

**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

**If you are in any doubt** as to any aspect of this circular or as to the action you should take, you should consult your licensed securities dealer or registered institution in securities, bank manager, solicitor, professional accountant or other professional adviser.

**If you have sold or transferred** all your shares in Green Global Resources Limited, you should at once hand this circular and the accompanying form of proxy to the purchaser or the transferee or to the bank manager, licensed securities dealer or registered institution in securities or other agent through whom the sale was effected for transmission to the purchaser or the transferee.

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this circular, 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 circular.



**GREEN GLOBAL RESOURCES LIMITED**

**綠色環球資源有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 61)**

## **PROPOSED CHANGE OF COMPANY NAME**

---

A notice convening the special general meeting of the Company to be held at 9th Floor, Wincome Centre, Nos. 39-41 Des Voeux Road Central, Hong Kong at 11:00 a.m. on 19 March 2010 is set out on pages 5 to 6 of this circular. A form of proxy for use at the meeting is enclosed with this circular. Whether or not you are able to attend the special general meeting, you are requested to complete the accompanying form of proxy in accordance with the instructions printed thereon and return the same to the branch share registrar of the Company in Hong Kong, Tricor Tengis Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for the holding of the meeting or any adjournment thereof. Completion and return of the form of proxy shall not preclude you from attending and voting in person at the special general meeting or any adjournment thereof should you so desire and in such event, the proxy shall be deemed to be revoked.

\* *for identification purposes only*

# CONTENTS

	<i>Page</i>
<b>Definitions</b> .....	1
<b>Letter from the Board</b> .....	2
<b>Notice of SGM</b> .....	5

## DEFINITIONS

*In this circular, unless the context otherwise requires, the following expressions have the following meanings:*

“Announcement”	the announcement of the Company dated 9 February 2010 in relation to, among others, the proposed Change of Name
“Board”	the board of Directors
“Change of Name”	the proposed change of the English name of the Company from “Green Global Resources Limited” to “North Asia Resources Holdings Limited”, and the adoption of a new Chinese name “北亞資源控股有限公司” as the Chinese secondary name of the Company to replace the Chinese name “綠色環球資源有限公司” (which was adopted for identification purposes only)
“Company”	Green Global Resources Limited, a company incorporated in Bermuda with limited liability and the Shares of which are listed on the Stock Exchange
“Director(s)”	director(s) of the Company
“Group”	the Company and its subsidiaries
“Hong Kong”	Hong Kong Special Administrative Region of the People’s Republic of China
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“SGM”	the special general meeting of the Company to be convened and held for the Shareholders to consider and, if thought fit, approve the proposed Change of Name
“Share(s)”	ordinary share(s) of HK\$0.01 each in the share capital of the Company
“Shareholder(s)”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong

## LETTER FROM THE BOARD



### GREEN GLOBAL RESOURCES LIMITED

綠色環球資源有限公司\*

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 61)**

*Executive Directors:*

Mr. Tse Michael Nam (*Chairman*)

Mr. Puongpun Sananikone

*Independent non-executive Directors:*

Mr. Lim Yew Kong, John

Mr. Albert Theodore Powers

Mr. Pang Seng Tuong

*Registered Office:*

Clarendon House

2 Church Street

Hamilton HM 11

Bermuda

*Head Office and Principal*

*place of business in Hong Kong:*

9th Floor

Wincome Centre

Nos. 39-41 Des Voeux Road

Central, Hong Kong

24 February 2010

*To the Shareholders*

Dear Sir or Madam,

### PROPOSED CHANGE OF COMPANY NAME

#### INTRODUCTION

Reference is made to the Announcement of the Company dated 9 February 2010 in relation to, among other matters, the proposed Change of Name. The purpose of this circular is to provide you with the information relating to the resolution to be proposed at the SGM for the proposed Change of Name and to give you the notice convening the SGM.

#### CHANGE OF NAME OF THE COMPANY

##### **The Proposal**

The Board announced on 9 February 2010 that it proposed to change the English name of the Company from "Green Global Resources Limited" to "North Asia Resources Holdings Limited", and the adoption of a new Chinese name "北亞資源控股有限公司" as the Chinese secondary name of the Company to replace the Chinese name "綠色環球資源有限公司" (which was adopted for identification purposes only).

\* *for identification purposes only*

## LETTER FROM THE BOARD

### Conditions

The proposed Change of Name is subject to the satisfaction of the following conditions:

1. the passing of a special resolution by the Shareholders approving the Change of Name at the SGM; and
2. if necessary, the Registrar of Companies in the Bermuda granting approval for the use of the new English and Chinese names of the Company.

A special resolution will be proposed at the SGM for Shareholders' approval for the Change of Name.

### Reasons for the Change of Name

Reference is made to the announcement of the Company dated 14 December 2009 and the circular of the Company dated 23 October 2009 in relation to, among other things, the acquisition of the entire issued share capital of North Asia Resources Group Limited. Given the expansion and diversification of the Company's business into the mining industry, the Board considers that the new name "North Asia Resources Holdings Limited" can more accurately reflect the regional nature and the new business focus of the Company and its subsidiaries. In addition, the new name can also refresh the Company's corporate image and identity.

The Board is therefore of the opinion that the proposed Change of Name will benefit the Company's future business development and is in the best interest of the Company and the Shareholders as a whole.

