checks for Safe Coal Production in Shanxi Province on Learning Profound Lesson from

the Flooding Accident in Jiangjiawan Mine of Datong Coal Mine Group issued by the Office of the People's Government of the Shanxi Province (Jin Zheng Ban Fa Dian No. [2015] 42)*), the Safe Production Checks Notice requires specific checks on coal mine flooding and gas leakage, electrical and mechanical systems and transportation, and proper production and construction procedures. Under the requirement of Supplementary Provisions Notice, further implementation of prevention measures against coal mine flooding in Gujiao Municipality to avoid coal mine flooding accident by setting supplementary provisions for works on prevention of coal mine flooding, especially the requirements on adoption and standard of exploration technology, were required. For the avoidance of doubt, the Group's mines were not involved in the Accident.

In order to comply with the aforesaid relevant notices and requirements by provincial and municipal regulatory authorities and to actively follow the Safe Production Checks Notice and the Supplementary Provisions Notice, the Group has conducted comprehensive checks and improvement works again on our five suspended mines, especially relevant checks on water and gas prevention measures. The Directors are reviewing relevant examination and construction schedules as well as any possible additional workload and resources needed. In light of the above circumstance, the schedules of the improvement works and operation of the respective mines as mentioned in the Announcement are expected to be delayed. Further announcement(s) will be made to keep the shareholders updated for any material development as and when appropriate.

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

Hong Kong, 27 May 2015

As at the date of this announcement, 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.

** For identification purpose only*