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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 Thursday, 29 May 2014, all the Resolutions as set out in the Notice were duly passed by the Shareholders by way of poll.

Reference is made to the circular (the “**Circular**”) and the notice (the “**Notice**”) of North Asia Resources Holdings Limited (the “**Company**”) each dated 28 April 2014 in relation to the annual general meeting 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 ANNUAL GENERAL MEETING

The Board is pleased to announce that at the AGM held on Thursday, 29 May 2014, 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 3,309,935,166 Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against the Resolutions at the AGM. To the best of the Directors' knowledge, information and belief, 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 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 in respect of the Resolutions were as follows:

Ordinary Resolutions		Number of votes (approximate %)	
		For	Against
1.	To receive and consider the audited consolidated financial statements and the reports of the Directors and Auditors of the Company for the year ended 31 December 2013	840,253,439 (100.00%)	0 (0.00%)
2.	(a) To re-elect Mr. Zhang Sanhuo as executive Director	797,483,439 (94.91%)	42,770,000 (5.09%)
	(b) To re-elect Mr. Zhang Xu as executive Director	839,983,439 (99.97%)	270,000 (0.03%)
	(c) To re-elect Mr. Tse Michael Nam as executive Director	782,352,039 (93.11%)	57,901,400 (6.89%)
	(d) To re-elect Mr. Zou Chengjian as non-executive Director	839,983,439 (99.97%)	270,000 (0.03%)
	(e) To re-elect Mr. Zhou Chunsheng as independent non-executive Director	789,852,039 (94.00%)	50,401,400 (6.00%)
	(f) To re-elect Ms. Leung Yin Fai as independent non-executive Director	840,253,439 (100.00%)	0 (0.00%)
	(g) To authorise the board of Directors to fix the Directors' remuneration	832,753,439 (99.11%)	7,500,000 (0.89%)

3.	To re-appoint the Company's auditors and authorise the board of Directors to fix their remuneration	840,253,439 (100.00%)	0 (0.00%)
4.	To grant the general mandate to the Directors to issue, allot and otherwise deal with the Shares	789,852,039 (94.00%)	50,401,400 (6.00%)
5.	To grant the general mandate to the Directors to repurchase the Shares	840,253,439 (100.00%)	0 (0.00%)
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	789,852,039 (94.00%)	50,401,400 (6.00%)

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 of the Company.

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

Hong Kong, 29 May 2014

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