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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) UNUSUAL SHARE PRICE MOVEMENT

(2) PROFIT WARNING

(3) RESUMPTION OF TRADING

This announcement is made at the request of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”).

The board of directors (the “Board”) of Heritage International Holdings Limited (the “Company”) has noted the increase in the price of the shares of the Company (the “Shares”) today. Having made such enquiry with respect to the Company as is reasonable in the circumstances, the Board confirms that save as disclosed below, it is not aware of any reason for such increase or any information which must be announced or of any inside information that needs to be disclosed under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “SFO”).

The Group is currently in the course of discussion with an independent third party in respect of a possible acquisition of a company which is principally engaged in financial leasing business (“Possible Acquisition”). As at the date of this announcement, the Group has not entered into any legally binding agreements or contracts in respect of the Possible Acquisition. The Possible Acquisition, if it materializes, may constitute a notifiable transaction under Chapter 14 of the Listing Rules. The Company will make further announcement(s) in compliance with the Listing Rules as and when legally binding agreement(s) in relation to the Possible Acquisition is/are entered into.

Profit Warning

The Company wishes to inform the shareholders of the Company and potential investors that the Group is expected to record a loss for the financial year ended 31 March 2015 as compared to a profit attributable to the owners of the Company of HK\$281,025,000 for the corresponding period in 2014. Such loss is principally attributable to (1) the

* For identification purposes only

unrealized fair value gain on investments at fair value through profit or loss for the financial year ended 31 March 2015 being approximately HK\$34,000,000 as compared to HK\$385,433,000 for the corresponding period in 2014; (2) a fair value loss on derivative financial instruments of approximately HK\$19,763,000; and (3) share option expense for a share option granted on 5 December 2014.

The information contained in this announcement is based on information currently available to the Group after review and assessment of the management accounts of the Group by the management of the Company. The management accounts are subject to finalization and necessary adjustments, and have not been confirmed, audited nor reviewed by the Company's auditors. Details of the financial data of the Group will be disclosed in the Group's annual results announcement before end of June 2015.

The Company would like to inform the shareholders and potential investors that despite the loss for the financial year ended 31 March 2015, the operations and financial position of the Group remain sound and healthy.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.

Resumption of Trading

At the request of the Company, trading in the Shares on the Stock Exchange have been halted from 1:00 pm on 31 March 2015 pending the release of this announcement. An application has been made by the Company to the Stock Exchange for the resumption of trading in the Shares with effect from 9:00 am on 1 April 2015.

This announcement is made by the order of the Company. The Board collectively and individually accepts responsibility for the accuracy of this announcement.

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

Hong Kong, 31 March 2015

As at the date of this announcement, the Company has two executive Directors, being Mr. Yau Wai Lung and Dr. Jonathan Ross and three independent non-executive Directors, being Mr. To Shing Chuen, Mr. Ha Kee Choy, Eugene, and Mr. Chung Yuk Lun.

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