

FORM F

The Growth Enterprise Market (GEM)

Company Information Sheet

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Company name : **Hua Xia Healthcare Holdings Limited**
華夏醫療集團有限公司*

Stock code (ordinary shares) : **8143**

This information sheet contains certain particulars concerning the above company (the “**Company**”) which is listed on the Growth Enterprise Market (“**GEM**”) of the Stock Exchange of Hong Kong Limited (the “**Exchange**”). These particulars are provided for the purpose of giving information to the public with regard to the Company in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”). They will be displayed at the GEM website on the Internet. This information sheet does not purport to be a complete summary of information relevant to the Company and/or its securities.

The information in this sheet was updated as of 23 December 2013.

A. General

Place of incorporation : The Cayman Islands

Date of initial listing on GEM : 10 May 2002

Name of Sponsor(s) : Nil

Names of directors : Yung Kwok Leong – *Executive*
Jiang Tao – *Executive*
Zheng Gang – *Executive*
Huang Jiaqing – *Executive*
Chen Jin Shan – *Executive*
Wong Yu Man, James – *Non-executive*
Wong Ka Wai, Jeanne – *Independent non-executive*
Hu Shanlian – *Independent non-executive*
Lu Chuanzhen – *Independent non-executive*

| Names of substantial shareholders (as such term is defined in rule 1.01 of the GEM Listing Rules) and their respective interests in the ordinary shares and other securities of the Company | : | Shareholders | No. of shares | Percentage of issued share capital |
|--|---|--|----------------------|---|
| | | Marshal International Investments Limited** | 120,960,500 | 10.87% |
| | | Easeglory Holdings Limited** | 120,960,500 | 10.87% |
| | | Yung Kwok Leong* <i>(Note)</i> | 861,909,055 | 77.43% |
| | | Yung Muk Ying*** <i>(Note)</i> | 861,909,055 | 77.43% |
| | | * <i>By reason of their controlling of Marshal International Investments Limited and Easeglory Holdings Limited</i> | | |
| | | ** <i>Beneficial owner</i> | | |
| | | *** <i>Interest of spouse</i> | | |
| | | <i>Note: Inclusive of interest in 602,701,680 unlisted convertible preference shares and 1,700,000 share options</i> | | |
| Name(s) of company(ies) listed on GEM or the Main Board of the Stock Exchange within the same group as the Company | : | Wanjia Group Holdings Limited, an exempted company incorporated with limited liability in the Cayman Islands on 9 July 2012, and will be listed on the Main Board of The Stock Exchange of Hong Kong Limited on 11 October 2013 (stock code: 401) | | |
| Financial year end date | : | 31 March | | |
| Registered address | : | Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands | | |
| Head office and principal place of business | : | 19/F, New Wing, 101 King's Road, Hong Kong | | |
| Web-site address | : | www.huaxia-healthcare.com | | |
| Share registrar | : | <i>Principal share registrar and transfer office:</i> Royal Bank of Canada Trust Company (Cayman) Limited 4th Floor, Royal Bank House 24 Shedden Road, George Town Grand Cayman KY1-1110 Cayman Islands <i>Hong Kong branch share registrar and transfer office:</i> Tricor Tengis Limited 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong | | |

Auditors : HLB Hodgson Impey Cheng Limited
Chartered Accountants
Certified Public Accountants

B. Business activities

The Company acts as an investment holding company while its subsidiaries are principally engaged in the pharmaceutical wholesale and distribution and pharmaceutical retail chain businesses, provision of general hospital and healthcare and hospital management services in the PRC.

C. Ordinary shares

Number of ordinary shares : 1,113,138,264
in issue

Par value of ordinary shares : HK\$0.01
in issue

Board lot size (in number of : 4,000 shares
shares)

Name of other stock exchange(s) : Nil
on which ordinary shares are
also listed

D. Warrants

Not applicable

E. Other securities

Number of unlisted convertible : 602,701,680
preference shares in issue

Par value of unlisted convertible : HK\$0.01
preference share in issue

Number of share options granted : 81,751,287
and outstanding

Number of conversion shares : 3,421,053
outstanding from the unlisted
convertible notes

Responsibility statement

The directors of the Company (the “**Directors**”) as at the date hereof hereby collectively and individually accept full responsibility for the accuracy of the information contained in this information sheet (the “**Information**”) and confirm, having made all reasonable inquiries, that to the best of their knowledge and belief the Information is accurate and complete in all material respects and not misleading and that there are no other matters the omission of which would make any Information inaccurate or misleading.

The Directors also collectively and individually accept full responsibility for submitting a revised information sheet, as soon as reasonably practicable after any particulars on the form previously published cease to be accurate.

The Directors acknowledge that the Stock Exchange has no responsibility whatsoever with regard to the Information and undertake to indemnify the Exchange against all liability incurred and all losses suffered by the Exchange in connection with or relating to the Information.

Signed:

Yung Kwok Leong

Chen Jin Shan

Jiang Tao

Wong Yu Man, James

Wong Ka Wai, Jeanne

Zheng Gang

Hu Shanlian

Huang Jiaqing

Lu Chuanzhen