

## 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): 8143

This information sheet contains certain particulars concerning the above company (the “**Company**”, together with its subsidiaries, the “**Group**”) 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 August 2016

#### A. General

Place of incorporation: The Cayman Islands

Date of initial listing on GEM: 10 May 2002

Name of Sponsor(s): -

Names of directors:  
(please distinguish the status of the directors  
- Executive, Non-Executive or Independent  
Non-Executive)

**Executive Directors:**  
Dr. JIANG Tao (Chief Executive Officer)  
Mr. YUNG Ka Chun  
Mr. ZHENG Gang  
Dr. HUANG Jiaqing

**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 shareholder	No. of shares	Approx. % of total issued ordinary shares
Mr. Yung Ka Chun ("Mr. Yung") (Notes 1 and 2)	519,631,516	25.49%
Easeglory Holdings Limited ("Easeglory") (Note 2)	516,991,516	25.36%
New Hope International (Hong Kong) Limited ("New Hope") (Note 3)	343,217,539	16.84%
南方希望實業有限公司 (Note 3)	343,217,539	16.84%
新希望集團有限公司 (Note 3)	343,217,539	16.84%
西藏恒業鋒實業有限公司 (Note 3)	343,217,539	16.84%
Mr. Liu Yonghao (Note 3)	343,217,539	16.84%
Ms. Liu Chang (Note 3)	343,217,539	16.84%
Ms. Li Wei (Note 3)	343,217,539	16.84%

Notes:

- Mr. Yung, an executive Director, is personally interested in 2,640,000 shares.
- Easeglory is interested in 418,491,516 Shares and 98,500,000 convertible preference shares ("CPS") in the Company. The issued share capital of Easeglory is wholly-owned by Mr. Yung. Mr. Yung is deemed to be interested in the Shares and the CPS in which Easeglory is interested in under Part XV of the Securities and Futures Ordinance ("SFO") (Chapter 571 of the Laws of Hong Kong).

Easeglory has charged 418,491,516 Shares and 98,500,000 CPS to Golden Prince Group Limited ("Golden Prince") and Mr. Ng Leung Ho respectively. The issued share capital of Golden Prince is wholly-owned by Mr. Ng Leung Ho. Mr. Ng Leung Ho is deemed to be interested in the 418,491,516 Shares under Part XV of the SFO, and is interested in the 98,500,000 CPS.

- The issued share capital of New Hope is owned as to 75% by Southern Hope Enterprise Co., Ltd.<sup>#</sup> (南方希望實業有限公司) which is in turn owned as to 51% by New Hope Group Co., Ltd.<sup>#</sup> (新希望集團有限公司) and as to 49% by Tibet Hengye Feng Industrial Co., Ltd.<sup>#</sup> (西藏恒業鋒實業有限公司). Both New Hope Group Co., Ltd.<sup>#</sup> and Tibet Hengye Feng Industrial Co., Ltd.<sup>#</sup> are owned as to 62.34% by Mr. Liu Yonghao, as to 36.35% by Ms. Liu Chang and as to 1.31% by Ms. Li Wei. Mr. Liu Yonghao, Ms. Liu Chang and Ms. Li Wei are deemed to be interested in the Shares in which New Hope is interested in under Part XV of the SFO.

<sup>#</sup> The English translation of Chinese names or words in this company information sheet, where indicated, is included for information purpose only, and should not be regarded as the official English translation of such Chinese names or words

**THE STOCK EXCHANGE OF HONG KONG LIMITED**  
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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: 0401)

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 (if applicable): 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  
Level 22, Hopewell Centre,  
183 Queen's Road East,  
Hong Kong

Auditors: HLB Hodgson Impey Cheng Limited  
(Certified Public Accountants)

**B. Business activities**

*(Please insert here a brief description of the business activities undertaken by the Company and its subsidiaries.)*

The Company is an investment holding company. The Group is principally engaged in the provision of general hospital services and pharmaceutical wholesale, distribution and pharmaceutical retail chain businesses in the PRC.

**C. Ordinary shares**

Number of ordinary shares in issue: 2,038,249,944

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

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Conversion ratio: N/A  
(Not applicable if the warrant is  
denominated in dollar value of  
conversion right)

No. of warrants outstanding: N/A

No. of shares falling to be issued upon  
the exercise of outstanding warrants: N/A

**E. Other securities**

Details of any other securities in issue.  
(i.e. other than the ordinary shares described in C above and warrants described in D above but including options  
granted to executives and/or employees).

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: 66,591,992

Number of conversion shares  
outstanding from the unlisted  
convertible notes: 3,421,052

Name of other stock exchange(s) on  
which the above securities are also  
listed: N/A

If there are any debt securities in issue that are guaranteed, please indicate name of guarantor.

N/A

**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.

THE STOCK EXCHANGE OF HONG KONG LIMITED  
(A wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited)

Signed:

Dr. Jiang Tao  
Executive Director

Mr. Yung Ka Chun  
Executive Director

Mr. Zheng Gang  
Executive Director

Dr. Huang Jiaqing  
Executive Director

Dr. Wong Yu Man, James  
Non-executive Director

Mr. Tang Xun  
Non-executive Director

Ms. Wong Ka Wai, Jeanne  
Independent non-executive Director

Prof. Hu Shanlian  
Independent non-executive Director

Prof. Lu Chuanzhen  
Independent non-executive Director

**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.*