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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)

PAYMENT OF SPECIAL DIVIDEND BY WAY OF DISTRIBUTION IN SPECIE AND CLOSURE OF REGISTER OF MEMBERS

References are made to the circular (the “**Circular**”) of Hua Xia Healthcare Holdings Limited (the “**Company**”) dated 16 August 2013 and the announcement of the results of the extraordinary general meeting (“**EGM**”) of the Company dated 4 September 2013 in relation to, among other things, the proposed distribution in specie (the “**Distribution**”) to the shareholders (the “**Shareholders**”) of the Company in the proportion of one share of HK\$0.01 each (the “**Wanjia Shares**”) in the issued share capital of Wanjia Holdings Group Limited for every five shares of HK\$0.01 each (the “**Shares**”) in the issued share capital of the Company on the Record Date. Capitalised terms used herein shall have the same meanings as those defined in the Circular unless the context otherwise required.

As stated in the Circular, the Company is seeking for the separate listing of Wanjia Shares and the Board recommended the payment of special interim dividend (the “**Special Dividend**”) by way of the Distribution. At the EGM, the independent Shareholders had approved the Proposed Spin-off, including but not limited to, the Distribution. However, the Distribution is conditional upon, among other, the Listing Committee of the Stock Exchange granting the listing of and the permission to deal in the Wanjia Shares and such approval has yet to be obtained as at the date of this announcement. The Company will publish an announcement to inform the Shareholders after the obtaining of such approval as and when appropriate.

The Board is pleased to announce that subject to the Listing Committee of the Stock Exchange approving the Listing of the Wanjia Shares, the Special Dividend will be paid to Shareholders whose names appear on the register of members (the “**Register**”) of the Company at 4:30 p.m. on Monday, 7 October 2013 (the “**Record Date**”).

* *For identification purpose only*

CLOSURE OF REGISTER OF MEMBERS

The Register will be closed from Thursday, 3 October 2013 to Monday, 7 October 2013 (both dates inclusive) in order to determine the Shareholders' entitlements to the Special Dividend, during which no transfer of Shares will be registered.

To qualify for the Special Dividend, all transfers of Shares accompanied by the relevant share certificates must be lodged with the Company's branch share registrar and transfer office in Hong Kong, Tricor Tengis Limited (the "**Share Registrar**") at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wan Chai, Hong Kong for registration no later than 4:30 p.m. on Wednesday, 2 October 2013.

Shareholders whose names appear on the Register on the Record Date, i.e. 4:30 p.m. on Monday, 7 October 2013 will be entitled to the Special Dividend. The Wanjia Share certificates are expected to be despatched to the Qualifying Shareholders (except for any Overseas Shareholders) on Thursday, 10 October 2013. The Wanjia Share certificates will only become valid if the Listing becomes unconditional. Overseas Shareholders will be entitled to the Distribution but will not receive the Wanjia Shares. Instead, the Wanjia Shares which they would otherwise receive pursuant to the Distribution will be sold by Hua Xia on their behalf as soon as reasonably practicable after commencement of dealings in the Wanjia Shares on the Stock Exchange and they will receive a cash amount equal to the net proceeds of such sale, and if such amount is less than HK\$100, it will be retained by the Company for its own benefit and will not be paid to the Overseas Shareholders.

The expected timetable for the Special Dividend is as follows:

Special Dividend cum-entitlement date	Friday, 27 September 2013
Special Dividend ex-entitlement date	Monday, 30 September 2013
Latest time for the Shareholders to lodge transfer documents to the Share Registrar in order to qualify for receiving the Special Dividend	4:30 p.m. on Wednesday, 2 October 2013 (All transfer of shares accompanied by the relevant share certificates and transfer form must be lodged with the Share Registrar at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wan Chai, Hong Kong for registration)
Closure of the register of members (to qualify for receiving the Special Dividend)	Thursday, 3 October 2013 to Monday, 7 October 2013
Record Date for Special Dividend	4:30 p.m. on Monday, 7 October 2013

The expected payment date of the Special Dividend, i.e. the despatch of share certificates of Wanjia Shares	Thursday, 10 October 2013
Dealings in Wanjia Shares on the Stock Exchange is expected to commence on	Friday, 11 October 2013 <i>(subject to obtaining the approval of the Listing)</i>
Payment to Overseas Shareholders of the net proceeds of the sale of the Wanjia Shares which they would otherwise receive pursuant to the Distribution	on or before Friday, 15 November 2013

Note: The expected timetable for the Distribution is subject to change, and any such change will be announced in a separate announcement by the Company as and when appropriate.

Shareholders and potential investors of the Company should note that the Proposed Spin-off may or may not be materialised as the Proposed Spin-off is conditional upon the satisfaction of certain conditions as disclosed in the Circular. Shareholders and potential investors of the Company should exercise caution when dealing in the Shares. If Shareholders and potential investors have any doubt about their position, they should consult their professional advisers. Further announcement(s) will be made by the Company if there is any change to the above expected timetable as and when appropriate.

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

Hong Kong, 16 September 2013

As at the date of this announcement, the executive Directors are Mr. Yung Kwok Leong, Dr. Jiang Tao, Mr. Zheng Gang, Dr. Huang Jiaqing 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, Prof. Hu Shanlian and Prof. Lu Chuanzhen.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the GEM 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 the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the GEM website at 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.