



### Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/07/2014

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer North Asia Strategic Holdings Limited

Date Submitted 01/08/2014

#### I. Movements in Authorised Share Capital

##### 1. Ordinary Shares

(1) Stock code : <u>8080</u> Description : <u>Ordinary Shares</u>			
	No. of ordinary shares	Par value ( <i>State currency</i> )	Authorised share capital ( <i>State currency</i> )
Balance at close of preceding month	<u>40,000,000,000</u>	<u>HK\$0.01</u>	<u>HK\$400,000,000.00</u>
Increase/(decrease)	<u>-</u>		<u>-</u>
Balance at close of the month	<u>40,000,000,000</u>	<u>HK\$0.01</u>	<u>HK\$400,000,000.00</u>
(2) Stock code : <u>-</u> Description : <u>-</u>			
	No. of ordinary shares	Par value ( <i>State currency</i> )	Authorised share capital ( <i>State currency</i> )
Balance at close of preceding month	<u>-</u>	<u>-</u>	<u>-</u>
Increase/(decrease)	<u>-</u>		<u>-</u>
Balance at close of the month	<u>-</u>	<u>-</u>	<u>-</u>

## 2. Preference Shares

Stock code :	-	Description :	<u>Convertible Preference Shares</u>	
	No. of preference shares	Par value ( <i>State currency</i> )	Authorised share capital ( <i>State currency</i> )	
Balance at close of preceding month	<u>30,000,000,000</u>	<u>HK\$0.01</u>	<u>HK\$300,000,000.00</u>	
Increase/(decrease)	<u>-</u>		<u>-</u>	
Balance at close of the month	<u>30,000,000,000</u>	<u>HK\$0.01</u>	<u>HK\$300,000,000.00</u>	

## 3. Other Classes of Shares

Stock code :	-	Description :	<u>-</u>	
	No. of other classes of shares	Par value ( <i>State currency</i> )	Authorised share capital ( <i>State currency</i> )	
Balance at close of preceding month	<u>-</u>	<u>-</u>	<u>-</u>	
Increase/(decrease)	<u>-</u>		<u>-</u>	
Balance at close of the month	<u>-</u>	<u>-</u>	<u>-</u>	

Total authorised share capital at the end of the month (*State currency*) :

HK\$700,000,000.00

## II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference shares	No. of other classes of shares
	(1)	(2)		
Balance at close of preceding month	1,345,938,948	-	-	-
Increase/ (decrease) during the month	-	-	-	-
Balance at close of the month	1,345,938,948	-	-	-

## III. Details of Movements in Issued Share Capital

## Share Options (under Share Option Schemes of the Issuer)

Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable	Movement during the month				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
	Granted	Exercised	Cancelled	Lapsed		
1. -						
( / / )						
shares	-	-	-	-	-	-
(Note 1)						
2. -						
( / / )						
shares	-	-	-	-	-	-
(Note 1)						
3. -						
( / / )						
shares	-	-	-	-	-	-
(Note 1)						
Total A. (Ordinary shares)					-	
(Preference shares)					-	
(Other class)					-	
Total funds raised during the month from exercise of options (State currency)					-	

## Warrants to Issue Shares of the Issuer which are to be Listed

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of preceding month	Exercised during the month	Nominal value at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. -	-	-	-	-	-	-
( / / )						
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )					
2. -	-	-	-	-	-	-
( / / )						
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )					
3. -	-	-	-	-	-	-
( / / )						
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )					
4. -	-	-	-	-	-	-
( / / )						
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )					
Total B. (Ordinary shares)						-
(Preference shares)						-
(Other class)						-

## Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

Class and description	Currency of amount outstanding	Amount at close of preceding month	Converted during the month	Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. -						
	-	-	-	-	-	-
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)						
2. -						
	-	-	-	-	-	-
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )					
3. -						
	-	-	-	-	-	-
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )					
4. -						
	-	-	-	-	-	-
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )					
Total C. (Ordinary shares)				-		
(Preference shares)				-		
(Other class)				-		

