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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)

REQUISITION FOR SPECIAL GENERAL MEETING TO APPOINT AND REMOVE DIRECTORS

This announcement is made pursuant to Rule 17.10 of the Rules (“**GEM Listing Rules**”) Governing the Listing of Securities on the Growth Enterprise Market (“**GEM**”) of The Stock Exchange of Hong Kong Limited and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong).

The board (the “**Board**”) of directors (the “**Directors**”) of Heng Xin China Holdings Limited (the “**Company**”) announces that it has received a written requisition dated 5 February 2018 (the “**Requisition Notice**”) from Tan Sri Dato’ Lim Tong Yong (the “**Requisitionist**”), the chairman of the Board and an executive Director. As stipulated in the Requisition Notice, the Requisitionist stated that after reviewing and contemplating the current circumstances of the Company, he requested the Board to proceed as soon as practical to convene a special general meeting of the Company (the “**Requisition SGM**”) for the purpose of considering and, if thought fit, passing the following resolutions (the “**Resolutions**”):

Resolutions

1. To remove Mr. Chen Rongbin as Executive Director, Vice Chairman and Chief Executive Officer of the Company with immediate effect;
2. To remove Mr. Yuan Gonglin as Executive Director of the Company with immediate effect.
3. To appoint Mr. Li Yang (李洋) as Executive Director of the Company with immediate effect.
4. To appoint Ms. Chan Ying (陳瑩) as Executive Director of the Company with immediate effect.
5. To appoint Mr. Lin Shuang (林雙) as Independent Non-executive Director of the Company with immediate effect.
6. To appoint Mr. Liu Kwong Sang (廖廣生) as Independent Non-executive Director of the Company with immediate effect.
7. Each of the directors appointed to the Board during the period between 5 February 2018 and the time immediately before the holding of the special general meeting be and is hereby removed as Directors with immediate effect.

As at the date of deposit of the Requisition Notice, subject to the verification of the Company, the Requisitionist is purportedly holding over 10% of the total issued and paid up capital of the Company.

The Company is seeking advice in respect of the legality and procedural regularity of the Requisition Notice. Subject to verification and upon obtaining necessary advice, the Board would transact the matters set out in the Requisition Notice and the Company will, if necessary, make further announcement in respect of the Requisition Notice and if appropriate, the Requisition SGM to be convened the purpose of considering, and if thought fit, the Resolutions.

Shareholders of the Company and/or potential investors are advised to exercise caution when dealing in the securities of the Company.

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

Hong Kong, 5 February 2018

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. Tong Tai Alex, 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 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.

** For identification purposes only*