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HENGXIN
恒芯中國

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

(Incorporated in Bermuda with limited liability)

(Stock Code: 8046)

**POLL RESULT OF THE SPECIAL GENERAL MEETING
HELD ON 4 JANUARY 2013**

Reference is made to the circular of Heng Xin China Holdings Limited (the “Company”) dated 17 December 2012 in relation to the major transaction in respect of the disposal of subsidiaries of the Company.

POLL RESULT

The board of directors (the “Board”) of the Company is pleased to announce that the proposed ordinary resolution as set out in the notice of special general meeting dated 17 December 2012 was duly passed by way of poll at the SGM held on 4 January 2013 (the “SGM”).

As at the date of the SGM, the total number of issued shares of the Company was 3,108,590,188, which was the total number of Shares entitling the holders to attend and vote for or against the resolutions at the SGM. There were no restrictions on any Shareholder to cast votes on any of the proposed resolution at the SGM. The poll result of the resolution set out in the notice of SGM is as follows:

* For identification purposes only

| ORDINARY RESOLUTION | | Number of votes cast (%) | |
|---------------------|--|--------------------------|---------|
| | | FOR | AGAINST |
| 1. (a) | the sale and purchase agreement dated 20 October 2012 and entered into between America Assets Holding Group Limited (the “Purchaser”) as purchaser and Star Hub Investments Limited (the “Vendor”), an indirect wholly owned subsidiary of the Company, as vendor (the “Sale and Purchase Agreement”), pursuant to which the Vendor has conditionally agreed to sell and the Purchaser has conditionally agreed to acquire the entire issued share capital of Magic Golden Limited at RMB328 million in cash, and the transactions contemplated thereunder be and are hereby approved, ratified and confirmed; | 856,757,032 100.00% | 0 0% |
| (b) | the directors of the Company (“Directors”) be and are hereby authorised, for and on behalf of the Company, to take all steps necessary or expedient in their opinion to implement and/or give effect to the terms of the Sale and Purchase Agreement and the transactions contemplated thereunder; and | | |
| (c) | the Directors be and are hereby authorised, for and on behalf of the Company, to execute all such other documents, instruments and agreements and to do all such acts or things deemed by them to be incidental to, ancillary to or in connection with the matters contemplated under the Sale and Purchase Agreement and to agree to any amendment to the terms of the Sale and Purchase Agreement which in the opinion of the Directors is not of a material nature and is in the interests of the Company. | | |

As more than 50% of the votes were cast in favour of the above resolution, the resolution was duly passed as ordinary resolution.

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

Hong Kong, 4 January 2013

As at the date of this announcement, the Board comprises Mr. Xiao Yan (CEO), Mr. Li Tao and Mr. Qiu Bin 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 Rules Governing the Listing of Securities on the Growth Enterprise Market (“GEM”) of The Stock Exchange of Hong Kong Limited 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 on the “Latest Company Announcement” page for at least 7 days from the date of its posting and on the website of the Company at www.hengxinchina.com.hk.