

The Directors' forecast of the consolidated profit attributable to the equity holders of the Company for the financial year ending 31 December 2005 is set forth under "Profit forecast" in the section headed "Financial Information" to this prospectus.

(A) BASES AND ASSUMPTIONS

The Directors have prepared the forecast of the consolidated profit attributable to the equity holders of the Company for the year ending 31 December 2005 (the "Forecast") based on the audited consolidated results for the six months ended 30 June 2005, the unaudited management accounts for the three months ended 30 September 2005 and a forecast of the consolidated results for the remaining three months ending 31 December 2005 of the Company, its subsidiaries and associate. The Forecast has been prepared on the basis of the accounting policies consistent in all material respects with those currently adopted by the Group as summarised in the Accountants' Reports as set out in Appendices I and II to this prospectus.

The Forecast has been prepared based on the following principal assumptions which are outside the Directors' influence:

- there will be no material changes in existing political, legal, fiscal, market or economic conditions in the PRC or any other country or territory where we carry on our business;
- there will no changes in legislation, regulations or rules in the PRC or any other country or territory where we carry on our business or with which we have arrangements or agreements, which may have a material adverse effect on our business;
- there will be no material changes in the bases or rates of taxation or duties in the PRC or any other country or territory where we carry on our business, except as otherwise disclosed in this prospectus; and
- there will be no material changes in interest rates or foreign currency exchange rates from those prevailing as at the last audited balance sheet date.

(B) LETTERS

Set out below is the text of the letters received by the Directors from Grant Thornton, the Group's reporting accountants, and from the Joint Sponsors in connection with the Group's profit forecast for the financial year ending 31 December 2005.

(i) Letter from Grant Thornton

Certified Public Accountants
Member of Grant Thornton International

Grant Thornton 
均富會計師行

22 November 2005

The Directors
New Heritage Holdings Ltd.
Tanrich Capital Limited
Altus Capital Limited

Dear Sirs,

We have reviewed the calculations of and accounting policies adopted in arriving at the forecast of the consolidated profit attributable to equity holders of New Heritage Holdings Ltd. (the "Company") for the year ending 31 December 2005 (the "Profit Forecast") as set out under "Profit forecast" in the section headed "Financial Information" to the prospectus of the Company dated 22 November 2005 (the "Prospectus").

We conducted our work in accordance with the Auditing Guideline 3.341 on "Accountants' report on profit forecasts" issued by the Hong Kong Institute of Certified Public Accountants.

The Profit Forecast, for which the directors of the Company are solely responsible, has been prepared by them based on the audited consolidated results for the six months ended 30 June 2005, the unaudited consolidated results based on management accounts for the three months ended 30 September 2005 and a forecast of the consolidated results for the remaining three months ending 31 December 2005 of the Company, its subsidiaries and associate.

In our opinion, the Profit Forecast, so far as the calculations and accounting policies are concerned, has been properly compiled in accordance with the bases and assumptions made by the directors of the Company as set out on page IV-1 of the Prospectus, and is presented on a basis consistent in all material respects with the accounting policies presently adopted by the Company, its subsidiaries and associate as set out in our accountants' reports dated 22 November 2005, the text of which is set out in Appendices I and II of the Prospectus.

Yours faithfully

Grant Thornton
Certified Public Accountants
Hong Kong

(ii) Letter from the Joint Sponsors**TANRICH**

16/F, Central Plaza,
18 Harbour Road,
Wanchai, Hong Kong.

The Directors
New Heritage Holdings Ltd.

22 November 2005

Dear Sirs,

We refer to the forecast of the consolidated profit attributable to equity holders of New Heritage Holdings Ltd. (the “Company”) for the financial year ending 31 December 2005 (the “Forecast”) as set forth in the prospectus (the “Prospectus”) issued by the Company dated 22 November 2005.

We understand that the forecast has been prepared by the Directors based on the audited consolidated results for the six months ended 30 June 2005, the unaudited management accounts for the three months ended 30 September 2005 and a forecast of the consolidated results for the remaining three months ending 31 December 2005 of the Company and its subsidiaries and associated company.

We have discussed with you the bases and assumptions, as set forth in part (A) of Appendix IV to the Prospectus, upon which the Forecast has been made. We have also considered the letter dated 22 November 2005 addressed to yourselves and ourselves from Grant Thornton regarding the accounting policies and calculations upon which the Forecast has been based.

On the basis of the foregoing, the bases and assumptions adopted by you and the accounting policies and calculations reviewed by Grant Thornton, we are of the opinion that the Forecast, for which you as directors of the Company are solely responsible, has been made after due and careful enquiry and consideration.

Yours faithfully,
For and on behalf of
Tanrich Capital Limited
Kenneth Sit
Director

Yours faithfully,
For and on behalf of
Altus Capital Limited
Arnold Ip
Executive Director **Sean Pey, Chang**
Executive Director