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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)

(1) DATE OF PAYMENT OF SPECIAL DIVIDEND AND

(2) ADJUSTMENT TO CONVERSION PRICE OF THE CONVERTIBLE BOND

Reference is made to the announcement of North Asia Strategic Holdings Limited (the “**Company**”) dated 8th June 2017 in relation to the payment of a special dividend of HK\$0.06 (the “**Special Dividend**”) per ordinary share of the Company (“**Share**”) to the shareholders of the Company.

DATE OF PAYMENT OF SPECIAL DIVIDEND

The board of Directors of the Company hereby announces that the Special Dividend will be paid on or about 10th July 2017 to shareholders whose names appeared on the register of members of the Company on 27th June 2017.

ADJUSTMENT TO CONVERSION PRICE OF THE CONVERTIBLE BOND ISSUED ON 20TH AUGUST 2014

The Company has outstanding convertible bond of HK\$60,000,000 issued on 20th August 2014 with initial conversion price of HK\$0.25 (subject to adjustment) (“**CB**”), on the date of this announcement.

In accordance to the provisions of the adjustments to the conversion price as stated in the instrument constituting the CB (the “**Instrument**”), the Special Dividend (not being paid out of net profits (less losses) attributable to the shareholders for financial periods after 31 March 2013), constituted a Capital Distribution (as defined in the Instrument). Accordingly with effect on the date on which the Special Dividend is made, the conversion price for the outstanding CB immediately prior to such Special Dividend (being HK\$0.25 per Share) will be adjusted and the maximum number of Shares that will fall to be issued upon full conversion of the CB (assuming no conversion prior to the date the Special Dividend is made) will be as follows:

* *For identification purpose only*

Before adjustment for Special dividend		After adjustment for Special dividend	
Existing conversion price (subject to adjustments)	Number of shares falling to be issued upon full conversion of CB	Adjusted conversion price (subject to adjustment)	Number of shares falling to be issued upon full conversion of CB
HK\$0.25	240,000,000	HK\$0.074	810,810,810

By Order of the Board
North Asia Strategic Holdings Limited
Zhang Yifan
Chairlady and Executive Director

Hong Kong, 13th June 2017

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

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in the compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited 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 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.