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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)**

## **TERMINATION OF THE OPEN OFFER**

The Board announces that the Underwriter, the Company and Mr. Yung have after due consideration mutually agreed to terminate the Underwriting Agreement after trading hours on 17 October 2008 in view of the recent adverse change in global market condition and the significant recent fluctuation in the share price of the Company which make the Open Offer inexpedient and inadvisable to proceed. As a result, the Open Offer is terminated.

No certificates for fully-paid Offer Shares will be despatched. It is expected that refund cheques in respect of the applications received for the Open Offer will be despatched by ordinary post to those entitled thereto, without interest, at their own risk on or before Friday, 24 October 2008.

Reference is made to the announcement of Hua Xia Healthcare Holdings Limited (the “**Company**”) dated 8 September 2008 and the prospectus of the Company dated 30 September 2008 (the “**Prospectus**”). Unless otherwise defined herein, terms used in this announcement shall have the same meanings as those defined in the Prospectus.

## **UNDERWRITING ARRANGEMENT**

The Open Offer is conditional upon, amongst other things, the obligations of the Underwriter under the Underwriting Agreement becoming unconditional and the Underwriting Agreement not being terminated by the Underwriter in accordance with the terms and conditions of the Underwriting Agreement. If the Underwriting Agreement does not become unconditional or is terminated, the Open Offer will not proceed.

\* *for identification purpose only*

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No certificates for fully-paid Offer Shares will be despatched. It is expected that refund cheques in respect of the applications received for the Open Offer will be despatched by ordinary post to those entitled thereto, without interest, at their own risk on or before Friday, 24 October 2008.

The Directors consider that the termination of the Open Offer has no material adverse impact on the financial and operational position of the Company. The Board is open to other fund raising opportunities.

As at the date of this announcement, the Company has not entered into any agreement or arrangement in relation to the major terms or timing of any alternative fund raising exercise. The Company will make further announcement if any fund raising exercise materialises.

**Shareholders and other investors are advised to exercise caution when dealing in the Shares.**

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

Hong Kong, 17 October 2008

*As at the date of this announcement, the executive Directors of the Company are Mr. Yung Kwok Leong, Dr. Jiang Tao, Mr. Zheng Gang, Ms. Shum Ngai Pan and Mr. Chen Jin Shan, the non-executive Director is Dr. Wong Yu Man, James, and the independent non-executive Directors are Ms. Wong Ka Wai, Jeanne, Mr. Hsu William Shiu Foo and Prof. 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 that:– (i) the information contained in this announcement is accurate and complete in all material respects and not misleading; (ii) there are no other matters the omission of which would make any statement in this announcement misleading; and (iii) 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 GEM website at [www.hkgem.com](http://www.hkgem.com) on the “Latest Company Announcements” page 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).*