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. Pursuant to the announcement dated 13th June 2014, the Sale and Purchase Agreement entered into on 13th June 2014 and the circular dated 24th July 2014, the partial consideration of the Company's acquisition is to be satisfied as to (i) HK\$60,000,000 by issuing of 269,058,296 consideration shares at the issue price of HK\$0.223 per share and (ii) HK\$60,000,000 by issuing of convertible bonds at an initial conversion price of HK\$0.25 per conversion share (subject to adjustment). The special general meeting will be held on 8th August 2014.		
(   /   /   )		
Ordinary shares ( <i>Note 1</i> )	-	509,058,296
2. -		
(   /   /   )		
shares ( <i>Note 1</i> )	-	-
3. -		
(   /   /   )		
shares ( <i>Note 1</i> )	-	-
Total D. (Ordinary shares)	-	
(Preference shares)	-	
(Other class)	-	

## Other Movements in Issued Share Capital

Type of Issue	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
<p>1. Rights issue</p> <p>At price : State currency _____</p> <p>Class of shares issuable _____ (Note 1)</p> <p>Issue and allotment date : (dd/mm/yyyy) ( / / )</p> <p>EGM approval date: (dd/mm/yyyy) ( / / )</p> <p style="text-align: right;">_____ - _____</p>		
<p>2. Open offer</p> <p>At price : State currency _____</p> <p>Class of shares issuable _____ (Note 1)</p> <p>Issue and allotment date : (dd/mm/yyyy) ( / / )</p> <p>EGM approval date: (dd/mm/yyyy) ( / / )</p> <p style="text-align: right;">_____ - _____</p>		
<p>3. Placing</p> <p>At price : State currency _____</p> <p>Class of shares issuable _____ (Note 1)</p> <p>Issue and allotment date : (dd/mm/yyyy) ( / / )</p> <p>EGM approval date: (dd/mm/yyyy) ( / / )</p> <p style="text-align: right;">_____ - _____</p>		
<p>4. Bonus issue</p> <p>Class of shares issuable _____ (Note 1)</p> <p>Issue and allotment date : (dd/mm/yyyy) ( / / )</p> <p>EGM approval date: (dd/mm/yyyy) ( / / )</p> <p style="text-align: right;">_____ - _____</p>		

Type of Issue	No. of new shares of issuer which may be issued pursuant thereto as at close of the month	No. of new shares of issuer issued during the month pursuant thereto
5. Scrip dividend      At price : State currency _____ Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	-	-
6. Repurchase of shares Class of shares repurchased <i>(Note 1)</i> <u>Ordinary Shares</u> Cancellation date : (dd/mm/yyyy) ( / / ) AGM approval date: (dd/mm/yyyy) ( / / )	-	-
7. Redemption of shares Class of shares redeemed <i>(Note 1)</i> _____ Redemption date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	-	-
8. Consideration issue      At price : State currency _____ Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	-	-



For Main Board and GEM listed issuers

Type of Issue	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
<p>9. Capital reorganisation</p> <p>Class of shares issuable _____ (Note 1)</p> <p>Issue and allotment date : (dd/mm/yyyy) ( / / )</p> <p>EGM approval date: (dd/mm/yyyy) ( / / )</p>	<p>-</p>
<p>10. Other (Please specify) At price : State currency _____</p> <p>Class of shares issuable _____ (Note 1)</p> <p>Issue and allotment date : (dd/mm/yyyy) ( / / )</p> <p>EGM approval date: (dd/mm/yyyy) ( / / )</p>	<p>-</p>
<p>Total E. (Ordinary shares)</p> <p>(Preference shares)</p> <p>(Other class)</p>	<p>-</p> <p>-</p> <p>-</p>

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	-
	(2)	-
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		-
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):		-
(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)		

Remarks (if any):

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Submitted by: Law Wai Fai

Title: Company Secretary  
(Director, Secretary or other duly authorised officer)

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*Notes :*

1. *State the class of shares (e.g. ordinary, preference or other).*
2. *If there is insufficient space, please append the prescribed continuation sheet.*