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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)

**RESULT OF EXTRAORDINARY GENERAL MEETING
AND
DESPATCH OF PROSPECTUS DOCUMENTS**

Financial adviser to the Company



博大資本國際有限公司

Partners Capital International Limited

The Board announces that, at the EGM held on 24 January 2007, resolution relating to the approval of the Open Offer was duly passed by the Independent Shareholders by way of poll.

The Board is also pleased to announce that the Prospectus Documents have been despatched to the Qualifying Shareholders on Wednesday, 24 January 2007. The latest time for acceptance and payment in respect of the Offer Shares is 4:00 p.m. on Wednesday, 7 February 2007.

Reference is made to the announcement (the “Announcement”) of the Company dated 14 December 2006 and the circular (the “Circular”) of the Company dated 8 January 2007. Unless the context requires otherwise, capitalized terms used herein shall have the same meanings as those defined in the Announcement and the Circular.

* *for identification purpose only*

RESULT OF EGM

The Board announces that, at the EGM held on 24 January 2007, resolution relating to the approval of the Open Offer was duly passed by the Independent Shareholders by way of poll. The voting result of the poll taken at the EGM in respect of the resolution is set out in the following table:

	Number of Shares represented by votes cast and percentage of total number of Shares represented by votes cast		Total number of votes cast
	For	Against	
Ordinary resolution (<i>Notes</i>)			
To approve the Open Offer	269,653,522 (99.93%)	200,250 (0.07%)	269,853,772 (100%)

Notes:

1. The full text of the ordinary resolution proposed at the EGM was set out in the notice of the EGM dated 8 January 2007, a copy of which is set out in the Circular.
2. As at the date of this announcement, the Company has an aggregate of 711,046,167 Shares in issue. Given that there is no controlling Shareholder, the Directors, namely Mr. Yung, Ms. Shum and Mr. Weng and Easeglory, a company wholly and beneficially owned by Mr. Yung, together with their respective associates, interested in an aggregate of 134,279,000 Shares, representing approximately 18.88% of the issued share capital of the Company, have abstained from voting on the resolution.
3. The total number of issued Shares entitling the holder to attend and vote for or against the resolution at the EGM was 576,767,167 Shares, representing approximately 81.12% of the existing issued share capital of the Company. There are no Share entitling the holder to attend and vote only against the resolution at the EGM.
4. Tengis Limited, the Company's branch registrar and transfer office in Hong Kong, acted as the scrutineer at the EGM.

Despatch of Prospectus Documents

Following the registration of the Prospectus Documents with the Registrar of Companies in Hong Kong, the Board announces that the Prospectus Documents have been despatched to the Qualifying Shareholders on Wednesday, 24 January 2007.

Qualifying Shareholders are reminded that the latest time for acceptance and payment of the Offer Shares is 4:00 p.m. on Wednesday, 7 February 2007. Details of the procedures for acceptance and payment thereof and the expected timetable for the Open Offer are set out in the Prospectus Documents.

It should be noted that the Open Offer is conditional on, among other things, the Underwriting Agreement not being terminated by the Underwriters in accordance with the terms of the Underwriting Agreement. Details of the circumstances under which the Underwriters may terminate the Underwriting Agreement are set out in the Prospectus Documents. Any person dealing in such Shares up to the date on which all conditions to which the Open Offer is subject are fulfilled (which is expected to be 4:00 p.m. on Monday, 12 February 2007) will accordingly bear the risk that the Open Offer may not become unconditional and may not proceed.

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

Hong Kong, 24 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, Mr. Weng Jiaxing and Mr. Jiang Tao. 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 Company. 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 appear and remain on the “Latest Company Announcements” page of the GEM website at 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.