

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/10/2012

To : Hong Kong Exchanges and Clearing Limited

| Name of Issuer | North Asia Resources Holdings Limited |
|----------------|---------------------------------------|
| Date Submitted | 1 November 2012 |

I. Movements in Authorised Share Capital

1. Ordinary Shares

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

2. Preference Shares

| Stock code : | N/A | Descrip | ption : | Convertib | le Preference | Shares |
|-------------------------------------|-------------|---------|---------------|-------------------|----------------------------------|---|
| | | | - | reference ares | 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 | f the month | | 2,547,3 | 300,000 | HK\$0.01 | HK\$25,473,000 |

3. Other Classes of Shares

| Stock code : | N/A | _Description : | | |
|-----------------------|-------------|--------------------------------|----------------------------------|---|
| | | No. of other classes of shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of J | preceding 1 | nonth | | |
| Increase/(decrease) | | | _ | |
| Balance at close of t | he month | | | |

Total authorised share capital at the end of the month (State
currency) :HK\$800,000,000

II. Movements in Issued Share Capital

| | No. of ordir | nary shares | No. of preference | No. of other classes |
|--|---------------|-------------|-------------------|----------------------|
| | (1) | (2) | shares | of shares |
| Balance at close of preceding month | 1,138,007,578 | | 2,086,487,776 | |
| Increase/ (decrease) during the month | 56,818,181 | | (50,000,000) | |
| Balance at close of the month | 1,194,825,759 | | 2,036,487,776 | |

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

| Particulars of share option scheme including EGM | | | | | No. of new shares of issuer issued during the month pursuant | No. of new shares of issuer which may be issued pursuant thereto |
|--|---------|---------------|--------------|--------|--|--|
| approval date (dd/mm/yyyy) and - | | Movement duri | ng the month | | thereto | as at close of the month |
| class of shares issuable | Granted | Exercised | Cancelled | Lapsed | | |
| 1.Grant date | | | | | | |
| Exercise price | | | | | | |
| | | | | | | |
| Ordinary shares (Note 1) | | | | | | |
| 2.Grant date | | | | | | |
| Exercise price | | | | | | |
| Ordinary shares | | | | | | |
| (Note 1) | | | | | | |
| 3.Grant date | | | | | | |
| Exercise price | | | | | | |
| Ordinary shares | | | | | | |
| (Note 1) | | | | | | |
| 4.Grant date | | | | | | |
| Exercise price | | | | | | |
| Ordinary shares | | | | | | |
| (Note 1) | | | | | | |
| 5.Grant date | | | | | | |
| Exercise price | | | | | | |
| Ordinary shares | | | | | | |
| (Note 1) | | | | | | |
| 6.Grant date | | | | | | |
| Exercise price | | | | | | |
| Ordinary shares | | | | | | |
| (Note 1) | | | | | | |

| Share Options (under | Share Option | Schemes of the | Issuer) | | | |
|---|--------------|-----------------|----------------|--------------|---|--|
| Particulars of share option scheme including EGM approval date | | Movement duri | ng 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 |
| (dd/mm/yyyy) and - | | Wovement dur | ing the month | | | |
| class of shares issuable | Granted | Exercised | Cancelled | Lapsed | | |
| 7.Grant date | | | | ^ | | |
| Exercise price | | | | | | |
| $\frac{\text{Ordinary shares}}{(Note 1)}$ | | | | | | |
| (10010-1) | | Tc | otal A. (Ordin | ary shares) | 0 | |
| | | | | nce shares) | 0 | |
| | | | (0 | Other class) | 0 | |
| Total funds raised dur options (State currenc | • | from exercise o | ۰f | 0 | | |

