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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)

ANNOUNCEMENT ON CONVERSION OF CONVERTIBLE NOTES

The Company made this announcement pursuant to paragraph (i)(a) under the heading “Dilution effect on Shareholders” of the Announcement and the Circular.

Reference is made to the Company’s announcements dated 6th April, 2006, 27 June 2006, 28 June 2006, 30 June 2006, 3 July 2006, 4 July 2006, 10 July 2006, 19 July 2006, 1 August 2006, 31 August 2006, 3 October 2006, 31 October 2006, 30 November 2006, 3 January 2007, 1 February 2007, 1 March 2007, 9 March 2007, 26 March 2007, 28 March 2007 and 2 April 2007 (the “Announcements”) and the Company’s circular dated 12th May, 2006 (the “Circular”). The Company makes this announcement pursuant to paragraph (i)(a) under the heading “Dilution effect on Shareholders” of the Announcements and the Circular. Unless the context herein otherwise requires, terms used in this announcement shall have the same meanings as in the Announcements and the Circular.

The Company has received a notice for the partial conversion of the Convertible Notes issued and as a result of which the Company has issued a total of 1,200,000,000 Shares to one independent placee at the Conversion Price of HK\$0.025 per Conversion Share on 10 April 2007. The Conversion Shares issued represent approximately 6.45% of the issued share capital of the Company as at the date of this announcement.

* For identification purposes only

The details regarding the status of conversion of the Convertible Notes issued in the month of April 2007 are as follows:–

(a) Conversion of the Convertible Notes issued:

| Date of Conversion Notice | No. of Conversion Notice | No. of new shares be issued | Principal amount of Convertible Notes (HK\$) million | Conversion price HK\$ |
|----------------------------------|---------------------------------|------------------------------------|---|----------------------------------|
| 10 April 2007 | 1 | 1,200,000,000 | 30.0 | 0.025 |

(b) Redemption of the Convertible Notes issued: Nil

(c) The outstanding principal amount of the Convertible Notes after conversion(s) and redemption(s) referred to above: Nil

(d) The total number of Shares issued during the month other than as a result of the conversion of the Convertible Notes: Nil

(e) The total issued share capital of the Company as at 31 March 2007: 17,413,481,943

(f) The total issued share capital of the Company as at 10 April 2007: 18,613,481,943

This announcement is only released through the web-site of The Stock Exchange of Hong Kong Limited and no publication in the newspapers is made.

By order of the board
Heritage International Holdings Limited
Kwong Kai Sing, Benny
Chairman

Hong Kong, 11 April 2007

As at the date of this announcement, the Directors are as follows:

Executive Directors

Mr. Kwong Kai Sing, Benny

Ms. Lo Ki Yan, Karen

Mr. Ong Peter

Ms. Poon Chi Wan

Mr. Chow Chi Wah, Vincent

Independent Non-executive Directors

Mr. Chan Sze Hung

Mr. To Shing Chuen

Mr. Ha Kee Choy, Eugene

Mr. Chung Yuk Lun