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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)

(Warrant Code: 1248)

**POLL RESULTS OF THE SPECIAL GENERAL MEETING
HELD ON 16 AUGUST 2012,
CAPITAL REORGANISATION
AND
ADJUSTMENT 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 by way of poll at the SGM held on 16 August 2012.

As all the conditions of the Capital Reorganisation have been fulfilled, the Capital Reorganisation will become effective from 9:00 a.m. on 17 August 2012.

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 further described below.

Reference is made to the circular issued by Heritage International Holdings Limited (the “Company”) on 24 July 2012 (the “Circular”) in relation to, inter alia, the reorganisation of the capital of the Company. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as defined in the Circular.

* *For identification purposes only*

POLL RESULTS OF THE SPECIAL GENERAL MEETING HELD ON 16 AUGUST 2012

The Board is pleased to announce that the special resolution approving the Capital Reorganisation was duly passed by the Shareholders by way of poll at the SGM. Computershare Hong Kong Investor Services Limited, the branch share registrar of the Company in Hong Kong, acted as the scrutineer at the SGM. The results of the voting are as follows:

Special resolution	Number of Shares (approximate % of votes cast)	
	For	Against
To approve the Capital Reorganisation	3,949,241,886 (99.999877%)	4,845 (0.000123%)

As at the date of the SGM, the total number of issued Shares was 7,810,428,984, which was the total number of Shares entitling the holders to attend and vote on the above resolution at the SGM. No Shareholder was required under the Listing Rules to abstain from voting on or in favour of the above resolution.

CAPITAL REORGANISATION AND ADJUSTMENT TO THE SUBSCRIPTION PRICE AND RIGHTS OF THE OUTSTANDING WARRANTS

As all the conditions of the Capital Reorganisation have been fulfilled, the Capital Reorganisation will become effective from 9:00 a.m. on 17 August 2012, being the business day immediately following the date on which the resolution approving the Capital Reorganisation was passed. Adjusted Shares will commence trading on the Stock Exchange with effect from 9:00 a.m. on 17 August 2012 and free exchange of existing share certificates in purple colour for new share certificates in grey colour will be offered during the period from 17 August 2012 to 24 September 2012 (both days inclusive). Details of the trading arrangements are set out in the Circular.

Pursuant to the terms and conditions of the instrument creating the warrants of the Company, the subscription price of the outstanding warrants will be adjusted from HK\$0.04 per Share to HK\$0.20 per Adjusted 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 0.2 Adjusted Share. No fraction of an Adjusted Share will be issued. The adjustment to the subscription price and rights of the outstanding warrants of the Company has been certified by CU Corporate Finance Ltd., which is qualified to make

such certification under the instrument creating the warrants. The adjustments shall take effect from the close of business on 16 August 2012, being the business day immediately preceding the date on which the Capital Reorganisation becomes effective.

By order of the Board
Heritage International Holdings Limited
Dr. Kwong Kai Sing, Benny
Chairman

Hong Kong, 16 August 2012

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.