



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)

EXTRAORDINARY GENERAL MEETING FORM OF PROXY

Form of proxy for use by shareholders at the extraordinary general meeting (the "EGM") of Hua Xia Healthcare Holdings Limited (the "Company") to be convened at Room 1902, 19/F., Sing Pao Building, No. 101 King's Road, North Point, Hong Kong on Thursday, 3 May 2007 at 11:00 a.m. or any adjournment thereof.

I/We ^(note a) _____
of _____
being the registered holder(s) of ^(note b) _____ shares of HK\$0.05 each of the Company hereby appoint the chairman of the EGM or _____
of _____
to act as my/our proxy ^(note c) at the EGM to be convened at Room 1902, 19/F., Sing Pao Building, No. 101 King's Road, North Point, Hong Kong on Thursday, 3 May 2007 at 11:00 a.m. and at any adjournment thereof and to vote on my/our behalf as directed below.

Please tick ("✓") in the appropriate box to indicate how you wish your vote(s) to be cast ^(notes d and e).

Ordinary Resolutions		For	Against
1	To approve the conditional sale and purchase agreement dated 13 March 2007 entered into among Wisdom Rise Group Limited, Mr. Lau Kam Shui and Hero Vision Enterprises Limited and matters contemplated thereby		
2	To approve the refreshment of the current general mandate		
3	To approve re-election of Dr. Wong Yu Man, James as a non-executive director of the Company		
4	To approve re-election of Mr. Jiang Tao as an executive director of the Company		

Dated this _____ day of _____ 2007

Signature: _____ ^(notes g to j)

Notes:

- Full name(s) and address(es) are to be inserted in **BLOCK CAPITAL LETTERS**.
- Please insert the number of ordinary shares to which this form of proxy relates in the space provided. If a number is inserted, this form of proxy will be deemed to relate only to those shares. If no number is inserted, this form of proxy will be deemed to relate to all ordinary shares registered in your name (whether alone or jointly with others).
- A proxy need not be a member of the Company. If you wish to appoint some person other than the Chairman of the EGM as your proxy, please delete the words "the chairman of the EGM" or insert the name and address of the person appointed proxy in **BLOCK CAPITAL LETTERS** in the space provided. If a proxy is attending the EGM on your behalf, such proxy shall produce his/her own identity paper.
- If you wish to vote for the resolution set out above, please tick ("✓") in the box marked "For". If you wish to vote against the resolution, please tick ("✓") the box marked "Against". If no indication is given, the proxy will vote or abstain at his/her discretion.
- Corporations must execute this form of proxy under common seal or by an attorney or a duly authorised officer. If a legal representative is appointed to attend the EGM, such legal representative shall produce his/her own identity paper and a certified true copy of the resolution of the board of directors or other governing body of the corporation appointing the legal representative.
- The full text of these resolutions appear in the notice convening the EGM dated 16 April 2007.
- If this form of proxy is signed by a person under a power of attorney or any other authority on your behalf, a certified copy of that power of attorney or other authority must be deposited at the principal place of business of the Company at Room 1902, 19/F., Sing Pao Building, No. 101 King's Road, North Point, Hong Kong.
- In order to be valid, this form of proxy together with any power of attorney or other authority under which it is signed must be lodged to the principal place of business of the Company at Room 1902, 19/F., Sing Pao Building, No. 101 King's Road, North Point, Hong Kong by not less than 48 hours before the time appointed for holding the EGM or any adjournment thereof.
- Completion and return of this form of proxy shall not preclude you from attending and voting in person at the EGM should you so wish.
- In case of joint holders, the vote of the senior who tenders a vote, whether present in person or by proxy, will be accepted to the exclusion of the vote(s) of the other joint holder(s), and for this purpose seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.

* for identification purpose only