

## **Monthly Return of Equity Issuer on Movements in Securities**

For the month end	ded (dd/mm	/yyyy) <b>:</b>	31/01/2012		
To: Hong Kong Ex	changes and	d Clearing	Limited		
Name of Issuer	-	North As	ia Resources Holdin	ngs Limited	
Date Submitted 1 Februa		ry 2012			
I. Movements in A	uthorised Sh	are Capita	al		
1. Ordinary Shares					
(1) Stock code :	61	_Descrip	tion:	Ordinary	Shares
			No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of	preceding n	nonth	77,452,700,000	HK\$0.01	HK\$774,527,000
Increase/(decrease)	1		0		0
Balance at close of	the month		77,452,700,000	HK\$0.01	HK\$774,527,000
(2) Stock code :	N/A	Descrip	tion :		_
			No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of	preceding n	nonth			
Increase/(decrease)	1				
Balance at close of	the month				

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٠,	Preference	Sharec
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Stock code: N/A Descr	iption: Convertib	ole Preference	Shares
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	2,547,300,000	HK\$0.01	HK\$25,473,000
Increase/(decrease)			
Balance at close of the month	2,547,300,000	HK\$0.01	HK\$25,473,000
3. Other Classes of Shares			
Stock code : N/A Descr	iption:		
Stock code : N/A Descr	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
	No. of other	(State	capital
Stock code : N/A Descr  Balance at close of preceding month  Increase/(decrease)	No. of other	(State	capital

Total authorised share capital at the end of the month (State currency):

HK\$800,000,000

## II. Movements in Issued Share Capital

	No. of ordina	ary shares	No. of preference N	No. of other classes
	(1)	(2)	shares	of shares
Balance at close of preceding month	1,138,007,578	-	2,086,487,776	<del>-</del>
Increase/ (decrease) during the month		-		-
Balance at close of the month	1,138,007,578	-	2,086,487,776	<u>-</u>

## III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

Share Options (under	Share Option	Schemes of the	Issuer)			
Particulars of share					No. of new shares of	No. of new shares of
option scheme					issuer issued during	issuer which may be
including EGM					the month pursuant	issued pursuant thereto
approval date		Movement duri	ing the month		thereto	as at close of the month
(dd/mm/yyyy) and					=	
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1.Grant date						
16/04/2007						
Exercise price						
HK\$3.55						
(30/05/2005)						
Ordinary shares						60,822
(Note 1)						
2.Grant date						
09/07/2007						
Exercise price						
HK\$6.51						
(25/05/2007)						
Ordinary shares						7,257,686
(Note 1)						
3.Grant date						
20/11/2007						
Exercise price						
HK\$3.75						
(25/05/2007)						
Ordinary shares						818,649
(Note 1)						
4.Grant date						
13/03/2008						
Exercise price						
HK\$2.40						
(20/02/2008)						
Ordinary shares						6,649,872
(Note 1)						
5.Grant date						
08/10/2008						
Exercise price						
HK\$1.00						
(28/05/2008)						
Ordinary shares						300,000
(Note 1)						
6.Grant date						
22/12/2009						
Exercise price						
HK\$2.34						
(27/05/2009)						
Ordinary shares					-	8,500,000
(Note 1)						

Share Options (under Share Option Schemes of the Issuer)

Share Options (under	Share Option	Schemes of the	issuei)		N. C. 1. C.	<b>X</b> C 1 C
Particulars of share					No. of new shares of	No. of new shares of
option scheme including EGM					issuer issued during the month pursuant	issuer which may be issued pursuant thereto
approval date		3.6			thereto	as at close of the month
(dd/mm/yyyy) and		Movement duri	ng the month		-	as at close of the month
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
7.Grant date				•		
18/10/2010						
Exercise price						
HK\$1.49						
(31/05/2010)						
Ordinary shares						3,400,000
(Note 1)						
		To	otal A. (Ordin	ary shares)	0	
			(Prefere	nce shares)	0	
			((	Other class)	0	
Total funds raised dur	ing the month	from exercise o	f			
options (State currenc	_			0		

Warrants to Issue Shares of the Issuer which are to be Listed

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of preceding month	Exercised during the month	Nominal value at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. N/A						
( / / ) Stock code (if listed) Class of shares issuable (Note 1)						
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  2. N/A	( / /	)				
( / / ) Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  3. N/A	( / /	)				
3. IVA						
( / / ) Stock code (if listed) Class of shares issuable (Note 1) Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	( / /	)				
4. N/A						
( / / ) Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	( / /	)				
		Total	(Prefere	nary shares) ence shares) Other class)	0	- -

