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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)

### **ANNOUNCEMENT PURSUANT TO RULE 17.50A(2) OF THE GEM LISTING RULES**

This announcement is made by Heng Xin China Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 17.50A(2) of the Rules Governing the Listing of Securities (the “**GEM Listing Rules**”) on the Growth Enterprise Market (the “**GEM**”) of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) in relation to an update of information of Mr. Wong Chi Keung (“**Mr. Wong**”), an independent non-executive director of the Company.

The board (the “**Board**”) of directors (the “**Directors**”) of the Company refers to the announcement of China Shanshui Cement Group Limited (a company whose shares are listed on the main board of the Stock Exchange, stock code: 691) (“**Shanshui Cement**”), in which Mr. Wong serves as an independent non-executive director, dated 2 June 2017 (the “**Shanshui Cement Announcement**”), in which it stated that on 2 June 2017, a petition (the “**Petition**”) was issued by Asia Cement Corporation (“**ACC**”, a shareholder of Shanshui Cement) and its subsidiaries (collectively referred as the “**Petitioners**”), in the Court of First Instance in the High Court of Hong Kong against Tianrui (International) Holding Company Limited (“**Tianrui**”, a shareholder of Shanshui Cement), Tianrui Group Company Limited, former and present directors of Shanshui Cement (including Mr. Wong), Shanshui Cement and China Shanshui Investment Company Limited (“**CSI**”).

According to the Shanshui Cement Announcement, the Petitioners alleged, inter alia, that Tianrui, CSI and the former/present directors of Shanshui Cement have conspired with one another and caused Shanshui Cement to perform misconduct which directly/indirectly benefit

Tianrui (“**Alleged Conspiracy**”). The Petitioners further asserted that the Alleged Conspiracy has harmed the interest of the shareholders of Shanshui Cement (including ACC) and has breached the Rules Governing the Listing of Securities on the Stock Exchange, the Hong Kong Code on Takeovers and Mergers, and fiduciary duties.

According to Mr. Wong’s confirmation and the Shanshui Cement Announcement, the board of directors of Shanshui Cement is seeking legal advice on the claims in the Petition.

The Company will make further announcement in compliance with the GEM Listing Rules as and when further developments of the above mentioned issue should arise.

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

Hong Kong, 5 July 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. Gao Yang and Mr. Yuan Gonglin 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 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](http://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](http://www.hengxinchina.com.hk).*

*\* For identification purposes only*