For Main Board and GEM listed issuers

| Warrants to Issue Shares of the Issuer which are to be Listed | Warrants to | Issue S | hares of | the Issuer | which a | re to be | Listed |
|---|-------------|---------|----------|------------|---------|----------|--------|
|---|-------------|---------|----------|------------|---------|----------|--------|

| Description of warrants (Date of expiry - dd/mm/yyyy) | Currency of Nominal value a nominal close of value preceding month | during the | 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 |
|--|--|------------|--|--|--|
| <u>1. N/A</u> | | | | | |
| (/ /) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) | | | | | |
| <u>2. N/A</u> | | _ | | | |
| (/ /) Stock code (if listed) Class of shares issuable (Note 1) | | | | | |
| Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3. N/A | (/ /) | _ | | | |
| (/ /) 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 (<i>Note 1</i>) Subscription price | | _ | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | _ | | | |
| | Tot | (Prefere | nary shares) ence shares) Other class) | 0 | |

For Main Board and GEM listed issuers

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 50,000,000 2,036,487,776 2,314,190,654 56,818,181 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 US\$ 0 0 861,111,111 Stock code (if listed) Class of shares issuable (Note 1) 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 (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (/ /)4. Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (//) (dd/mm/yyyy) Total C. (Ordinary shares) 0 (Preference shares) 0 0 (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)

| 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. <u>N/A</u> | - | |
| | - | |
| | | |
| shares (Note 1) | | |
| 2. <u>N/A</u> | | |
| | | |
| | | |
| shares (Note 1) | | |
| 3. <u>N/A</u> | | |
| | - | |
| | | |
| shares (Note 1) | | |
| Total D. (Ordinary shares) | 0 | |
| (Preference shares) | 0 | - |
| (Other class) | 0 | - |

| 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 | | | | |
| | | Class of shares issuable <u>N/A</u> (<i>Note 1</i>) | | |
| 1. Rights issue | At price : State | Issue and allotment date : (dd/mm/yyyy) (/ /) | | |
| | | EGM approval date: (dd/mm/yyyy) (/ /) | | |
| | | | | |
| | | Class of shares issuable <u>N/A</u> (<i>Note 1</i>) | | |
| 2. Open offer | At price : State | Issue and allotment date : (dd/mm/yyyy) (/ /) | | |
| | | EGM approval date: (dd/mm/yyyy) (/ /) | | |
| | | | | |
| | | Class of shares issuable <u>N/A</u> (Note 1) | | |
| 3. Placing | At price : State | Issue and allotment date : (dd/mm/yyyy) (/ /) | | |
| | | EGM approval date: (dd/mm/yyyy) (/ /) | | |
| | | | | |
| | | Class of shares issuable <u>N/A</u> (Note 1) | | |
| 4. Bonus issue | | 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 | | | | |
| | | | Class of shares issuable N/A (Note 1) | - | |
| 5. | Scrip dividend | At price : State | 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 (<i>Note 1</i>) | - | |
| 7. | Redemption of shares | | Redemption date : (dd/mm/yyyy) (/ /) | | |
| | | | EGM approval date: (dd/mm/yyyy) (/ /) | | |
| | | | | | |
| | | | Class of shares issuable <u>N/A</u> (<i>Note 1</i>) | _ | |
| 8. | Consideration issue | At price : State currency ——— | - Issue and allotment date : (dd/mm/yyyy) (/ /) | | |
| | | | EGM approval date: (dd/mm/yyyy) (/ /) | | |
| | | | | | |

| Type of Issue | No. of new shares ofNo. of new shares ofNo. of new shares ofissuer issued during thewhich may be issued pursuant monthwhich may be thereto as at pursuantclose of the thereto |
|--|--|
| 9. Capital reorganisation | Class of shares issuable N/A (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 N/A (Note 1) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) |
| | Total E.(Ordinary shares)0(Preference shares)0(Other class)0 |

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

Remarks (if any):

| Submitted by: | NG Jenna Bee Ching | _ | |
|----------------|--|---|--|
| | | | |
| Title: | Company Secretary | | |
| (Director, Sec | retary 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.