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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)

VOLUNTARY ANNOUNCEMENT

EXTENSION OF MEMORANDUM OF UNDERSTANDING IN RESPECT OF THE PROPOSED ACQUISITION

Reference is made to the announcement of the Company dated 17 April 2015 (the “**Announcement**”). Terms used in this announcement shall have the same meanings as those defined in the Announcement unless the context otherwise requires.

As disclosed in the Announcement, the Purchaser, Mr. Liu, the Vendor and the HK Co entered into a non-legally binding MOU in relation to the Proposed Acquisition. According to the MOU, the Company, the Purchaser, Mr. Liu and the Vendor shall in good faith negotiate and intend that Definitive Documentation be finalised and signed on or before 10 June 2015.

As the parties to the MOU are still in the process of negotiations and the terms of the Definitive Documentation have not been finalised, the respective parties of the MOU entered into an extension agreement on 10 June 2015 (after trading hours), pursuant to which the latest time for entering into Definitive Documentation has been extended to 30 June 2015 (or such other date as mutually agreed). The extension agreement does not create legal obligations on the respective parties to enter into Definitive Documentation.

The Board wishes to emphasise that the MOU is not legally binding and the Proposed Acquisition may or may not proceed. Shareholders and potential investors are reminded that the Proposed Acquisition is subject to, among other things, the entering into of the Definitive Documentation, the terms of which are yet to be finalised. The Proposed Acquisition is also subject to and conditional upon such conditions as may be agreed by the parties to the Definitive Documentation.

The MOU may or may not lead to the entering into of the Definitive Documentation and the Proposed Acquisition may or may not proceed. There is no assurance as to whether and when the Proposed Acquisition will take place. Shareholders and potential investors are advised to exercise caution when dealing in the securities of the Company.

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

Hong Kong, 10 June 2015

As at the date of this announcement, the Company has three executive Directors, being Mr. Yau Wai Lung, Dr. Jonathan Ross and Mr. Ma Chao and three independent non-executive Directors, being Mr. To Shing Chuen, Mr. Chung Yuk Lun and Mr. Cheung Wing Ping.

** For identification purposes only*