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Heng Xin China Holdings Limited
恒芯中國控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 8046)

FURTHER ANNOUNCEMENT
ON
THE PROPOSED TRANSFER OF LISTING FROM
THE GROWTH ENTERPRISE MARKET
TO THE MAIN BOARD
OF THE STOCK EXCHANGE OF HONG KONG LIMITED

Reference is made to the announcement of the Company dated 24 October 2011 in relation to the Proposed Transfer (the “**Proposed Transfer Announcement**”) and the announcement of the Company dated 4 June 2012 with update information on the Proposed Transfer (the “**Update Announcement**”). Unless otherwise defined or the context otherwise requires, capitalized terms used herein shall have the same meanings as those defined in the Proposed Transfer Announcement and the Update Announcement.

Following the lapse of the Application, the Company submitted a new application for the Proposed Transfer to the Stock Exchange on 25 May 2012. The new application was returned to the Company by the Stock Exchange on 29 May 2012 in view of an on-going enquiry by the Stock Exchange regarding a discloseable transaction announced by the Company on 7 December 2010. The Company will make further announcement if and when it submits a new application for the Proposed Transfer to the Stock Exchange.

Shareholders and potential investors should be aware that the Company may or may not proceed to submit a new application for the Proposed Transfer and should exercise caution when dealing in the Shares.

By Order of the Board
HENG XIN CHINA HOLDINGS LIMITED
Xiao Yan
Chief Executive Officer

Hong Kong, 12 June 2012

* *For identification purposes only*

As at the date of this announcement, the Board comprises Mr. Xiao Yan (CEO), Mr. Feng Yongming and Mr. Li Tao as executive Directors; Mr. Xu Lei as non-executive Director; Mr. Leung Wo Ping JP, Mr. Dong Shi and Mr. Hu Dingdong as independent non-executive Directors.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the GEM website at www.hkgem.com on the “Latest Company Announcements” page for at least 7 days from the date of its posting and on the website of the Company at www.hengxinchina.com.hk.