

THE STOCK EXCHANGE OF HONG KONG LIMITED
(A wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited)**APPENDIX 5****FORMS RELATING TO LISTING****FORM F****THE GROWTH ENTERPRISE MARKET (GEM)****COMPANY INFORMATION SHEET****Case Number:** _____

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

Company name: Hua Xia Healthcare Holdings Limited**Stock code (ordinary shares):** 08143

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 **18 November 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:**
Executive Directors
Dr. JIANG Tao (Chief Executive Officer)
Mr. ZHENG Gang
Dr. HUANG Jiaqing
Mr. YUNG Ka Chun*Non-executive Directors*
Dr. WONG Yu Man, James
Mr. TANG Xun*Independent non-executive Directors*
Ms. WONG Ka Wai, Jeanne
Prof. HU Shanlian
Prof. LU Chuanzhen
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Name(s) of substantial shareholder(s):
(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

Name of shareholders	No. of shares	Approximate percentage of total issued ordinary shares
Easeglory Holdings Limited *	516,991,516	30.43%
Mr. YUNG Ka Chun **	519,631,516	30.59%
New Hope International (Hong Kong) Limited ***	343,217,539	20.20%
南方希望實業有限公司***	343,217,539	20.20%
新希望集團有限公司***	343,217,539	20.20%
西藏恒業峰實業有限公司***	343,217,539	20.20%
Mr. LIU Yonghao ***	343,217,539	20.20%
Ms. LIU Chang ***	343,217,539	20.20%
Ms. LI Wei ***	343,217,539	20.20%

* The issued share capital of Easeglory Holdings Limited is 100% beneficially owned by Mr. YUNG Ka Chun, an executive Director of the Company. The 516,991,516 shares represent (i) the 418,491,516 ordinary shares beneficially owned by Easeglory Holdings Limited, and (ii) the 98,500,000 convertible preference shares.

** Including personal interest of 2,640,000 shares.

*** New Hope International (Hong Kong) Limited is interested in 343,217,539 ordinary shares of the Company. The issued share capital of New Hope International (Hong Kong) Limited is 75% beneficially owned by 南方希望實業有限公司 which is in turn 51% held by 新希望集團有限公司 and 49% is held by 西藏恒業峰實業有限公司. Both 新希望集團有限公司 and 西藏恒業峰實業有限公司 are 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. Therefore, Mr. LIU Yonghao, Ms. LIU Chang and Ms. LI Wei are interested in shares of the Company.

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 listed on the Main Board of The Stock Exchange of Hong Kong Limited on 11 October 2013 (stock code: 00401)

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.

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Web-site address (if applicable):	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 Level 22, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.
Auditors:	HLB Hodgson Impey Cheng Limited 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:	1,699,249,944
Par value of ordinary shares in issue:	HK\$0.01
Board lot size (in number of shares):	4,000
Name of other stock exchange(s) on which ordinary shares are also listed:	N/A

D. Warrants

Stock code:	N/A
Board lot size:	N/A
Expiry date:	N/A
Exercise price:	N/A
Conversion ratio:	N/A
No. of warrants outstanding:	N/A
No. of shares falling to be issued upon the exercise of outstanding warrants:	N/A

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E. Other securities

Number of unlisted convertible preference shares in issue:	98,500,000
Par value of unlisted convertible preference shares in issue:	HK\$0.01
Number of share options granted and outstanding:	66,591,991
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 or deceptive 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:

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Dr. JIANG Tao

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Mr. ZHENG Gang

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Dr. HUANG Jiaqing

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Mr. YUNG Ka Chun

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Dr. WONG Yu Man, James

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Mr. TANG Xun

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Ms. WONG Ka Wai, Jeanne

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NOTES

- (1) *This information sheet must be signed by or pursuant to a power of attorney for and on behalf of each of the Directors of the Company.*
- (2) *Pursuant to rule 17.52 of the GEM Listing Rules, the Company must submit to the Exchange (in the electronic format specified by the Exchange from time to time) for publication on the GEM website a revised information sheet, together with a hard copy duly signed by or on behalf of each of the Directors, as soon as reasonably practicable after any particulars on the form previously published cease to be accurate.*
- (3) *Please send a copy of this form by facsimile transaction to Hong Kong Securities Clearing Company Limited (on 2815-9353) or such other number as may be prescribed from time to time) at the same time as the original is submitted to the Exchange.*