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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)

PROFIT WARNING

This announcement is made pursuant to Rule 17.10 of the GEM Listing Rules.

The Board wishes to inform the shareholders of the Company and potential investors that it is expected that the results of the Group for the year ended 31 March 2008 may show a significant lower as compared to that of the previous corresponding year, or may even record a loss for the full year.

The information as contained in this announcement is only the preliminary assessment by the Company's management based on the management accounts of the Group for the year ended 31 March 2008 which has not been confirmed by the Company's auditors.

Shareholders of the Company and potential investors should exercise caution when dealing in the shares of the Company.

This announcement is made pursuant to Rule 17.10 of the Rules Governing the Listing of Securities on The Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “GEM Listing Rules”).

The board (the “Board”) of directors (the “Directors”) of Hua Xia Healthcare Holdings Limited (the “Company”) wishes to inform the shareholders of the Company and potential investors that it is expected that the results of the Group for the year ended 31 March 2008 may show a significant lower as compared to that of the previous corresponding year, or may even record a loss for the full year, due to the provision of full impairment loss on goodwill for the disposal of subsidiaries. Such disposals have been completed in the financial year ended 31 March 2008.

The information as contained in this announcement is only the preliminary assessment by the Company's management based on to the management accounts of the Group for the year ended 31 March 2008 which has not been confirmed by the Company's auditors. Shareholders of the Company and potential investors should read the Company's annual results announcement for the year ended 31 March 2008 carefully, which is expected to be published on 26 June 2008.

* *For identification purpose only*

Shareholders of the Company and potential investors should exercise caution when dealing in the shares of the Company.

On behalf of the Board of
Hua Xia Healthcare Holdings Limited
Yung Kwok Leong
Chairman

Hong Kong, 20 June 2008

As at the date of this announcement, the executive Directors are Mr. Yung Kwok Leong, Mr. Jiang Tao, Mr. Zhang Gang, Ms. Shum Ngai Pan and Mr. Chen Jin Shan. The non-executive Director is Dr. Wong Yu Man, James. The independent non-executive Directors are Ms. Wong Ka Wai, Jeanne, Mr. Hsu William Shiu Foo 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 remain on the “Latest Company Announcement” 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.