

Appendix 5

FORMS RELATING TO LISTING

FORM F

The Growth Enterprise Market (GEM)

Company Information Sheet

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Company name: North Asia Strategic Holdings Limited

Stock code (ordinary shares): 8080

This information sheet contains certain particulars concerning the above company (the "Company") which is listed on the Growth Enterprise Market ("GEM") of The Stock Exchange of Hong Kong Limited (the "Exchange"). These particulars are provided for the purpose of giving information to the public with regard to the Company in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the "GEM Listing Rules"). They will be displayed at the GEM website on the Internet. This information sheet does not purport to be a complete summary of information relevant to the Company and/or its securities.

The information in this sheet was updated as of 21st November 2014.

A. General

Place of incorporation : Bermuda

Date of initial listing on GEM : 20th April 2000

Name of Sponsors : N/A

Names of directors: : *Executive Director*
Ding Yi (Chairman)
Zhang Yifan

Non-executive Directors
James Tsiolis (Deputy Chairman)
Joseph Chan Nap Kee

Independent Non-executive Directors
Joseph Liang Hsien Tse
Stephen Luk Kai Ming
Kenneth Kon Hiu King

Name(s) of substantial shareholder(s) (as such term is stated in rule 1.01 of the GEM Listing Rules) and their respective interests in the ordinary shares and other securities of the Company	As of 21st November 2014			Outstanding principal amount of convertible bonds (HK\$)
	Shareholder	No. of ordinary shares	Percentage of issued ordinary shares	
	Ding Yi	402,445,296 ⁽¹⁾	24.92%	--
	Zhang Yifan	402,445,296 ⁽¹⁾	24.92%	--
	Million Land Limited	269,058,296 ⁽²⁾	16.66%	--
	Chan Sik Lap	269,058,296 ⁽²⁾	16.66%	--
	Lu Ying	--	--	60,000,000

Note:

- (1) These shares are beneficially held by Mr. Ding Yi. Accordingly, Ms. Zhang Yifan, being the wife of Mr. Ding, is deemed to be interested in these shares under the SFO.
- (2) These shares are held by Million Land Limited, a company 71.25% controlled by Mr. Chan Sik Lap. Accordingly, Mr. Chan is deemed to be interested in these shares under the SFO by virtue of his interest in Million Land Limited.

Name(s) of company(ies) listed on GEM or the Main Board of the Exchange within the same group as the Company	: Not applicable
Financial year end date	: 31st March
Registered address	: Clarendon House 2 Church Street Hamilton HM 11 Bermuda
Head office and principal place of business	: Suite 1318, 13th Floor, Two Pacific Place 88 Queensway Hong Kong
Web-site address (if applicable)	: www.nasholdings.com
Principal share registrar and transfer office in Bermuda	: MUFG Fund Services (Bermuda) Limited The Belvedere Building 69 Pitts Bay Road Pembroke HM08 Bermuda
Hong Kong branch share registrar and transfer office	: Computershare Hong Kong Investor Services Limited Shops 1712-1716, 17th Floor Hopewell Centre 183 Queen's Road East Wanchai, Hong Kong
Auditors	: Ernst & Young 22/F, CITIC Tower 1 Tim Mei Avenue Central, Hong Kong

B. Business activities

The Company is an investment holding company. Its subsidiaries are principally engaged in (i) trading of surface mount technology ("SMT") assembly equipment, machinery and spare parts and provision of related installation, training, repair and maintenance services for SMT assembly equipment; and (ii) provision of advisory services in mining exploration, exploitation and valuation for mergers and acquisitions projects.

C. Ordinary shares

Number of ordinary shares in issue	:	1,614,997,244
Par value of ordinary shares in issue	:	HK\$0.01 per share
Board lot size (in number of shares)	:	8,000
Name of other stock exchange(s) on which ordinary shares are also listed	:	Not applicable

D. Warrants

Stock code	:	Not applicable
Board lot size	:	Not applicable
Expiry date	:	Not applicable
Exercise price	:	Not applicable
Conversion ratio	:	Not applicable
No. of warrants outstanding	:	Not applicable
No. of shares falling to be issued upon the Exercise of outstanding warrants	:	Not applicable

E. Other securities

Convertible Bonds

Outstanding principal amount of convertible bonds	:	HK\$60,000,000
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Responsibility statement

The directors of the Company (the “Directors”) as at the date hereof hereby collectively and individually accept full responsibility for the accuracy of the information contained in this information sheet (“the Information”) and confirm, having made all reasonable inquiries, that to the best of their knowledge and belief the Information is accurate and complete in all material respects and not misleading or deceptive and that there are no other matters the omission of which would make any Information inaccurate or misleading.

The Directors also collectively and individually accept full responsibility for submitting a revised information sheet, as soon as reasonably practicable after any particulars on the form previously published cease to be accurate.

The Directors acknowledge that the Exchange has no responsibility whatsoever with regard to the Information and undertake to indemnify the Exchange against all liability incurred and all losses suffered by the Exchange in connection with or relating to the Information.

Signed:

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Ding Yi

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Zhang Yifan

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James Tsiolis

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Joseph Chan Nap Kee

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Joseph Liang Hsien Tse

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Stephen Luk Kai Ming

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Kenneth Kon Hiu King