



Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 30/09/2012

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer North Asia Resources Holdings Limited
 Date Submitted 3 October 2012

I. Movements in Authorised Share Capital

1. Ordinary Shares

| | | | |
|---|------------------------|--------------------------------------|---|
| (1) Stock code : <u>61</u> Description : <u>Ordinary Shares</u> | | | |
| | No. of ordinary shares | Par value <i>(State currency)</i> | Authorised share capital <i>(State currency)</i> |
| Balance at close of preceding month | <u>77,452,700,000</u> | <u>HK\$0.01</u> | <u>HK\$774,527,000</u> |
| Increase/(decrease) | <u>0</u> | | <u>0</u> |
| Balance at close of the month | <u>77,452,700,000</u> | <u>HK\$0.01</u> | <u>HK\$774,527,000</u> |
| (2) Stock code : <u>N/A</u> Description : _____ | | | |
| | No. of ordinary shares | Par value <i>(State currency)</i> | Authorised share capital <i>(State currency)</i> |
| Balance at close of preceding month | _____ | _____ | _____ |
| Increase/(decrease) | _____ | | _____ |
| Balance at close of the month | _____ | _____ | _____ |

2. Preference Shares

| | | | | |
|-------------------------------------|------------|--------------------------|--|---|
| Stock code : | <u>N/A</u> | Description : | <u>Convertible Preference Shares</u> | |
| | | No. of preference shares | Par value (<i>State currency</i>) | Authorised share capital (<i>State currency</i>) |
| Balance at close of preceding month | | <u>2,547,300,000</u> | <u>HK\$0.01</u> | <u>HK\$25,473,000</u> |
| Increase/(decrease) | | <u>-</u> | | <u>-</u> |
| Balance at close of the month | | <u>2,547,300,000</u> | <u>HK\$0.01</u> | <u>HK\$25,473,000</u> |

3. Other Classes of Shares

| | | | | |
|-------------------------------------|------------|--------------------------------|--|---|
| Stock code : | <u>N/A</u> | Description : | <u></u> | |
| | | No. of other classes of shares | Par value (<i>State currency</i>) | Authorised share capital (<i>State currency</i>) |
| Balance at close of preceding month | | <u></u> | <u></u> | <u></u> |
| Increase/(decrease) | | <u></u> | | <u></u> |
| Balance at close of the month | | <u></u> | <u></u> | <u></u> |

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

HK\$800,000,000

II. Movements in Issued Share Capital

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

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

| Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable | Movement during 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 |
|--|---------------------------|-----------|-----------|--------|--|---|
| | Granted | Exercised | Cancelled | Lapsed | | |
| <u>1. Grant date</u> | | | | | | |
| <u>Exercise price</u> | | | | | | |
| <u>Ordinary shares (Note 1)</u> | | | | | | |
| <u>2. Grant date</u> | | | | | | |
| <u>Exercise price</u> | | | | | | |
| <u>Ordinary shares (Note 1)</u> | | | | | | |
| <u>3. Grant date</u> | | | | | | |
| <u>Exercise price</u> | | | | | | |
| <u>Ordinary shares (Note 1)</u> | | | | | | |
| <u>4. Grant date</u> | | | | | | |
| <u>Exercise price</u> | | | | | | |
| <u>Ordinary shares (Note 1)</u> | | | | | | |
| <u>5. Grant date</u> | | | | | | |
| <u>Exercise price</u> | | | | | | |
| <u>Ordinary shares (Note 1)</u> | | | | | | |
| <u>6. Grant date</u> | | | | | | |
| <u>Exercise price</u> | | | | | | |
| <u>Ordinary shares (Note 1)</u> | | | | | | |

Share Options (under Share Option Schemes of the Issuer)

| Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable | Movement during 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 |
|--|---------------------------|-----------|----------------------------|--------|--|---|
| | Granted | Exercised | Cancelled | Lapsed | | |
| <u>7. Grant date</u> | | | | | | |
| <u>Exercise price</u> | | | | | | |
| <u>Ordinary shares</u> | | | | | | |
| <i>(Note 1)</i> | | | | | | |
| | | | Total A. (Ordinary shares) | | <u>0</u> | |
| | | | (Preference shares) | | <u>0</u> | |
| | | | (Other class) | | <u>0</u> | |
| Total funds raised during the month from exercise of options (State currency) | | | | | <u>0</u> | |

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 (<i>Note 1</i>) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | | (/ /) | | | | |
| 2. N/A | | | | | | |
| (/ /) | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (<i>Note 1</i>) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | | (/ /) | | | | |
| 3. N/A | | | | | | |
| (/ /) | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (<i>Note 1</i>) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | | (/ /) | | | | |
| 4. N/A | | | | | | |
| (/ /) | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (<i>Note 1</i>) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | | (/ /) | | | | |
| Total B. (Ordinary shares) | | | | | 0 | |
| (Preference shares) | | | | | 0 | |
| (Other class) | | | | | 0 | |