### Effects on the Change of Name

The proposed Change of Name will not affect any of the rights of the Shareholder. Once the Change of Name becomes effective, share certificates of the Company will be issued in the new English and Chinese names of the Company. However, all existing share certificates in issue bearing the existing name of the Company will, after the Change of Name has become effective, continue to be effective as documents of title to and be valid for trading, settlement and registration purposes. There will not be any arrangement for the exchange of the existing share certificates of the Company for new share certificates bearing the new English and Chinese names of the Company.

The proposed Change of Name will become effective from the date on which the new English and Chinese names of the Company are entered into the register maintained by the Registrar of Companies in Bermuda. The Company will comply with the filing procedures in Hong Kong regarding the Change of Name and the Company expects to be traded in its new English and Chinese names as soon as the proposed Change of Name becomes effective and the filing procedures in Hong Kong have been fulfilled. Further announcement will be made by the Company as and when appropriate to inform the Shareholders of the effective date of the Change of Name and the new stock short name of the Shares.

## LETTER FROM THE BOARD

### SGM

The Change of Name is subject to, among other matters, the approval of the Shareholders by way of a special resolution at the SGM. To the best of the Directors' knowledge, none of the Shareholders has a material interest in the Change of Name and are required to abstain from voting at the SGM.

A notice convening the SGM at 9th Floor Wincome Centre, Nos. 39-41 Des Voeux Road Central, Hong Kong on 19 March 2010 at 11:00 a.m. is set out on pages 5 to 6 of this circular. Whether or not you are able to attend the meeting in person, you are requested to complete and return the accompanying form of proxy in accordance with the instructions printed thereon to the Company's branch share registrar, Tricor Tengis Limited, at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong as soon as practicable but in any event not less than 48 hours before the time appointed for the holding of the meeting or the adjourned meeting (as the case may be). Completion and return of the form of proxy will not preclude you from attending and voting at the meeting or any adjourned meeting thereof (as the case may be) should you so desire and in such event, the proxy shall be deemed to be revoked.

### RESPONSIBILITY STATEMENT

This circular includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Group. The Directors collectively and individually accept full responsibility for the accuracy of the information contained in this document and confirm, having made all reasonable enquiries, that to the best of their knowledge and belief there are no other facts the omission of which would make any statement herein misleading.

### RECOMMENDATION

The Board considers that the Change of Name is in the best interest of the Company and the Shareholders as a whole, and therefore recommends the Shareholders to vote in favour of the resolution approving the Change of Name at the SGM.

By the order of the Board  
**Green Global Resources Limited**  
**Mr. Tse Michael Nam**  
*Chairman*

NOTICE OF SGM



**GREEN GLOBAL RESOURCES LIMITED**

**綠色環球資源有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 61)**

**NOTICE IS HEREBY GIVEN THAT** a special general meeting (the “SGM”) of Green Global Resources Limited (the “Company”) will be held at 11:00 a.m. on Friday, 19 March 2010 at 9th Floor, Wincome Centre, Nos. 39-41 Des Voeux Road Central, Hong Kong for the following purpose of considering and, if thought fit, passing with or without amendments, the following resolution:

**SPECIAL RESOLUTION**

“**THAT** subject to and conditional upon the approval of the Registrar of Companies in Bermuda being obtained, the English name of the Company be and is hereby changed from “Green Global Resources Limited” to “North Asia Resources Holdings Limited”, and a new Chinese name “北亞資源控股有限公司” be adopted as the Chinese secondary name of the Company to replace the Chinese name “綠色環球資源有限公司” (which was adopted for identification purposes only) with effect from the date of entry of the new English and Chinese names on the register maintained by the Registrar of Companies in Bermuda, and that the directors of the Company be and are hereby authorised to do all such acts, deeds and things and execute all documents they consider necessary or expedient to give effect to the aforesaid change of name of the Company.”

By the order of the Board  
**Green Global Resources Limited**  
**Mr. Tse Michael Nam**  
*Chairman*

Hong Kong, 24 February 2010

*Registered Office:*  
Clarendon House  
2 Church Street  
Hamilton HM 11  
Bermuda

*Head Office and Principal place of business in Hong Kong:*  
9th Floor  
Wincome Centre  
Nos. 39-41 Des Voeux Road  
Central, Hong Kong

\* *for identification purposes only*

## NOTICE OF SGM

*Notes:*

1. A member entitled to attend and vote at the SGM is entitled to appoint one, or if he is a holder of more than one share, more proxies to attend and, subject to the provisions of the bye-laws of the Company, to vote on his behalf. A proxy need not be a member of the Company but must be present in person at the SGM to represent the member. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed.
2. Whether or not you intend to attend the SGM in person, you are requested to complete and return the enclosed form of proxy in accordance with the instructions printed thereon. Completion and return of a form of proxy will not preclude a member from attending in person and voting at the SGM or any adjournment thereof, should he so wish and in such event, the proxy shall be deemed to be revoked.
3. In order to be valid, the form of proxy, together with a power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of such power or authority must be deposited at the Company's branch share registrar in Hong Kong, Tricor Tengis Limited, at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong, not less than 48 hours before the time appointed for holding the SGM or any adjournment thereof.
4. In the case of joint holders of shares, any one of such holders may vote at the SGM, either personally or by proxy, in respect of such share as if he was solely entitled thereto, but if more than one of such joint holder are present at the SGM personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such shares shall alone be entitled to vote in respect thereof.