



Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/03/2015

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Asia Resources Holdings Limited

Date Submitted 01/04/2015

I. Movements in Authorised Share Capital

1. Ordinary Shares

| | | | |
|--|------------------------|----------------------------|---|
| (1) Stock code : <u>00899</u> Description : <u>Ordinary Shares</u> | | | |
| | No. of ordinary shares | Par value (HK\$) | Authorised share capital (HK\$) |
| Balance at close of preceding month | <u>10,000,000,000</u> | <u>HK\$0.25</u> | <u>HK\$2,500,000,000.00</u> |
| Increase/(decrease) | <u>Nil</u> | | <u>Nil</u> |
| Balance at close of the month | <u>10,000,000,000</u> | <u>HK\$0.25</u> | <u>HK\$2,500,000,000.00</u> |
| (2) Stock code : <u>N/A</u> Description : <u>N/A</u> | | | |
| | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding month | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |
| Increase/(decrease) | <u>N/A</u> | | <u>N/A</u> |
| Balance at close of the month | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |

II. Movements in Issued Share Capital

| | No. of ordinary shares | | No of preference shares | No. of other classes shares |
|--|------------------------|------------|-------------------------|-----------------------------|
| | (1) | (2) | | |
| Balance at close of preceding month | <u>2,659,390,000</u> | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |
| Increase / (Decrease) during the month | <u>120,000,000</u> | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |
| Balance at close of the month | <u>2,779,390,000</u> | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |

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. Exercise price: <u>HK\$1.775</u> <u>(14/01/2002)</u> <u>Ordinary shares</u> | <u>Nil</u> | <u>Nil</u> | <u>Nil</u> | <u>Nil</u> | <u>Nil</u> | <u>3,500,000</u> |
| (Note 1) | | | | | | |
| 2. Exercise price: <u>HK\$0.352</u> <u>(09/08/2011)</u> <u>Ordinary shares</u> | <u>Nil</u> | <u>Nil</u> | <u>Nil</u> | <u>Nil</u> | <u>Nil</u> | <u>9,800,000</u> |
| (Note 1) | | | | | | |
| 3. Exercise price: <u>HK\$0.52</u> <u>(09/08/2011)</u> <u>Ordinary shares</u> | <u>Nil</u> | <u>Nil</u> | <u>Nil</u> | <u>Nil</u> | <u>Nil</u> | <u>59,000,000</u> |
| (Note 1) | | | | | | |
| | | | Total A. (Ordinary shares) | | <u>Nil</u> | |
| | | | (Preference shares) | | <u>N/A</u> | |
| | | | (Other class) | | <u>N/A</u> | |
| Total funds raised during the month from exercise of options (State currency) | | | | | <u>Nil</u> | |

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. N/A | | | | | | |
| (/ /) | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (<i>Note 1</i>) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | | (/ /) | | | | |
| 2. N/A | | | | | | |
| (/ /) | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (<i>Note 1</i>) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | | (/ /) | | | | |
| 3. N/A | | | | | | |
| (/ /) | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (<i>Note 1</i>) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | | (/ /) | | | | |
| 4. N/A | | | | | | |
| (/ /) | | | | | | |
| 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) | Nil |
| | | | | | (Preference shares) | N/A |
| | | | | | (Other class) | N/A |

