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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 RIGHTS ISSUE AND THE UNDERWRITING AGREEMENT**

The Board announces that in view of significant change in market conditions and the sentiment of the investors, after trading hours of the Stock Exchange on 8 July 2015 the Underwriter and the Company mutually agreed to terminate the Underwriting Agreement with immediate effect by entering into an agreement of termination. The Underwriting Agreement is therefore terminated and be of no further effect and neither party shall be under any liability to the other party in respect of the Underwriting Agreement.

As at the date of this announcement, no securities have been issued by the Company under the Rights Issue. The Rights Issue will not proceed.

**Shareholders and potential investors are advised to exercise caution when dealing in the Shares. The Directors believe that the termination of the Underwriting Agreement and the Rights Issue have no material adverse impact on the interests of the Company and the Shareholders, as well as the existing business and financial position or the operations of the Group. As a result of such termination, the Company will formulate alternative or revise the business plans, which were originally proposed to be funded by the Rights Issue.**

Reference is made to the announcements dated 22 June and 29 June 2015, respectively, (“**Announcements**”) issued by the Company in relation to the Rights Issue of not less than 334,633,988 Rights Shares but not more than approximately 360,908,387 Rights Shares to the Qualifying Shareholders at a Subscription Price of HK\$0.72 per Rights Share on the basis of one (1) Rights Share for every five (5) Shares held on the Record Date. Capitalised terms used in this announcement shall have the same meanings as defined in the Announcements unless otherwise stated.

\* For identification purpose only

## TERMINATION OF THE UNDERWRITING AGREEMENT

The Board announces that in view of significant change in market conditions and the sentiment of the investors, after trading hours of the Stock Exchange on 8 July 2015 the Underwriter and the Company mutually agreed to terminate the Underwriting Agreement with immediate effect by entering into an agreement of termination. The Underwriting Agreement is therefore terminated and the Underwriting Agreement is of no further effect and neither party shall be under any liability to the other party in respect of the Underwriting Agreement.

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As a result of such termination, the Company will formulate alternative or revise the business plans, which were originally proposed to be funded by the Rights Issue.

By Order of the Board  
**Hua Xia Healthcare Holdings Limited**  
**Jiang Tao**  
*Chief Executive Officer*

Hong Kong, 8 July 2015

*As at the date of this announcement, the Board comprises Dr. Jiang Tao, Mr. Zheng Gang, Dr. Huang Jiaqing and Mr. Yung Ka Chun as executive Directors; Dr. Wong Yu Man, James and Mr. Tang Xun as non-executive Directors; and Ms. Wong Ka Wai, Jeanne, Prof. Hu Shanlian and Prof. Lu Chuanzhen as independent non-executive Directors.*

*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 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 <http://www.hkgem.com> on the “Latest Company Announcements” page for at least seven days from the date of its posting and the Company’s website at <http://www.huaxia-healthcare.com>.*