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NORTH ASIA RESOURCES HOLDINGS LIMITED

北亞資源控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 61)

RESULTS OF ANNUAL GENERAL MEETING

The Board is pleased to announce that at the AGM held on Monday, 29 May 2017, all the Resolutions as set out in the Notice were duly passed by the Shareholders by way of poll.

References are made to the circular dated 26 April 2017 (the “**Circular**”), the notice of AGM dated 26 April 2017 (the “**Notice**”) and the announcement dated 10 May 2017 of North Asia Resources Holdings Limited (the “**Company**”) in relation to the annual general meeting (the “**AGM**”) of the Company. Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

RESULTS OF AGM

The Board is pleased to announce that at the AGM held on Monday, 29 May 2017, all the resolutions (the “**Resolutions**”) as set out in the Notice were taken by poll. The Company’s Hong Kong branch share registrar and transfer office, Tricor Tengis Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

As at the date of the AGM, the total number of issued Shares was 72,967,463,002 Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against the Resolutions at the AGM. There were no Shares which entitled the holders thereof to attend and vote only against any Resolutions as set out in rule 13.40 of the Listing Rules and no Shareholder is required under the Listing Rules to abstain from voting on any Resolutions at the AGM. It is noted that no parties had indicated in the Circular their intention to vote against or abstain from voting on any Resolutions at the AGM.

The Board is pleased to announce that all the proposed Resolutions were duly passed by the Shareholders by way of poll at the AGM.

The voting results of the AGM in respect of the Resolutions were as follows:

Ordinary Resolutions (Note)		Number of votes (approximate %)	
		For	Against
1.	To receive and consider the audited consolidated financial statements and the reports of the Directors and Auditor of the Company for the year ended 31 December 2016;	18,858,622,457 (100%)	0 (0%)
2.	(a) To re-elect Mr. Huang Boqi as executive Director;	18,858,617,457 (99.99%)	5,000 (0.01%)
	(b) To re-elect Mr. Tse Michael Nam as executive Director;	18,858,617,457 (99.99%)	5,000 (0.01%)
	(c) To re-elect Mr. Zou Chengjian as non-executive Director;	18,858,617,457 (99.99%)	5,000 (0.01%)
	(d) To re-elect Mr. Leung Po Wing, Bowen Joseph, <i>GBS, JP</i> as independent non-executive Director;	18,858,617,457 (99.99%)	5,000 (0.01%)
	(e) To re-elect Mr. Zhou Chunsheng as independent non-executive Director; and	18,858,617,457 (99.99%)	5,000 (0.01%)
	(f) To authorise the board of Directors to fix the Directors' remuneration.	18,858,622,457 (100%)	0 (0%)
3.	To re-appoint Shinewing (HK) CPA Limited as the auditors of the Company and to authorise the board of Directors to fix their remuneration;	18,858,622,457 (100%)	0 (0%)
4.	To grant the general mandate to the Directors to issue, allot and otherwise deal with the Company's Shares;	18,858,622,457 (100%)	0 (0%)
5.	To grant the general mandate to the Directors to repurchase the Shares;	18,858,622,457 (100%)	0 (0%)
6.	To extend the general mandate granted to the Directors to allot, issue and deal with additional Shares by addition of the nominal amount of the Shares repurchased; and	18,858,622,457 (100%)	0 (0%)
7.	To approve the refreshment of the share option scheme mandate limit.	18,858,622,457 (100%)	0 (0%)

Note: Full text of the Resolutions is set out in the Notice.

As more than 50% of the votes were cast in favour of each of the above Resolutions, all the Resolutions were duly passed as ordinary resolutions by the Shareholders at the AGM.

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

Hong Kong, 29 May 2017

*As at the date of this announcement, Mr. Zhang Sanhuo, Mr. Huang Boqi and Mr. Tse Michael Nam are the executive Directors, Mr. Zou Chengjian is the non-executive Director, and Ms. Leung Yin Fai, Mr. Leung Po Wing, Bowen Joseph *GBS, JP* and Mr. Zhou Chunsheng are the independent non-executive Directors.*