

IMPORTANT

REFERENCE IS MADE TO THE PROSPECTUS (THE "PROSPECTUS") ISSUED BY HERITAGE INTERNATIONAL HOLDINGS LIMITED DATED 10 MAY 2013 IN RELATION TO THE RIGHTS ISSUE. TERMS DEFINED IN THE PROSPECTUS SHALL BEAR THE SAME MEANINGS WHEN USED HEREIN UNLESS THE CONTEXT OTHERWISE REQUIRES.
THIS DOCUMENT IS VALUABLE BUT IS NOT TRANSFERABLE AND IS FOR THE USE ONLY OF THE QUALIFYING SHAREHOLDER(S) NAMED BELOW WHO WISH(ES) TO APPLY FOR THE RIGHTS SHARES IN ADDITION TO THOSE ALLOTTED PROVISIONALLY TO HIM/HER/THEM. APPLICATIONS MUST BE RECEIVED BY 4:30 P.M. ON MONDAY, 27 MAY 2013.
IF YOU HAVE SOLD OR TRANSFERRED ALL YOUR SHARES, YOU SHOULD AT ONCE HAND THE RIGHTS ISSUE DOCUMENTS TO THE PURCHASER OR TRANSFEREE OR TO THE BANK, LICENSED SECURITIES DEALER OR OTHER AGENT THROUGH WHOM THE SALE OR TRANSFER WAS EFFECTED FOR TRANSMISSION TO THE PURCHASER OR TRANSFEREE.
THE STOCK EXCHANGE AND HKSCC TAKE NO RESPONSIBILITY FOR THE CONTENTS OF THE RIGHTS ISSUE DOCUMENTS. MAKE NO REPRESENTATION AS TO THEIR ACCURACY OR COMPLETENESS AND EXPRESSLY DISCLAIM ANY LIABILITY WHATSOEVER FOR ANY LOSS HOWSOEVER ARISING FROM OR IN RELIANCE UPON THE WHOLE OR ANY PART OF THE CONTENTS OF THE RIGHTS ISSUE DOCUMENTS.
A COPY OF EACH OF THE RIGHTS ISSUE DOCUMENTS, HAVING ATTACHED THERETO THE WRITTEN CONSENT REFERRED TO UNDER THE PARAGRAPH HEADED "EXPERT AND CONSENT" IN APPENDIX III TO THE PROSPECTUS, HAVE BEEN REGISTERED WITH THE REGISTRAR OF COMPANIES IN HONG KONG AS REQUIRED BY SECTION 342C OF THE COMPANIES ORDINANCE. A COPY OF EACH OF THE RIGHTS ISSUE DOCUMENTS WILL AS SOON AS REASONABLY PRACTICABLE BE DELIVERED TO THE REGISTRAR OF COMPANIES IN BERMUDA FOR FILING IN ACCORDANCE WITH THE REQUIREMENTS OF THE COMPANIES ACT, THE SECURITIES AND FUTURES COMMISSION OF HONG KONG, THE REGISTRAR OF COMPANIES IN HONG KONG AND THE REGISTRAR OF COMPANIES IN BERMUDA TAKE NO RESPONSIBILITY FOR THE CONTENTS OF ANY OF THESE DOCUMENTS.
DEALINGS IN THE SHARES AND THE NIL-PAID AND FULLY-PAID RIGHTS SHARES MAY BE SETTLED THROUGH CCASS. YOU SHOULD CONSULT YOUR LICENSED SECURITIES DEALER, BANK MANAGER, SOLICITOR, PROFESSIONAL ACCOUNTANT OR OTHER PROFESSIONAL ADVISER FOR DETAILS OF THOSE SETTLEMENT ARRANGEMENTS AND HOW SUCH ARRANGEMENTS MAY AFFECT YOUR RIGHTS AND INTERESTS.
IF YOU ARE IN ANY DOUBT AS TO ANY ASPECT OF THIS DOCUMENT OR AS TO THE ACTION TO BE TAKEN, YOU SHOULD CONSULT A LICENSED SECURITIES DEALER, BANK MANAGER, SOLICITOR, PROFESSIONAL ACCOUNTANT OR OTHER PROFESSIONAL ADVISER.
THIS FORM OF APPLICATION FOR EXCESS RIGHTS SHARES AND ANY ACCEPTANCE OF AND APPLICATION MADE ON IT ARE GOVERNED BY AND SHALL BE CONSTRUED IN ACCORDANCE WITH THE LAWS OF HONG KONG.



