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## **NORTH ASIA STRATEGIC HOLDINGS LIMITED** **北亞策略控股有限公司**\*

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 8080)**

### **COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE**

#### **Financial Adviser**



禹銘投資管理有限公司  
YU MING INVESTMENT MANAGEMENT LIMITED

#### **Placing Agent**



**Oriental Patron Securities Limited**

The Board is pleased to announce that the condition to the Placing Agreement has been fulfilled and completion of the Placing took place on 15 April 2015. An aggregate of 300,000,000 Placing Shares were allotted and issued to the Placee at the Placing Price of HK\$0.105 per Placing Share pursuant to the terms and conditions of the Placing Agreement.

Reference is made to the announcement of North Asia Strategic Holdings Limited (the “**Company**”) dated 30 March 2015 (the “**Announcement**”) in relation to the placing of new Shares under the General Mandate. Capitalised terms used herein shall have the same meanings as those defined in the Announcement unless otherwise defined herein.

\* For identification purposes only

## COMPLETION OF THE PLACING

The Board is pleased to announce that the condition to the Placing Agreement has been fulfilled and completion of the Placing took place on 15 April 2015. An aggregate of 300,000,000 Placing Shares, representing approximately (i) 18.58% of the issued share capital of the Company immediately before completion of the Placing; and (ii) 15.67% of the issued share capital of the Company as enlarged by the allotment and issue of the Placing Shares immediately after completion of the Placing and as at the date of this announcement, were allotted and issued to the Placee at the Placing Price of HK\$0.105 per Placing Share pursuant to the terms and conditions of the Placing Agreement. Upon completion of the Placing, the Placee becomes a substantial shareholder of the Company.

## CHANGES IN THE SHAREHOLDING STRUCTURE OF THE COMPANY

The shareholding structure of the Company (i) immediately before completion of the Placing; (ii) immediately upon completion of the Placing but before full conversion of the Convertible Bonds and as at the date of this announcement; and (iii) immediately upon completion of the Placing and full conversion of the Convertible Bonds is set out below:

Shareholders	Immediately before completion of the Placing		Immediately upon completion of the Placing but before full conversion of Convertible Bonds and as at the date of this announcement		Immediately upon completion of the Placing and full conversion of Convertible Bonds	
	<i>Number of Shares</i>	<i>Approximate %</i>	<i>Number of Shares</i>	<i>Approximate %</i>	<i>Number of Shares</i>	<i>Approximate %</i>
Ding Yi	402,445,296	24.92%	402,445,296	21.02%	402,445,296	18.67%
The Placee	—	—	300,000,000	15.67%	540,000,000	25.06%
Million Land Limited	269,058,296	16.66%	269,058,296	14.05%	269,058,296	12.49%
C.L Davids Fond og Samling	106,178,010	6.57%	106,178,010	5.54%	106,178,010	4.93%
Other public Shareholders	837,315,642	51.85%	837,315,642	43.72%	837,315,642	38.85%
Total	<u>1,614,997,224</u>	<u>100%</u>	<u>1,914,997,244</u>	<u>100%</u>	<u>2,154,997,244</u>	<u>100%</u>

By Order of the Board  
**NORTH ASIA STRATEGIC HOLDINGS LIMITED**  
**Ding Yi**  
*Chairman and Executive Director*

Hong Kong, 15 April 2015

*As at the date of this announcement, the Board comprises Mr. Ding Yi (Chairman and Executive Director), Ms. Zhang Yifan (Executive Director), Mr James Tsiolis (Deputy Chairman and Non-executive Director), Mr. Joseph Chan Nap Kee (Non-executive Director); and Mr. Kenneth Kon Hiu King, Mr. Joseph Liang Hsien Tse and Mr. Pierre Tsui Kwong Ming (being Independent Non-executive Directors).*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on the GEM website at [www.hkgem.com](http://www.hkgem.com) on the “Latest Company Announcements” page for at least seven days from the date of its posting and on the Company’s website at [www.nasholdings.com](http://www.nasholdings.com).*