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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)

CLARIFICATION ANNOUNCEMENT

Reference is made to the announcement (the “**Announcement**”) of North Asia Holdings Limited (the “**Company**”) dated 24th February 2016 in respect of re-designation of Independent Non-Executive Directors and non-compliance of the GEM Listing Rules. Terms defined in the Announcement shall have the same meanings when used in this announcement unless otherwise stated.

The Company would like to clarify that there is an inadvertent error in the first paragraph on page 1 of the Chinese version of the Announcement: “徐廣明先生（「徐先生」）已由本公司獨立非執行董事調任為執行董事，自二零一四年二月二十四日起生效” should be “徐廣明先生（「徐先生」）已由本公司獨立非執行董事調任為執行董事，自二零一六年二月二十四日起生效”. Relevant disclosure in English version of the Announcement is correct.

The above clarification does not affect other information in the Announcement.

On behalf of the Board

NORTH ASIA STRATEGIC HOLDINGS LIMITED

Law Wai Fai

Company Secretary

Hong Kong, 24th February 2016

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

**For identification purpose only*