

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

This announcement is for information purpose only and does not constitute an invitation or offer to acquire, purchase or subscribe for any securities.



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)

**FURTHER UPDATES ON THE PROGRESS OF
THE PROPOSED SPIN-OFF AND SEPARATE LISTING OF
WANJIA GROUP HOLDINGS LIMITED
ON THE MAIN BOARD OF
THE STOCK EXCHANGE OF HONG KONG LIMITED**

References are made to the circular (the “**Circular**”) of Hua Xia Healthcare Holdings Limited (the “**Company**”) dated 19 August 2013 and the announcements of the Company dated 16 September 2013, 19 September 2013 and 30 September 2013 in relation to, among other things, the Proposed Spin-off and the Distribution. Capitalised terms used herein shall have the same meanings as those defined in the Circular unless the context otherwise required.

As at the Record Date, there were 1,083,938,264 Hua Xia Shares in issue. Pursuant to the Distribution, the Qualifying Shareholders will be entitled to one (1) Wanjia Share for every five (5) Hua Xia Shares held on the Record Date, accordingly a total of 236,487,652 Wanjia Shares, representing approximately 36.47% of Wanjia’s entire issued share capital (i.e. 648,405,300 Wanjia Shares) will be distributed. Immediately upon completion of the Distribution, the Company will retain approximately 63.53% equity interest in Wanjia and Wanjia will become a non-wholly owned subsidiary of the Company and the financial information of Wanjia Group will continue to be consolidated into the accounts of the Company.

As at the Record Date, there were 20 Overseas Shareholders whose addresses were in the PRC. The Directors have, in compliance with all necessary requirements specified in Rule 17.41(1) of the GEM Listing Rules, made enquiries regarding the legal restrictions under the laws of the PRC (the “**PRC Jurisdictions**”) and the requirements of the regulatory bodies or stock exchanges with respect to the Distribution to such Overseas Shareholders. The Company has been advised by its PRC legal adviser that there are no legal restrictions under applicable legislation, regulations or relevant legal normative documents for the Overseas Shareholders as PRC residents to receive the Wanjia Shares under the Distribution. Based on the advice from the PRC legal adviser, the Directors have decided that the Distribution will be available to such Overseas Shareholder(s).

* For identification purpose only

Share certificates of Wanjia Shares are expected to be despatched to Qualifying Shareholders on Thursday, 10 October 2013 by post at their own risks. Share certificates will only become valid if the Proposed Spin-off and the Distribution becomes unconditional.

GENERAL

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, 7 October 2013

As at the date of this announcement, the executive directors of the Company 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 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 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.