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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)

**(1) POLL RESULT OF THE SPECIAL GENERAL MEETING  
HELD ON 21 SEPTEMBER 2011,  
(2) RIGHTS ISSUE ON THE BASIS OF  
22 RIGHTS SHARES FOR EVERY SHARE HELD ON THE RECORD DATE  
WITH BONUS WARRANTS ON THE BASIS OF  
ONE BONUS WARRANT FOR EVERY FIVE RIGHTS SHARES TAKEN UP  
AND  
(3) CHANGE IN BOARD LOT SIZE**

The Board is pleased to announce that the ordinary resolution approving the Rights Issue and the Bonus Warrant Issue was duly passed by the Independent Shareholders by way of poll at the SGM.

The Shares will be dealt in on an ex-rights basis from 23 September 2011.

**Any dealings in the Shares from the date of the Announcement up to the date on which all the conditions of the Rights Issue are fulfilled or waived, and any dealings in the Rights Shares in their nil-paid form between 7 October 2011 to 14 October 2011, both days inclusive, are subject to the risk that the Rights Issue may not become unconditional or may not proceed. Any Shareholders or other persons contemplating any dealings in the Shares or the Rights Shares in their nil-paid form are recommended to consult their own professional advisers.**

Further, the board lot size of the Shares for trading on the Stock Exchange will be changed from 5,000 Shares to 50,000 Shares with effect from 9:00 a.m. on 4 October 2011. Matching services regarding the sales and purchases of odd lots of Shares will be provided by Chung Nam Securities Limited on a best efforts basis during the period from 4 October 2011 to 24 October 2011 (both days inclusive). Details of such matching services are set out in the Circular.

\* For identification purposes only

## POLL RESULT OF THE SGM

Reference is made to the circular issued by Heritage International Holdings Limited (the “Company”) on 2 September 2011 (the “Circular”) in relation to, inter alia, the proposed rights issue of the Company. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as defined in the Circular.

The Board is pleased to announce that the ordinary resolution approving the Rights Issue and the Bonus Warrant Issue was duly passed by the Independent Shareholders by way of poll at the SGM. Computershare Hong Kong Investor Services Limited, the branch share registrar of the Company, acted as the scrutineer at the SGM. The result of the voting is as follows:

Resolution	Number of Shares (approximate % of votes cast)	
	For	Against
To approve the Rights Issue and the Bonus Warrant Issue	141,752,155 (99.8064%)	275,000 (0.1936%)

As at the date hereof, the total number of Shares in issue is 284,947,018. As stated in the Circular, Dr. Kwong Kai Sing, Benny, Mr. Ong Peter and Ms. Poon Chi Wan have abstained from voting on the resolution at the SGM. The total number of Shares entitling the Shareholders to attend and vote for or against the above resolution is 284,568,609. No Shareholder is required to attend and vote only against the above resolution.

## RIGHTS ISSUE

The Shares will be dealt in on an ex-rights basis from 23 September 2011. It is expected that the trading price of the Shares will decrease after dealings in the Shares on an ex-rights basis commence.

**It should be noted that the Underwriting Agreement contains provisions entitling the Underwriter to terminate the Underwriting Agreement at any time prior to 6:00 p.m. on 21 October 2011 (or such other time as the Underwriter may agree with the Company) on the occurrence of certain events including force majeure. If prior to 6:00 p.m. on 21 October 2011 (or such other time as the Underwriter may agree with the Company), the Underwriter terminates the Underwriting Agreement or if any of the conditions precedent to the Rights Issue cannot be fulfilled or is not waived, the Rights Issue will not proceed.**

**Any dealings in the Shares from the date of the Announcement up to the date on which all the conditions of the Rights Issue are fulfilled or waived, and any dealings in the Rights Shares in their nil-paid form between 7 October 2011 to 14 October 2011, both days inclusive, are accordingly subject to the risk that the Rights Issue may not become unconditional or may not proceed. Any Shareholders or other persons contemplating any dealings in the Shares or the Rights Shares in their nil-paid form are recommended to consult their own professional advisers.**

#### **CHANGE IN BOARD LOT SIZE**

Further, the board lot size of the Shares for trading on the Stock Exchange will be changed from 5,000 Shares to 50,000 Shares with effect from 9:00 a.m. on 4 October 2011. No parallel trading of the Shares or exchange of certificates will be provided but matching services regarding the sales and purchases of odd lots of Shares will be provided by Chung Nam Securities Limited on a best efforts basis during the period from 4 October 2011 to 24 October 2011 (both days inclusive). Details of such matching services are set out in the Circular.

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

Hong Kong, 21 September 2011

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