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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)

### **CAPITAL REORGANISATION AND ADJUSTMENTS TO THE SUBSCRIPTION PRICE AND RIGHTS OF THE OUTSTANDING WARRANTS**

The Board is pleased to announce that the special resolution approving the Capital Reorganisation was duly passed by the Shareholders at the SGM held on 27 November 2008 on votes taken by a show of hands.

As all the conditions of the Capital Reorganisation have been fulfilled, the Capital Reorganisation will become effective from 9:30 a.m. on 28 November 2008.

Pursuant to the terms and conditions of the instrument creating the warrants, the subscription price and rights of the outstanding warrants of the Company will be adjusted as a result of the Capital Reorganisation.

Reference is made to the circular (the “Circular”) issued by the Company on 4 November 2008 in relation to the Capital Reorganisation. Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as defined in the Circular.

The Board is pleased to announce that the special resolution approving the Capital Reorganisation was duly passed by the Shareholders at the SGM held on 27 November 2008 on votes taken by a show of hands.

As all the conditions of the Capital Reorganisation have been fulfilled, the Capital Reorganisation will become effective from 9:30 a.m. on 28 November 2008, and the Consolidated Shares will commence trading from 9:30 a.m. on 28 November 2008. The first day of free exchange of existing share certificates for new share certificates is 28 November 2008 and the last day of free exchange is 9 January 2009.

Pursuant to the terms and conditions of the instrument creating the warrants of the Company, the subscription price of the outstanding warrants of the Company will be adjusted from HK\$0.60 per Share to HK\$6.00 per Consolidated Share and the subscription rights attached to each warrant will be adjusted from the rights to subscribe for one Share to the rights to subscribe for 0.1 Consolidated Share. No fraction of a Consolidated Share will be issued. The adjustment to the subscription price of the outstanding warrants of the Company has been certified by the auditors of the Company. The adjustments shall take effect from the close of business on 27 November 2008, being the business day immediately preceding the date on which the Capital Reorganisation becomes effective.

By order of the Board  
**Kwong Kai Sing, Benny**  
*Chairman*

Hong Kong, 27 November 2008

*As at the date of this announcement, the Company has four executive Directors, being Mr. Kwong Kai Sing, Benny, Mr. Ong Peter, Ms. Poon Chi Wan and Mr. Chow Chi Wah, Vincent and five independent non-executive Directors, being Mr. Chan Sze Hung, Mr. To Shing Chuen, Mr. Ha Kee Choy, Eugene, Mr. Chung Yuk Lun and Mr. Lo Wong Fung.*

\* *For identification purposes only*