HERITAGE INTERNATIONAL HOLDINGS LIMITED

漢基控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 412)

(Warrant Code: 1248)

Branch share registrar in Hong Kong:
Computershare Hong Kong Investor
Services Limited
Shops 1712-1716, 17th Floor
Hopewell Centre
183 Queen's Road East
Wanchai
Hong Kong

Registered office:
Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

Head office and principal place
of business:
29/F, China United Centre
28 Marble Road
North Point
Hong Kong

RIGHTS ISSUE OF 939,739,198 RIGHTS SHARES OF HK\$0.001 EACH ON THE BASIS OF ONE RIGHTS SHARE FOR EVERY TWO SHARES HELD ON THE RECORD DATE AT HK\$0.215 PER RIGHTS SHARE FORM OF APPLICATION FOR EXCESS RIGHTS SHARES

Name(s) and address of the Qualifying Shareholder(s)

[Empty box for Name(s) and address of the Qualifying Shareholder(s)]

Application can be made only by the
Qualifying Shareholder(s)
named here.

[Empty box for application details]

To: The Directors

Heritage International Holdings Limited

Dear Sir/Madam,

I/We, being the Qualifying Shareholder(s), hereby irrevocably apply for _____ additional Rights Shares at the Subscription Price of HK\$0.215 per Rights Share under the Rights Issue. I/ We enclose a separate remittance by cheque or banker's cashier order drawn in favour of "HERITAGE INTERNATIONAL HOLDINGS LIMITED – EAF A/C" and crossed "Account Payee Only" for HK\$ _____, being payment in full on application for the above-mentioned number of additional Rights Shares. I/We hereby request you to allot such additional Rights Shares applied for, or any smaller number, to me/us and to send by post at my/our own risk to the address shown above my/our share certificate(s) for the number of additional Rights Shares (if any) allotted to me/us in respect of this application and/or a cheque for any surplus application monies without interest returnable to me/us. I/We understand that allotments in respect of this application shall be made at the sole discretion of the Directors and on a fair and reasonable basis. The Directors will give preference to topping up odd lots to whole board lots.

I/We hereby undertake to accept such number of additional Rights Shares as may be allotted to me/us as aforesaid upon the terms set out in the Prospectus and subject to the memorandum of association and bye-laws of the Company. In respect of any additional Rights Shares allotted to me/us, I/we authorise you to place my/our name(s) on the register of members of the Company as the holder(s) of such Rights Shares.

1. _____ 2. _____ 3. _____ 4. _____
Signature(s) of applicant(s) (all joint applicants must sign)

Date: _____ 2013

This form should be completed in full and lodged, together with payment at HK\$0.215 per Rights Share for the number of additional Rights Shares applied for, with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, so as to be received by no later than 4:30 p.m. on Monday, 27 May 2013. All remittances must be made in Hong Kong dollars and must be forwarded by either cheque drawn on a bank account with, or by a banker's cashier order issued by, a licensed bank in Hong Kong. All such cheques or banker's cashier orders must be made payable to "HERITAGE INTERNATIONAL HOLDINGS LIMITED – EAF A/C" and crossed "Account Payee Only". All enquiries in connection with this form of application for excess Rights Shares should be directed to the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at the above address or by phone at (852) 2862 8555.

Completion and return of this form of application for excess Rights Shares together with a cheque or a banker's cashier order in payment for the additional Rights Shares applied for which are the subject of this form will constitute a warranty by the applicant that the cheque or the banker's cashier order will be honoured on first presentation. All cheques and banker's cashier orders will be presented for payment immediately following receipt and all interest earned on such monies will be retained for the benefits of the Company. If any cheque or banker's cashier order accompanying this application is dishonoured on first presentation, without prejudice to the other rights of the Company, this form of application for excess Rights Shares is liable to be rejected.

The Rights Issue Documents have not been and will not be registered or filed under any applicable securities or equivalent legislation of any jurisdictions other than Hong Kong and Bermuda. No action has been taken to permit the offering of the Rights Issue in any territory outside Hong Kong.

You will be notified by the Company's branch share registrar in Hong Kong of any allotment of the additional Rights Shares made to you. If no additional Rights Share is allotted to you, it is expected that the amount tendered on application will be returned to you in full without interest by post at your own risk on or about Wednesday, 5 June 2013. If the number of the additional Rights Shares allotted to you is less than that applied for, it is expected that the surplus application monies will be returned to you without interest by post at your own risk to your registered address on or about Wednesday, 5 June 2013. Any such cheque will be drawn in favour of the person(s) named on this form. It is expected that share certificates in respect of the fully-paid Rights Shares will be posted on or before Wednesday, 5 June 2013 to those entitled thereto at their own risk.

**A SEPARATE CHEQUE OR BANKER'S CASHIER ORDER MUST ACCOMPANY EACH APPLICATION
NO RECEIPT WILL BE GIVEN**