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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)

POLL RESULTS OF THE ANNUAL GENERAL MEETING AND THE SPECIAL GENERAL MEETING

Reference is made to the circular of North Asia Strategic Holdings Limited (the “Company”) dated 28th June 2013 in relation to, among other things, the re-election of retiring Directors, the granting of general mandates to issue and repurchase Shares to the Directors and amendments to the Bye-laws, and the circular of the Company dated 12th August 2013 in relation to the Disposal (collectively, the “Circulars”). Capitalised terms used herein shall have the same meanings as those defined in the Circulars unless specified otherwise.

The Board is pleased to announce the poll results of the annual general meeting (the “AGM”) and the special general meeting (the “SGM”) held on 5th September 2013.

POLL RESULTS OF THE AGM

The voting on all the proposed resolutions as set out in the notice of the AGM dated 28th June 2013 (the “AGM Notice”) was taken by poll. Computershare Hong Kong Investor Services Limited, the Hong Kong branch share registrar of the Company, acted as the scrutineer for the vote-taking at the AGM.

The full text of the resolutions proposed at the AGM was set out in the AGM Notice. The poll results were as follows:

Ordinary resolutions		Number of Shares (Approx. %)	
		For	Against
1.	To receive and consider the audited financial statements and the reports of the Directors and auditors for the year ended 31st March 2013	593,176,260 (100%)	Nil (0%)
2.	(a) (i) To re-elect Mr. Ding Yi as a Director	593,176,260 (100%)	Nil (0%)
	(ii) To re-elect Mr. Joseph Chan Nap Kee as a Director	593,176,260 (100%)	Nil (0%)
	(iii) To re-elect Mr. Stephen Luk Kai Ming as a Director	593,176,260 (100%)	Nil (0%)

		(iv) To re-elect Mr. Kenneth Kon Hiu King as a Director	593,176,260 (100%)	Nil (0%)
		(v) To re-elect Mr. Joseph Liang Hsien Tse as a Director	593,176,260 (100%)	Nil (0%)
		(vi) To re-elect Mr. James Tsiolis as a Director	593,176,260 (100%)	Nil (0%)
2.	(b)	To authorise the Board of Directors to fix the remuneration of the Directors	593,176,260 (100%)	Nil (0%)
3.		To re-appoint Ernst & Young as the Company's auditors and to authorise the Board of Directors to fix their remuneration	593,176,260 (100%)	Nil (0%)
4.		To give a general mandate to the Directors to allot and issue additional shares of the Company	593,176,258 (100%)	2 (0%)
5.		To give a general mandate to the Directors to repurchase issued shares of the Company	593,176,260 (100%)	Nil (0%)
6.		To extend the general mandate under ordinary resolution numbered 4 above by the addition of the number of shares repurchased under ordinary resolution numbered 5 above	586,371,563 (98.85%)	6,804,697 (1.15%)
Special resolutions				
7.		To approve the amendments to the Bye-laws	593,176,260 (100%)	Nil (0%)
8.		Conditional upon the passing of special resolution numbered 7 above, to approve the adoption of the amended and restated Bye-laws	593,176,260 (100%)	Nil (0%)

As more than 50% of the votes were cast in favour of the ordinary resolutions numbered (1) to (6) and more than 75% of the votes were cast in favour of the special resolutions numbered (7) and (8) set out above, all the resolutions were duly approved and passed.

As at the date of the AGM, there were a total of 1,345,938,948 Shares in issue, representing the number of Shares entitling the Shareholders to attend and vote for or against any resolutions proposed at the AGM. No parties have stated their intention in the circular of the Company dated 28th June 2013 to vote against or to abstain from voting at the AGM. There were no restrictions on any Shareholders to cast votes on any of the resolutions proposed at the AGM and, accordingly, there were no Shares entitling the Shareholders to attend and vote only against or to abstain from voting on any of those resolutions.

POLL RESULTS OF THE SGM

The voting on all the proposed resolution as set out in the notice of the SGM dated 12th August 2013 (the "SGM Notice") was taken by poll. Computershare Hong Kong Investor Services Limited, the

Hong Kong branch share registrar of the Company, acted as the scrutineer for the vote-taking at the SGM.

The full text of the resolution proposed at the SGM was set out in SGM Notice. The poll results were as follows:

Ordinary resolution		Number of Shares (Approx. %)	
		For	Against
1.	To approve the Disposal and the transactions contemplated under the Sale and Purchase Agreement.	700,126,214 (100%)	Nil (0%)

As more than 50% of the votes were cast in favour of the ordinary resolution set out above, the resolution was duly approved and passed.

As at the date of the SGM, there were a total of 1,345,938,948 Shares in issue, representing the number of Shares entitling the Shareholders to attend and vote for or against the resolution at the SGM. No parties have stated their intention in the circular of the Company dated 12th August 2013 to vote against or to abstain from voting at the SGM. There were no restrictions on any Shareholders to cast votes on the resolution proposed at the SGM and, accordingly, there were no Shares entitling the Shareholders to attend and vote only against or to abstain from voting on such resolution.

On behalf of the Board
North Asia Strategic Holdings Limited
Ding Yi
Chairman and Executive Director

Hong Kong, 5th September 2013

As at the date of this announcement, the Board comprises Mr. Ding Yi (Chairman and executive Director); Mr. James Tsiolis (Deputy Chairman and non-executive Director) and Mr. Joseph Chan Nap Kee (non-executive Director); and Mr. Stephen Luk Kai Ming, Mr. Kenneth Kon Hiu King and Mr. Joseph Liang Hsien Tse (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 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.

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