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HERITAGE INTERNATIONAL HOLDINGS LIMITED

漢基控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 412)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
AND THE SPECIAL GENERAL MEETING
AND
APPOINTMENT OF AUDITOR**

POLL RESULTS OF THE AGM

The Board is pleased to announce that the proposed resolutions were duly passed by the Shareholders at the AGM held on 18 September 2015 by way of poll.

POLL RESULTS OF THE SGM

The Board is also pleased to announce that the proposed resolution to approve the appointment of BDO as the auditor of the Company was duly passed by the Shareholders at the SGM held on 18 September 2015 by way of poll.

APPOINTMENT OF AUDITOR

The Board is also pleased to announce the appointment of BDO as the auditor of the Company to fill the casual vacancy with effect from the conclusion of the SGM and to hold office until the conclusion of the next annual general meeting of the Company.

POLL RESULTS OF THE AGM

Reference is made to the circular (the “**AGM Circular**”) of Heritage International Holdings Limited (the “**Company**”) dated 19 August 2015 and the notice of the AGM (the “**AGM Notice**”) of the even date. Unless otherwise defined, capitalized terms used in the section headed “**POLL RESULTS OF THE AGM**” in this announcement shall have the same meanings as those defined in the AGM Circular.

The Board is pleased to announce that the proposed resolutions were duly passed by the Shareholders at the AGM held on 18 September 2015 by way of poll.

The Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

Details of the poll results of the AGM are set out below:

ORDINARY RESOLUTIONS <i>(Note 1)</i>		Number of votes (Approximate % of total number of votes cast)		
		For	Against	Total number of votes cast
1.	To receive and consider the audited financial statements and the reports of the directors and auditors of the Company for the year ended 31 March 2015	10,295,233,226 (100%)	0 (0%)	10,295,233,226
2.	(i) To re-elect Mr. Yau Wai Lung as executive director of the Company	8,289,927,526 (99.990137%)	817,700 (0.009863%)	8,290,745,226
	(ii) To re-elect Mr. Ma Chao as executive director of the Company	10,295,233,226 (100%)	0 (0%)	10,295,233,226
	(iii) To re-elect Mr. To Shing Chuen as independent non-executive director of the Company	10,284,074,526 (99.891613%)	11,158,700 (0.108387%)	10,295,233,226
	(iv) To re-elect Mr. Cheung Wing Ping as independent non-executive director of the Company	10,295,233,226 (100%)	0 (0%)	10,295,233,226
	(v) To authorise the board of directors of the Company to fix the directors' remuneration	10,295,233,226 (100%)	0 (0%)	10,295,233,226
3.	To re-appoint the auditor of the Company and to authorise the board of directors of the Company to fix the remuneration thereof	Not Applicable <i>(Note 2)</i>		
4.	To grant an unconditional mandate to the directors to allot, issue and deal with securities	10,284,019,326 (99.891077%)	11,213,900 (0.108923%)	10,295,233,226
5.	To grant an unconditional mandate to the directors to repurchase the Company's shares	10,295,233,226 (100%)	0 (0%)	10,295,233,226
6.	To include the nominal amount of the shares purchased by the Company in the mandate granted to the directors under resolution numbered 4	10,284,019,326 (99.891077%)	11,213,900 (0.108923%)	10,295,233,226
SPECIAL RESOLUTION				
7.	To approve the change of the name of the Company from "Heritage International Holdings Limited 漢基控股有限公司" to "China Innovative Finance Group Limited 中國新金融集團有限公司" and to authorise any one director of the Company to do all necessary acts to effect the change of the name of the Company	10,295,239,646 (100%)	0 (0%)	10,295,239,646

Note 1: The full text of the proposed resolutions was set out in the AGM Notice.

Note 2: After the resignation of Graham H. Y. Chan & Co. as the auditor of the Company on 31 August 2015, the ordinary resolution “to re-appoint the auditor of the Company and to authorise the board of directors of the Company to fix the remuneration thereof” in the AGM was not applicable.

As more than 50% of the votes were cast in favour of the above ordinary resolutions, the above ordinary resolutions were duly passed by the Shareholders at the AGM.

As more than 75% of the votes were cast in favour of the above special resolution, the above special resolution was duly passed by the Shareholders at the AGM.

As at the date of the AGM, the total number of issued Shares was 19,304,830,365 Shares, the holders of which were entitled to attend and vote for or against the above resolutions at the AGM. There were no Shares entitling the holder to attend and abstain from voting in favour as set out in Rule 13.40 of the Listing Rule. No Shares of holders were required under the Listing Rules to abstain from voting. No parties have stated their intention in the AGM Circular to vote against the above resolutions or to abstain at the AGM.

POLL RESULTS OF THE SGM

Reference is made to the circular (the “**SGM Circular**”) of the Company dated 2 September 2015 and the notice of the SGM (the “**SGM Notice**”) of the even date. Unless otherwise defined, capitalized terms used in the section headed “**POLL RESULTS OF THE SGM**” in this announcement shall have the same meanings as those defined in the SGM Circular.

The Board is also pleased to announce that the proposed resolution to approve the appointment of BDO as the auditor of the Company was duly passed by the Shareholders at the SGM held on 18 September 2015 by way of poll.

The Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the SGM for the purpose of vote-taking.

Details of the poll results of the SGM are set out below:

ORDINARY RESOLUTION <i>(Note 3)</i>		Number of votes (Approximate % of total number of votes cast)		
		For	Against	Total number of votes cast
1.	To appoint BDO Limited as the auditor of the Company and to authorise the board of directors of the Company to fix their remuneration.	10,372,531,760 (100%)	0 (0%)	10,372,531,760

Note 3: The full text of the proposed resolution was set out in the SGM Notice.

As more than 50% of the votes were cast in favour of the above ordinary resolution, the above ordinary resolution was duly passed by the Shareholders at the SGM.

As at the date of the SGM, the total number of issued Shares was 19,304,830,365 Shares, the holders of which were entitled to attend and vote for or against the above resolution at the SGM. There were no Shares entitling the holder to attend and abstain from voting in favour as set out in Rule 13.40 of the Listing Rule. No Shares of holders were required under the Listing Rules to abstain from voting. No parties have stated their intention in the SGM Circular to vote against the above resolution or to abstain at the SGM.

APPOINTMENT OF AUDITOR

Reference is made to the announcement of the Company dated 31 August 2015 and the SGM Circular.

The Board is also pleased to announce the appointment of BDO Limited (“**BDO**”) as the auditor of the Company to fill the casual vacancy with effect from the conclusion of the SGM and to hold office until the conclusion of the next annual general meeting of the Company.

By Order of the Board
Heritage International Holdings Limited
Yau Wai Lung
Executive Director

Hong Kong, 18 September 2015

As at the date of this announcement, the Company has three executive directors, being Mr. Ji Kewei, Mr. Yau Wai Lung and Mr. Ma Chao; one non-executive director, being Mr. Qiu Jianyang; and three independent non-executive directors, being Mr. To Shing Chuen, Mr. Chung Yuk Lun and Mr. Cheung Wing Ping.

** For identification purposes only*