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed) No. of new No. of new shares of shares of issuer issued issuer which may be issued during the month pursuant pursuant thereto as at Currency of Amount at close Converted Amount at thereto close of the amount of preceding during the close of the month Class and description outstanding month month month 1. Convertible Preference Shares (CPS) (Conversion Ratio = 1 CPS: 1.13636363636 Ord Shares) N/A 2,086,487,776 0 2,086,487,776 2,371,008,836 Stock code (if listed) Class of shares issuable (Note 1) **Ordinary Shares** Subscription price HK\$0.44 EGM approval date (if applicable) (dd/mm/yyyy) (10 / 11 / 2009) 2. Convertible Bonds due 2013 30,000,000 \_\_\_ 30,000,000 0 US\$ 0 178,846,153 Stock code (if listed) Class of shares issuable (Note 1) **Ordinary Shares** Subscription price HK\$1.30 EGM approval date (if applicable) (dd/mm/yyyy) (23 / 02 / 2011) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) ( / / )(dd/mm/yyyy) Total C. (Ordinary shares) (Preference shares) (Other class)

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

Totale than under Share Option Senemes)		
Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:  1. N/A	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
( / / ) shares (Note 1)		
2. N/A		
( / / ) shares (Note 1)		
3. <u>N/A</u>		
( / / ) shares (Note 1)		
Total D. (Ordinary shares) (Preference shares) (Other class)	0 0 0	

Ot	her Movements in	n Issued Share Capital				
					No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
	Type of Issue					
			Class of shares issuable N/A (Note 1)	<u>.</u>	-	
1.	Rights issue	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	)		
			EGM approval date: (dd/mm/yyyy) ( / /	)		
			Class of shares issuable N/A		-	
2.	Open offer	At price : State currency	Issue and allotment date: (dd/mm/yyyy) ( / /	)		
			EGM approval date: (dd/mm/yyyy) ( / /	)		
			Class of shares issuable N/A	<u>.</u>	-	
3.	Placing	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	)		
			EGM approval date: (dd/mm/yyyy) ( / /	)		
			Class of shares issuable N/A		_	
4.	Bonus issue		Issue and allotment date : (dd/mm/yyyy)	)		
			EGM approval date: (dd/mm/yyyy) ( / /	)		
1						

				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
	Type of Issue				
			Class of shares issuable N/A (Note 1)	_	
5.	Scrip dividend At J	orice : State currency	Issue and allotment date: (dd/mm/yyyy) ( / / )	)	
			EGM approval date: (dd/mm/yyyy) ( / / )	)	
			Class of shares N/A repurchased (Note 1)	_	
6.	Repurchase of shares		Cancellation date : (dd/mm/yyyy) ( / / )	)	
			EGM approval date: (dd/mm/yyyy) ( / / )	)	
			Class of shares N/A redeemed (Note 1)	_	
7.	Redemption of shares		Redemption date : (dd/mm/yyyy) ( / / )	)	
			EGM approval date: (dd/mm/yyyy) ( / / )	)	
			Class of shares issuable N/A (Note 1)	_	
8.	Consideration issue At J	price : State currency	- Issue and allotment date: (dd/mm/yyyy) ( / / )	)	
			EGM approval date: (dd/mm/yyyy) ( / / )	)	

0

0

				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
	Type of Issue				
			Class of shares issuable N/A (Note 1)	_	
9.	Capital reorganisation		Issue and allotment date : (dd/mm/yyyy) ( / /	)	
			EGM approval date: (dd/mm/yyyy) ( / /	)	
			Class of shares issuable N/A (Note 1)	_	
10.	Other (Please specify)	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	)	
			EGM approval date: (dd/mm/yyyy) ( / /	)	
			Total E. (Ordinary sha (Preference sha (Other cl	res) 0	
To	otal increase / (decre	ase) in ordinary shares durin	g the month (i.e. Total of A to E):	(1)	0
				(2)	0

(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)

Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):

 $Total\ increase\ /\ (decrease)\ in\ other\ classes\ of\ shares\ during\ the\ month\ (i.e.\ Total\ of\ A\ to\ E):$ 

Remarks (if any):
Submitted by: NG Jenna Bee Ching
Title: Company Secretary  (Director, Secretary or other duly authorised officer)
Notes:

- 1. State the class of shares (e.g. ordinary, preference or other).
- 2. If there is insufficient space, please append the prescribed continuation sheet.