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 |
|--|---|------------------------------------|----------------------------|------------------------------|--|---|
| <u>1. Convertible Notes due 2016 -</u> | | | | | | |
| <u>Tranche 1 Notes</u> | | | | | | |
| <u>(Principal amount:</u> | | | | | | |
| <u>HK\$190,000,000) *</u> | <u>HKD</u> | <u>HK\$ 59,397,800</u> | <u>Nil</u> | <u>HK\$ 59,397,800</u> | <u>Nil</u> | <u>156,310,000</u> |
| Stock code (if listed) | <u>N/A</u> | | | | | |
| Class of shares issuable (<i>Note 1</i>) | <u>Ordinary Shares</u> | | | | | |
| Subscription price | <u>HK\$0.38 (subject to the usual adjustment)</u> | | | | | |
| SGM approval date (if applicable) (dd/mm/yyyy) | <u>(25/09/2014)</u> | | | | | |
| <u>2. Convertible Notes due 2016 -</u> | | | | | | |
| <u>Tranche 2 Notes</u> | | | | | | |
| <u>(Principal amount:</u> | | | | | | |
| <u>HK\$190,000,000) *</u> | <u>HKD</u> | <u>HK\$ 102,600,000</u> | <u>HK\$ 45,600,000</u> | <u>HK\$ 57,000,000</u> | <u>120,000,000</u> | <u>150,000,000</u> |
| Stock code (if listed) | <u>N/A</u> | | | | | |
| Class of shares issuable (<i>Note 1</i>) | <u>Ordinary Shares</u> | | | | | |
| Subscription price | <u>HK\$0.38 (subject to the usual adjustment)</u> | | | | | |
| SGM approval date (if applicable) (dd/mm/yyyy) | <u>(25/09/2014)</u> | | | | | |
| <u>3. Convertible Notes due 2016 -</u> | | | | | | |
| <u>Tranche 3 Notes</u> | | | | | | |
| <u>(Principal amount:</u> | | | | | | |
| <u>HK\$228,000,000) *</u> | <u>HKD</u> | <u>HK\$ 121,600,000</u> | <u>Nil</u> | <u>HK\$ 121,600,000</u> | <u>Nil</u> | <u>320,000,000</u> |
| Stock code (if listed) | <u>N/A</u> | | | | | |
| Class of shares issuable (<i>Note 1</i>) | <u>Ordinary Shares</u> | | | | | |
| Subscription price | <u>HK\$0.38 (subject to the usual adjustment)</u> | | | | | |
| SGM approval date (if applicable) (dd/mm/yyyy) | <u>(25/09/2014)</u> | | | | | |
| <u>4. N/A</u> | | | | | | |
| <u>_____</u> | | | | | | |
| <u>_____</u> | | | | | | |
| <u>_____</u> | | | | | | |
| Stock code (if listed) | <u>_____</u> | | | | | |
| Class of shares issuable (<i>Note 1</i>) | <u>_____</u> | | | | | |
| Subscription price | <u>_____</u> | | | | | |
| SGM approval date (if applicable) (dd/mm/yyyy) | <u>_____</u> | | | | | |
| | | | Total C. (Ordinary shares) | | <u>120,000,000</u> | |
| | | | (Preference shares) | | <u>N/A</u> | |
| | | | (Other class) | | <u>N/A</u> | |

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 |
|---------------|--------------|------------------------------------|--|--|---|
| 1. | Rights issue | At price : State currency _____ | Class of shares issuable _____ (Note 1) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | N/A | N/A |
| 2. | Open offer | At price : State currency _____ | Class of shares issuable _____ (Note 1) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | N/A | N/A |
| 3. | Placing | At price : State currency _____ | Class of shares issuable _____ (Note 1) Issue and allotment date : (dd/mm/yyyy) (/ /) AGM approval date: (dd/mm/yyyy) (/ /) | N/A | N/A |
| 4. | Bonus issue | | Class of shares issuable _____ (Note 1) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | N/A | N/A |

| 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 |
|---------------|----------------------|---------------------------------|---|--|---|
| 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) (/ /) | N/A | N/A |
| 6. | Repurchase of shares | | Class of shares repurchased <i>(Note 1)</i> _____ Cancellation date : (dd/mm/yyyy) (/ /) AGM approval date: (dd/mm/yyyy) (/ /) | N/A | N/A |
| 7. | Redemption of shares | | Class of shares redeemed <i>(Note 1)</i> _____ Redemption date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | N/A | N/A |
| 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) (/ /) | N/A | N/A |

For Main Board and GEM listed issuers

| 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 |
|----------------------------|---|--|---|
| 9. Capital reorganisation | <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> | N/A | N/A |
| 10. Other (Please specify) | <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> | N/A | N/A |
| Total E. | | (Ordinary shares) Nil | (Preference shares) N/A |
| | | (Other class) N/A | |

| | | |
|---|-----|-------------|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): | (1) | 120,000,000 |
| | (2) | N/A |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E): | | N/A |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E): | | N/A |
| <i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i> | | |

Remarks (if any):

* The principal amount of HK\$608,000,000 Convertible Notes have comprised Tranche 1 Notes with the principal amount of HK\$190,000,000 , Tranche 2 Notes with the principal amount of HK\$190,000,000 and Tranche 3 Notes with the principal amount of HK\$228,000,000. Each of the Tranche 1 Notes, the Tranche 2 Notes and the Tranche 3 Notes shall bear interest at a rate of 12% per annum from the date of issue payable semi-annually in arrears. For details, please refer to the Company's circular dated 8 September 2014.

Submitted by: Tricor Secretaries Limited

Title: Hong Kong Branch Share Registrar
(Director, Secretary or other duly authorised officer)

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.*