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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)

PROFIT WARNING

This announcement is made by North Asia Strategic Holdings Limited (the “Company”, together with its subsidiaries and jointly-controlled entities, collectively the “Group”) pursuant to Rule 17.10 of the Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange (the “GEM Listing Rules”).

The board of directors of the Company (the “Board”) wishes to inform shareholders of the Company and potential investors that, based on preliminary assessment of the management accounts of the Group and information currently available to the Company, the Group is expected to record a loss for the 9-month period ended 31st December 2011 (“current period”) as compared to the profit for the corresponding period ended 31st December 2010 (“9-month period last year”). As disclosed in the third quarterly report of the Company for the 9-month period last year, the Group recorded an unaudited net profit attributable to the shareholders of the Company of approximately HK\$18.8 million for the 9-month period last year, comprising profit from continuing operations of approximately HK\$4.6 million and profit from a discontinued operation of TK Chemical Corporation (“TKC”) of approximately HK\$14.2 million. The loss expected to be recorded by the Group for the current period was principally due to (i) the exclusion of the contribution from TKC, which was classified as a discontinued operation in the 9-month period last year after the sale of its entire 33.74% shareholding in TKC in 2010; (ii) the losses recorded by our 40% jointly-controlled investment in Coland Group Limited due to negative impact of volatility of global commodity price and adverse weather in China affecting both demand and pricing of its fishmeal; and (iii) a drop in the net profit earned by our wholly-owned subsidiary American Tec Company Limited in the quarter ended 31st December 2011 (the “current quarter”) due to the decline of overall customer demand across the sector during the current quarter. The business performance of the other continuing operations of the Group has been in line with expectations.

The information contained in this announcement is only based on the preliminary assessment by the Board in accordance with the management accounts of the Group. The Company is still in the process of finalizing the results for the current period. Details of the Group’s performance will be disclosed in its results announcement for the current period which is expected to be issued in mid-February 2012.

Shareholders of the Company and potential investors should exercise caution when dealing in the shares of the Company.

On behalf of the Board
North Asia Strategic Holdings Limited
Göran Sture Malm
Chairman and Executive Director

Hong Kong, 30th January 2012

As at the date of this announcement, the Board comprises Mr. Göran Sture Malm (Chairman and Executive Director); Mr. Yu Wang Tak (Deputy Chairman and Independent Non-executive Director); Mr. James Tsiolis, Mr. Jason Matthew Brown (Mr. Enoch Yi-Nong Wu as his Alternate Director) and Mr. Takeshi Kadota (being Non-executive Directors); and Mr. Kenny Tam King Ching and Philip Ma King Huen (being Independent Non-executive Directors).

This announcement, for which the Directors of the Company 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 on the "Latest Company Announcement" page for at least seven days from the date of its posting and on the Company's website at www.nasholdings.com.

**For identification purpose only*