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Asia Resources Holdings Limited **亞洲資源控股有限公司***

(incorporated in Bermuda with limited liability)

(Stock Code: 899)

EXTENSION OF LONG STOP DATE IN RELATION TO THE SHARE TRANSFER AGREEMENT AND THE SETTLEMENT AGREEMENT

The Board announces that as additional time is required for fulfilment of the respective conditions precedent set out in each of the Share Transfer Agreement and the Settlement Agreement, on 30 November 2012, the 1st Supplemental Agreement has been entered into between the 1st Plaintiff and the 1st Defendant in relation to the Share Transfer Agreement, and the 2nd Supplemental Agreement has been entered into among the Plaintiffs and the Defendants in relation to the Settlement Agreement, pursuant to which the respective parties to the Share Transfer Agreement and the Settlement Agreement agreed to extend the latest date for fulfilment of the conditions precedent to each of the Share Transfer Agreement and the Settlement Agreement to on or before 31 January 2013 or such other date as may be agreed between the respective parties to the Share Transfer Agreement or the Settlement Agreement. All other terms of the Share Transfer Agreement and the Settlement Agreement remain unchanged.

Reference is made to the announcement (the “**Announcement**”) of Asia Resources Holdings Limited (the “**Company**”) dated 7 August 2012 and the circular (the “**Circular**”) of the Company dated 12 September 2012 in relation to, among other matters, the entering into of an agreement (the “**Share Transfer Agreement**”) between Bestime Systems Limited (the “**1st Plaintiff**”) as transferee and Zhou Yu Kang (the “**1st Defendant**”) as transferor with respect to the transfer of 50,000 shares in the capital of Conmet International Real Estate Limited (the “**Target Company**”), representing its entire issued share capital upon its incorporation, pursuant to the terms and conditions thereunder. Capitalised terms used in this announcement, unless the context requires otherwise, shall have the same meanings as those defined in the Announcement and the Circular.

* *For identification purposes only*

The Board announces that as additional time is required for fulfilment of the respective conditions precedent set out in each of the Share Transfer Agreement and the Settlement Agreement, namely, (i) the 1st Plaintiff (or the Plaintiffs, in the case of the Settlement Agreement) being satisfied with the results of the due diligence review to be conducted on the Properties, the WOFE and the Target Company; (ii) the obtaining of a PRC legal opinion to be issued by a PRC lawyer appointed by the 1st Plaintiff (or the Plaintiffs, in the case of the Settlement Agreement) and in the form and substance satisfactory to the 1st Plaintiff (or the Plaintiffs, in the case of the Settlement Agreement) covering certain matters as disclosed in the Circular; (iii) no breach of warranties given by the 1st Defendant (or the Defendants, in the case of the Settlement Agreement) which constitute material adverse impact on the Properties prior to the completion of the Transfer; (iv) no breach of the undertakings given by the 1st Defendant under the Share Transfer Agreement prior to the completion of the Transfer; and (v) the completion of Reorganisation and the transactions contemplated thereunder being approved by the relevant authorities, on 30 November 2012, a supplemental agreement (the “**1st Supplemental Agreement**”) has been entered into between the 1st Plaintiff and the 1st Defendant in relation to the Share Transfer Agreement, and a supplemental agreement (the “**2nd Supplemental Agreement**”) has been entered into among the Plaintiffs and the Defendants in relation to the Settlement Agreement, pursuant to which the respective parties to the Share Transfer Agreement and the Settlement Agreement have agreed to extend the latest date for fulfilment of conditions precedent set out in each of the Share Transfer Agreement and the Settlement Agreement to on or before 31 January 2013 or such other date as may be agreed between the respective parties to the Share Transfer Agreement or the Settlement Agreement. All other terms of the Share Transfer Agreement and the Settlement Agreement remain unchanged.

The Board considers the entering into of the 1st Supplemental Agreement and the 2nd Supplemental Agreement is in the interests of the Company and the Shareholders as a whole.

By Order of the Board
Asia Resources Holdings Limited
Chim Kim Lun, Ricky
Chairman

Hong Kong, 30 November 2012

As at the date of this announcement, the Board consists of three executive Directors, Mr. Chim Kim Lun, Ricky, Mr. Cheung Kai Kwong and Mr. Yeung Yiu Bong, Anthony; one non-executive Director, Mr. Tong Leung Sang; and three independent non-executive Directors, Mr. Zhang Xianlin, Mr. Lum Pak Sum and Mr. Kwok Hong Yee, Jesse.