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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)

RETIREMENT OF DIRECTOR AT THE AGM AND WITHDRAWAL OF ORDINARY RESOLUTION NO. 2(b) AT THE AGM

The board (the “**Board**”) of directors (the “**Directors**”) of Heng Xin China Holdings Limited (the “**Company**”) announces that Mr. Qiu Bin (“**Mr. Qiu**”) has decided not to stand for re-election after his retirement by rotation at the forthcoming annual general meeting of the Company which is scheduled to be held on 2 June 2017 (the “**AGM**”) due to his increased commitment on his personal business interests. Hence, Mr. Qiu will cease to be an executive Director with effect from the conclusion of the AGM.

Mr. Qiu has confirmed that he has no disagreement with the members of the Board and that there is no matter in respect of his retirement that should be brought to the attention of the holders of the securities of the Company.

The Board would like to extend its appreciation to Mr. Qiu for his valuable contribution during his tenure of office in the Company.

Reference is made to the notice of annual general meeting dated 31 March 2017 (the “**AGM Notice**”) and form of proxy (the “**Proxy Form**”) issued by the Company in relation to the AGM. As a result of Mr. Qiu’s decision not to stand for re-election at the AGM, the ordinary resolution no. 2(b) in respect of the re-election of Mr. Qiu as a Director as set out in the AGM Notice and the Proxy Form is no longer applicable and will not be put forward for consideration and approval by the shareholders of the Company (the “**Shareholders**”) at the AGM.

The Shareholders are reminded to read the AGM Notice, including its notes, for details in respect of other resolutions which will be remain scheduled for consideration and approval at the AGM, eligibility for attending the AGM, proxy and other relevant matters.

By Order of the Board
HENG XIN CHINA HOLDINGS LIMITED
Lim Tong Yong
Chairman

Hong Kong, 1 June 2017

As at the date of this announcement, the Board comprises Tan Sri Dato' Lim Tong Yong (Chairman), Mr. Chen Rongbin (Vice Chairman and Chief Executive Officer), Mr. Qiu Bin, Mr. Gao Yang, Mr. Hu Qixian and Mr. Chen Xi as executive Directors and Mr. Wong Chi Keung, Mr. Xu Haiou and Mr. Chau Sen Chung 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 of The Stock Exchange of Hong Kong Limited (“GEM”) 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 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.

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