

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 10 March 2015.

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*
Wong Yu Man, James – *Non-executive*
Tang Xun – *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* (Note 1)	120,960,500	7.28%
Easeglory Holdings Limited** (Note 1)	120,960,500	7.28%
Yung Kwok Leong*. ** (Note 1)	518,691,516	31.22%
Yung Muk Ying*** (Note 1)	518,691,516	31.22%
New Hope International (Hong Kong) Limited** (Note 2)	343,217,539	20.66%
South Hoper Industry Co. Ltd.* (Note 2)	343,217,539	20.66%
New Hope Group Co. Ltd.* (Note 2)	343,217,539	20.66%
Tibet Hengyefeng Industrial Co., Ltd.* (Note 2)	343,217,539	20.66%
Mr. Liu Yonghao* (Note 2)	343,217,539	20.66%
Ms. Liu Chang* (Note 2)	343,217,539	20.66%
Ms. Li Wei*** (Note 2)	343,217,539	20.66%

* Corporate interest

** Beneficial owner

*** Interest of spouse

Note 1: The issued share capital of Easeglory Holdings Limited is 100% beneficially owned by Marshal International Investments Limited which is in turn beneficially owned by Mr. Yung Kwok Leong. Mr. Yung Kwok Leong is also beneficially interested in 297,531,016 ordinary shares. By virtue of her being the spouse of Mr. Yung Kwok Leong, Mrs. Yung Muk Ying is deemed to be interested in 120,960,500 ordinary shares held by Easeglory Holdings Limited, 297,531,016 ordinary shares, 1,700,000 share options and 98,500,000 unlisted convertible preference shares beneficially held by Mr. Yung Kwok Leong in personal capacity.

Note 2: The issued share capital of New Hope International (Hong Kong) Limited is 75% beneficially owned by South Hoper Industry Co. Ltd. which is in turn 51% held by New Hope Group Co. Ltd. and 49% held by Tibet Hengyefeng Industrial Co., Ltd.. New Hope Group Co. Ltd. is beneficially held by Mr. Liu Yonghao, Ms. Liu Chang and Ms. Li Wei in shareholding proportionate among them as 62.34%, 36.35% and 1.31% respectively. Tibet Hengyefeng Industrial Co., Ltd. is controlled by Ms. Liu Chang. Therefore, Mr. Liu Yonghao, Ms. Liu Chang and Ms. Li Wei are deemed to be interested in the ordinary shares held by New Hope International (Hong Kong) Limited.

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 was 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 : *Principal share registrar and transfer office:*
Royal Bank of Canada Trust Company (Cayman) Limited
4th Floor, Royal Bank House
24 Shedden Road, George Town
Grand Cayman KY1-1110
Cayman Islands

Hong Kong branch share registrar and transfer office:
Tricor Tengis Limited
22th Floor, Hopewell Centre,
183 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
in issue : 1,661,589,944

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

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

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

D. Warrants

Not applicable

E. Other securities

Number of unlisted convertible
preference shares in issue : 98,500,000

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

Number of share options granted
and outstanding : 32,801,287

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

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

Jiang Tao

Zheng Gang

Huang Jiaqing

Wong Yu Man, James

Tang Xun

Wong Ka Wai, Jeanne

Hu Shanlian

Lu Chuanzhen