



香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/07/2015

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer North Asia Resources Holdings Limited

Date Submitted 31 July 2015

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 (State currency)
				Authorised share capital (State currency)
Balance at close of preceding month	<u>76,905,061,616</u>		<u>HK\$0.01</u>	<u>HK\$769,050,616.16</u>
Increase/(decrease)	<u>-</u>			<u>-</u>
Balance at close of the month	<u>76,905,061,616</u>		<u>HK\$0.01</u>	<u>HK\$769,050,616.16</u>
(2) Stock code :	<u>N/A</u>	Description :		
			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 :	<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\$25,473,000.00</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\$25,473,000.00</u>

3. Other Classes of Shares

Stock code :	<u>N/A</u>	Description :	<u>Convertible Preference Shares (Class A)</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>547,638,384</u>	<u>HK\$0.01</u>	<u>HK\$5,476,383.84</u>
Increase/(decrease)		<u>-</u>		<u>-</u>
Balance at close of the month		<u>547,638,384</u>	<u>HK\$0.01</u>	<u>HK\$5,476,383.84</u>

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

HK\$800,000,000.00

II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference shares	No of preference shares (Class A)
	(1)	(2)		
Balance at close of preceding month	<u>16,993,647,082</u>	<u>-</u>	<u>0</u>	<u>0</u>
Increase/ (decrease) during the month	<u>1,800,378,979</u>	<u>-</u>	<u>-</u>	<u>-</u>
Balance at close of the month	<u>18,794,026,061</u>	<u>-</u>	<u>0</u>	<u>0</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		
1. Share Option Scheme 2015 granted on 14 July 15 (28/05/2015) Ordinary shares (Note 1)	<u>825,000,000</u>	<u>10,000,000</u>	<u>-</u>	<u>-</u>	<u>10,000,000</u>	<u>815,000,000</u>
2. (/ /) shares (Note 1)						
3. (/ /) shares (Note 1)						
			Total A. (Ordinary shares)		<u>10,000,000</u>	
			(Preference shares)		<u>0</u>	
			(Other class)		<u>0</u>	
Total funds raised during the month from exercise of options (State currency)					<u>HK\$1,500,000</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. _____ _____ _____	_____	_____	_____	_____	_____	_____
(/ /) Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /)						
2. _____ _____ _____	_____	_____	_____	_____	_____	_____
(/ /) Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /)						
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 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
<u>1. Convertible Bonds due 2017</u>						
	HK\$	1,738,175,324.71	-	1,738,175,324.71	-	10,224,560,733
Stock code (if listed)						
Class of shares issuable (<i>Note 1</i>)	Ordinary Shares					
Subscription price	HK\$0.17					
EGM approval date (if applicable) (dd/mm/yyyy)	(12 / 04 / 2013)					
<u>2. Convertible Bonds due 2016</u>						
	US\$	25,500,000	-	25,500,000	-	641,612,903
Stock code (if listed)						
Class of shares issuable (<i>Note 1</i>)	Ordinary Shares					
Subscription price	HK\$0.31					
EGM approval date (if applicable) (dd/mm/yyyy)	(12/04/2013)					
<u>3.</u>						
Stock code (if listed)						
Class of shares issuable (<i>Note 1</i>)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)						
<u>4.</u>						
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	
				(Preference shares class A)	0	

For Main Board and GEM listed issuers

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 _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) _____ EGM approval date: (dd/mm/yyyy) _____	(/ /)	(/ /)
2.	Open offer	At price : State currency _____	Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) _____ EGM approval date: (dd/mm/yyyy) _____	(/ /)	(/ /)
3.	Placing under General Mandate	At price : State currency <u>HK\$ 0.145</u>	Class of shares issuable <u>Ordinary</u> <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) _____ AGM approval date: (dd/mm/yyyy) _____	(16 / 07 / 2015)	(28 / 05 / 2015)
				<u>1,762,300,000</u>	<u>N/A</u>
4.	Bonus issue		Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) _____ EGM approval date: (dd/mm/yyyy) _____	(/ /)	(/ /)

For Main Board and GEM listed issuers

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

For Main Board and GEM listed issuers

Type of Issue		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
9. Capital reorganisation	<p>Class of shares issuable _____ (Note 1)</p> <p>Issue and allotment date : (dd/mm/yyyy) (/ /)</p> <p>EGM approval date: (/ /) (dd/mm/yyyy)</p>		
10. Other (Please specify) Capitalisation under General Mandate	<p>At price : State currency <u>HK\$ 0.145</u></p> <p>Class of shares issuable <u>Ordinary</u> (Note 1)</p> <p>Issue and allotment date : (dd/mm/yyyy) (22 / 07 / 2015)</p> <p>AGM approval date: (28 / 05 / 2015) (dd/mm/yyyy)</p>	<u>28,078,979</u>	<u>N/A</u>
Total E. (Ordinary shares)		<u>1,790,378,979</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>1,800,378,979</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 preference shares class A 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: Shek Wing Wa

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.*