

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :	31/03/2016

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	North Asia Resources Holdings Limited
Date Submitted	5 April 2016

I. Movements in Authorised Share Capital

1. Ordinary Shares			
(1) Stock code : <u>61</u> Descri	ption :	Ordinary	/ Shares
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	76,905,061,616	HK\$0.01	HK\$769,050,616.16
Increase/(decrease)			
Balance at close of the month	76,905,061,616	<u>HK\$0.01</u>	<u>HK\$769,050,616.16</u>
(2) Stock code : <u>N/A</u> Descri	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 :	<u>N/A</u> Descr	ription :	Convertible Preference Shares					
		No. of preferer shares	Par value nce (State currency)	Authorised share capital (State currency)				
Balance at clos	se of preceding month	2,547,300,000) <u>HK</u> \$0.01	HK\$25,473,000.00				
Increase/(decre	ease)							
Balance at clos	se of the month	2,547,300,000) <u>HK\$0.01</u>	<u>HK\$25,473,000.00</u>				

3. Other Classes of Shares

Stock code : <u>N/A</u> Description :			Convertible Preference Shares (Class A)				
			f other of shares	Par value (State currency)	Authorised share capital (State currency)		
Balance at close o	f preceding month	547,62	38,384	HK\$0.01	HK\$5,476,383.84		
Increase/(decrease	?)						
Balance at close o	f the month	547,6	38,384	<u>HK\$0.01</u>	HK\$5,476,383.84		

Total authorised share capital at the end of the month (State
currency) :HK\$800,000,000.00

	No. of ordinary shares		No of preference	No of preference		
	(1)	(2)	shares	shares (Class A)		
Balance at close of preceding month	20,663,363,407		0	0		
Increase/ (decrease) during the month	38,000,000,000					
Balance at close of the month	58,663,363,407		0	0		

III. Details of Movements in Issued Share Capital

Share Options (under	Share Option	Schemes of the Is	ssuer)			
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 durin	g the month		thereto	as at close of the month
(dd/mm/yyyy) and -			0			
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share						
Option Scheme						
2015granted						
on 14 July 15						
(28/05/2015)						
Ordinary shares	-	-	-	-	-	807,000,000
(Note 1)						
2.						
shares						
$\frac{\text{shares}}{(Note 1)}$		·		·		
(note 1)						
3.						
<u> </u>						
·						
(/ /)						
shares						
(Note 1)						
		Tot	al A. (Ordin	ary shares)	0	
			(Prefere	nce shares)	0	
			(0	Other class)	0	
Total funds raised dur	ing the month	from exercise of				
options (State currenc				HK\$0		
- `	-					

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of Nominal value at nominal close of value 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 (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
2					
(/ /) Stock code (if listed) Class of shares issuable (Note 1)					
Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3.	(/ /)				
<u> </u>					
(/ /) 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	(Preferen	ary shares) nce shares) Other class)	0	

For Main Board and GEM listed issuers

Convertibles (i.e. Convertible in Class and description <u>1. Convertible Bonds due 2017</u>		Amount at close of preceding 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
Stock code (if listed)	HK\$	1,420,387,975.68		1,420,387,975.68		20,291,256,795
Class of shares						
issuable (Note 1)	Ordinary Shares					
Subscription price	HK\$0.07	,				
(if applicable)						
(dd/mm/yyyy))	(12 / 04 / 2013)					
2. Convertible Bonds due 2016	_					
	_					
	US\$	16,500,000				
Stock code (if listed)	03\$	10,500,000				
Class of shares						
issuable (Note 1)	Ordinary Shares					
Subscription price	HK\$0.31					
EGM approval date (if applicable)						
(dd/mm/yyyy)	(12/04/2013)					
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. (Ordi		0	_
				ence shares)	0	-
			(Preference sha	ares 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)

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

	ner Movements in Iss	ued 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
1.	Type of Issue Rights issue	At price : State	Class of shares issuable <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy)	(/ /)		month
			EGM approval date: (dd/mm/yyyy)	(/ /)		
2.	Open offer	At price : State	Class of shares issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	 (/ /) (/ /)		
3.	Placing	At price : State $\frac{HK\$}{0.01}$	Class of shares issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) SGM approval date: (dd/mm/yyyy)	O <u>rdinary Sh</u> (18/03/2016 (15/02/2016)	
4.	Bonus issue		Class of shares issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /) (/ /)		

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

No. of new shares of shares of issuer isu	shares of sisuer issued iss during the month pursuant thereto th cl Type of Issue Class of shares issuable 9. Capital reorganisation	
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AGM approval date: (//)	date : (dd/mm/yyyy)	
AGM approval date: (/ /)		
non approval date.	AGM approval date: $(//)$	
(dd/mm/yyyy)	(dd/mm/yyyy)	
Total E. (Ordinary shares) 38,000,000,000	Total E. (Ordinary shares) 38 000 000	
(Preference shares) 0		
	(Other class) 0	
(Outer class) 0		

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1) (2)	38,000,000,000	
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		0	
Total increase / (decrease) in preference shares class A 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):

On 18 March 2016, the Company had redeemed all outstanding Convertible Bonds due 2016 in order to reduce the interest expenses of the Company.

Pursuant to the terms of the instruments constituting the 2017 Convertible Bonds, the conversion price of the 2017 Convertible Bonds will be adjusted from the existing conversion price of HK\$0.17 per Share to HK\$0.07 per Share as a result of the Placing with effect from 18 March 2016, and a total of 20,291,256,795 Shares will fall to be issued upon exercise in full of the conversion rights attached thereto.

Submitted by: Shek Wing Wa

 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.