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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)

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of North Asia Strategic Holdings Limited (the “**Company**”) hereby announces that Mr. Stephen Luk Kai Ming (“**Mr. Luk**”) has resigned as an independent non-executive Director with effect from 10th April 2015. Consequently he will also cease to be a member of Audit Committee, Remuneration Committee and Nomination Committee of the Company with effect from 10th April 2015.

Mr. Luk mentioned his concerns over the Company's acquisition of and/or further investment in Dragon Mining Overseas Limited (“Dragon Group”) and the placing of shares. The Board is of the view that Mr. Luk’s concerns are unfounded, inconsistent with his past position and are without basis.

The acquisition of Dragon Group was approved by Mr. Luk and other Directors on 11th June 2014 and by shareholders in special general meeting of the Company on 8th August 2014 and was the subject of the Company's announcement dated 13th June 2014 and the Company's circular dated 24th July 2014. Since the acquisition of the Dragon Group, the Company has not provided any capital injection into Dragon Group nor is there any plan that entails any such injection.

The Company also notes that at the board meeting on 30th March 2015 at which the placing of new shares announced on 31st March 2015 was approved, Mr. Luk has not expressed any disagreement with the placing. As stated in the announcement of the placing, the funds were intended for working capital of the Group. There are currently no plans for further placings to fund Dragon Group.

For the avoidance of doubt, the Board remains of the view that it is in the best interests of the Company to have made its acquisition and the business performance and prospects of the Dragon Group is satisfactory. For further information relating to the business performance and prospects of the Dragon Group, please refer to the Company's 2014/2015 third quarterly report dated 6th February 2015.

The Board regrets the statements made by Mr. Luk and expressly disagrees with them.

On behalf of the Board

NORTH ASIA STRATEGIC HOLDINGS LIMITED

Ding Yi

Chairman and Executive Director

Hong Kong, 10th April 2015

As at the date of this announcement, the Board comprises Mr. Ding Yi (Chairman and Executive Director) and Ms. Zhang Yifan (Executive Director); Mr. James Tsiolis (Deputy Chairman and Non-executive Director) and Mr. Joseph Chan Nap Kee (Non-executive Director); and Mr. Joseph Liang Hsien Tse, Mr. Kenneth Kon Hiu King and Mr. Pierre Tsui Kwong Ming (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.

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