

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



NORTH ASIA RESOURCES HOLDINGS LIMITED

北亞資源控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 61)

PROFIT WARNING ANNOUNCEMENT

This announcement is made pursuant to Rule 13.09(2)(a) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”) and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The board of directors (the “Board”) of North Asia Resources Holdings Limited (the “Company”, together with its subsidiaries as the “Group”) wishes to inform the shareholders of the Company and potential investors that the Group will likely record a substantial increase in loss for the six months ended 30 June 2013 as compared to that for the last corresponding year.

The increase in loss during the period under review was mainly attributable to the (i) decrease in fair value of financial instruments at fair value through profit or loss; (ii) increase in administrative expenses; (iii) loss on redemption of promissory notes; (iv) loss on redemption of convertible loan notes; and (v) increase in interest expenses. The loss will not affect the cash flow and current assets of the Group materially as the substantial part of the loss is non-cash in nature.

As the Group is still in the process of finalising its unaudited interim results for the six months ended 30 June 2013, the information contained in this announcement is only based on a preliminary assessment by the management of the Company on the information currently available, and such information has not been audited or reviewed by the Company's auditor. Shareholders and potential investors are advised to refer to the details in the interim results announcement of the Company for the six months ended 30 June 2013 which will be released on 29 August 2013.

Shareholders and potential investors are advised to exercise caution when dealing in the shares of the Company.

By the order of the Board of
North Asia Resources Holdings Limited
Mr. Zhang Sanhuo
Chairman

Hong Kong, 22 August 2013

As at the date of this announcement, Mr. Zhang Sanhuo, Mr. Zhang Xu and Mr. Tse Michael Nam are the executive Directors, Mr. Zuo Chengjian is the non-executive Director and Mr. Lim Yew Kong, John, Mr. Zhou Chunsheng and Mr. Leung Po Wing, Bowen Joseph (GBS, JP) are the independent non-executive Directors.