

*The Stock Exchange of Hong Kong Limited takes no responsibility for the contents of this announcement, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



**HUA XIA HEALTHCARE HOLDINGS LIMITED**

**華夏醫療集團有限公司\***

*(incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8143)**

**APPOINTMENT OF EXECUTIVE DIRECTOR  
AND  
EXTENSION OF LONG-STOP DATE IN RESPECT OF THE  
LETTER OF INTENT REGARDING THE PROPOSED ACQUISITION**

**APPOINTMENT OF EXECUTIVE DIRECTOR**

The Board wishes to announce that Mr. Jiang has been appointed as an executive director of the Company with effect from 3 January 2007.

**EXTENSION OF LONG-STOP DATE IN RESPECT OF THE PROPOSED  
ACQUISITION**

Reference is made to the announcements dated 12 July 2006 and 28 September 2006 by the Company in relation to entering into of the LOI regarding the Proposed Acquisition. As additional time is required for the negotiation process on the terms of the Proposed Acquisition, the long-stop date of the LOI has been extended from 31 December 2006 to 31 March 2007 by mutual agreement of the parties. Unless it is further extended by mutual agreement of the parties, the LOI will lapse on 31 March 2007.

**The Board wishes to emphasize that no binding agreement in relation to the Proposed Acquisition has been entered into as at the date of this announcement. As the Proposed Acquisition may or may not be entered into, investors and Shareholders are urged to exercise caution when dealing in the securities of the Company. Further announcement in respect of the Proposed Acquisition will be made by the Company as and when appropriate in accordance with the GEM Listing Rules.**

\* *for identification purpose only*

## **APPOINTMENT OF EXECUTIVE DIRECTOR**

The board of directors (the “Board”) of Hua Xia Healthcare Holdings Limited (the “Company”, together with its subsidiaries, the “Group”) announces that Mr. Jiang has been appointed as an executive director of the Company with effect from 3 January 2007.

### **Mr. Jiang Tao (“Mr. Jiang”)**

Mr. Jiang, aged 50, holds a degree of Doctor of Audiology from the Arizona School of Health Sciences, Kirksville College of Osteopathic Medicine in the United States and two Masters degrees in Audiology and in Special Education from Lamar University of Texas in the United States. He served as senior management in several enterprises in USA, Canada and the PRC with over 15 years of experience in senior management, consultancy and investment in the PRC, Hong Kong, Canada and the United States, etc. He has also established six enterprises in the PRC with Canadian capital. He is currently the Visiting Professor of the Medical College of Southwest of China, Sichuan University, Sun Yat-sen Medical University and Sichuan Foreign Language University.

Save as disclosed herein, Mr. Jiang does not hold any other positions in the Group and did not hold any directorship and other major appointments in any other listed public companies in the last three years before his appointment as an executive director of the Company.

Mr. Jiang does not have any relationships with any directors, senior management, management shareholders, substantial shareholders or controlling shareholders of the Company (within the meaning of the Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange (the “GEM Listing Rules”)).

Mr. Jiang does not have any other interests in the shares of the Company within the meaning of Part XV of Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)) (the “SFO”), except that Mr. Jiang was granted share options on 13 July 2006 to subscribe for 5,200,000 shares at a subscription price of HK\$0.83 per share.

Mr. Jiang has been appointed by way of a letter of appointment with the Company for a term of one year from 3 January 2007, which will continue thereafter until terminated by either party giving not less than one month’s notice in writing. Mr. Jiang is entitled to a monthly salary of HK\$10,000 which is determined by arm’s length negotiation between Mr. Jiang and the Company with reference to the prevailing market condition. He is also entitled to a year-end discretionary bonus to be determined by the Board from time to time. Mr. Jiang will be subject to retirement by rotation and re-election at the next annual general meeting of the Company in accordance with the memorandum and articles of association of the Company.

## **EXTENSION OF LONG-STOP DATE**

Reference is made to the announcements dated 12 July 2006 and 28 September 2006 (the “Announcements”) by the Company in relation to the proposed acquisition of the whole or part of equity interests to be indirectly held by the Vendor in Shanghai Humanity Hospital, by the Company pursuant to the LOI and the extension of the long-stop date. Terms defined in the Announcements shall have the same meanings when used herein unless the context requires otherwise.

As additional time is required for the negotiation process on the terms of the Proposed Acquisition, the long-stop date of the LOI has been extended from 31 December 2006 to 31 March 2007 by mutual agreement of the parties. Unless it is further extended by mutual agreement of the parties, the LOI will lapse on 31 March 2007. Save for the aforesaid, other terms of the LOI remains unchanged.

## **GENERAL**

Save as disclosed herein, the Board is not aware of any other matters which need to be brought to the attention of the shareholders of the Company and there is no other information which is discloseable pursuant to any of the requirements set out in Rule 17.50(2) (h) to (v) of the GEM Listing Rules in relation to the proposed appointment of Mr. Jiang as an executive director of the Company.

The Board would like to express its warmest welcome to Mr. Jiang.

This announcement in respect of the extension of the long-stop date of the LOI is made in accordance with Rule 17.10 of the GEM Listing Rules.

**The Board wishes to emphasize that no binding agreement in relation to the Proposed Acquisition has been entered into as at the date of this announcement. As the Proposed Acquisition may or may not be entered into, investors and Shareholders are urged to exercise caution when dealing in the securities of the Company. Further announcement in respect of the Proposed Acquisition will be made by the Company as and when appropriate in accordance with the GEM Listing Rules.**

By order of the Board  
**Hua Xia Healthcare Holdings Limited**  
**Yung Kwok Leong**  
*Chairman*

Hong Kong, 2 January 2007

*As at the date of this announcement, the executive directors are Mr. Yung Kwok Leong, Ms. Shum Ngai Pan, Mr. Chen Jin Shan and Mr. Weng Jiaying. The independent non-executive directors are Mr. Chan Francis Ping Kuen, Mr. Hsu Shiu Foo, William and Mr. Yu Chai Mei.*

*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 Group. The directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.*

*This announcement will remain on the “Latest Company Announcements” page of the GEM website and the website at [www.hkgem.com](http://www.hkgem.com) for at least 7 days from the date of its posting and on the website of the Company at [www.huaxia-healthcare.com](http://www.huaxia-healthcare.com).*