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

| Class and description | Currency of amount outstanding | Amount at close of preceding month | Converted during the month | Amount 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. Convertible Preference | | | | | | |
| Shares (CPS) | | | | | | |
| (Conversion Ratio = | | | | | | |
| 1 CPS : 1.13636363636 Ord Shares) | N/A | 2,086,487,776 | 0 | 2,086,487,776 | 0 | 2,371,008,836 |
| Stock code (if listed) | _____ | | | | | |
| Class of shares issuable (<i>Note 1</i>) | Ordinary Shares | | | | | |
| Subscription price | HK\$0.44 | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (10 / 11 / 2009) | | | | | |
| 2. Convertible Bonds due 2013 | | | | | | |
| _____ | | | | | | |
| _____ | | | | | | |
| | US\$ | 30,000,000 | 0 | 30,000,000 | 0 | 861,111,111 |
| Stock code (if listed) | _____ | | | | | |
| Class of shares issuable (<i>Note 1</i>) | Ordinary Shares | | | | | |
| Subscription price | HK\$0.27 | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (23 / 02 / 2011) | | | | | |
| 3. | | | | | | |
| _____ | | | | | | |
| _____ | | | | | | |
| Stock code (if listed) | _____ | | | | | |
| Class of shares issuable (<i>Note 1</i>) | _____ | | | | | |
| Subscription price | _____ | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | | | | |
| 4. | | | | | | |
| _____ | | | | | | |
| _____ | | | | | | |
| Stock code (if listed) | _____ | | | | | |
| Class of shares issuable (<i>Note 1</i>) | _____ | | | | | |
| Subscription price | _____ | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | | | | |
| | | | | | Total C. (Ordinary shares) | 0 |
| | | | | | (Preference shares) | 0 |
| | | | | | (Other class) | 0 |

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

| Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable: | 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 (/ /) shares (Note 1) | | |
| 2. N/A (/ /) shares (Note 1) | | |
| 3. N/A (/ /) shares (Note 1) | | |
| Total D. (Ordinary shares) | 0 | |
| (Preference shares) | 0 | |
| (Other class) | 0 | |

Other Movements in Issued Share Capital

| Other Movements in 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 | | | | | |
| 1. | Rights issue | At price : State currency _____ | Class of shares issuable <u>N/A</u> (Note 1) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | | |
| 2. | Open offer | At price : State currency _____ | Class of shares issuable <u>N/A</u> (Note 1) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | | |
| 3. | Placing | At price : State currency _____ | Class of shares issuable <u>N/A</u> (Note 1) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | | |
| 4. | Bonus issue | | Class of shares issuable <u>N/A</u> (Note 1) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | | |

| | | | | 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 | | | | | |
| 5. | Scrip dividend | At price : State currency _____ | Class of shares issuable (Note 1) _____ N/A | Issue and allotment date : (dd/mm/yyyy) (/ /) | |
| | | | | EGM approval date: (dd/mm/yyyy) (/ /) | |
| 6. | Repurchase of shares | | Class of shares repurchased (Note 1) _____ N/A | Cancellation date : (dd/mm/yyyy) (/ /) | |
| | | | | EGM approval date: (dd/mm/yyyy) (/ /) | |
| 7. | Redemption of shares | | Class of shares redeemed (Note 1) _____ N/A | Redemption date : (dd/mm/yyyy) (/ /) | |
| | | | | EGM approval date: (dd/mm/yyyy) (/ /) | |
| 8. | Consideration issue | At price : State currency _____ | Class of shares issuable (Note 1) _____ N/A | Issue and allotment date : (dd/mm/yyyy) (/ /) | |
| | | | | EGM approval date: (dd/mm/yyyy) (/ /) | |

| | | 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 | | | |
| 9. Capital reorganisation | | Class of shares issuable <u>N/A</u> (Note 1) | |
| | | Issue and allotment date : (dd/mm/yyyy) (/ /) | |
| | | EGM approval date: (dd/mm/yyyy) (/ /) | |
| 10. Other (Please specify) | At price : State currency _____ | Class of shares issuable <u>N/A</u> (Note 1) | |
| | | Issue and allotment date : (dd/mm/yyyy) (/ /) | |
| | | EGM approval date: (dd/mm/yyyy) (/ /) | |
| | | Total E. (Ordinary shares) <u>0</u> | |
| | | (Preference shares) <u>0</u> | |
| | | (Other class) <u>0</u> | |

| | | |
|---|-----|----------|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): | (1) | <u>0</u> |
| | (2) | <u>0</u> |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E): | | <u>0</u> |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E): | | <u>0</u> |
| <i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i> | | |

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.*