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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)

COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

Placing Agent

 **KINGSTON SECURITIES**

References are made to the announcements of Hua Xia Healthcare Holdings Limited (the “**Company**”) dated 1 March 2018 (the “**Announcement**”) and 5 March 2018 in relation to, amongst other things, the placing of new shares under general mandate. Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

The Board is pleased to announce that all the conditions set out in the Placing Agreement have been fulfilled and the Completion took place on 20 March 2018. An aggregate of 460,000,000 Placing Shares have been successfully placed by the Placing Agent to not less than six Placees at the Placing Price of HK\$0.1 per Placing Share pursuant to the terms and conditions of the Placing Agreement. To the best of the Directors’ knowledge, information and belief, having made all reasonable enquiries, the Placees and their ultimate beneficial owners are Independent Third Parties.

The net proceeds from the Placing, after deducting the placing commission and other expenses in connection with the Placing from the gross proceeds, are approximately HK\$44.5 million, which is intended to apply as to (i) approximately HK\$22 million for the repayment of the promissory notes of the Group; and (ii) approximately HK\$22.5 million for the general working capital of the Group.

* For identification purpose only

EFFECTS ON SHAREHOLDING STRUCTURE

The 460,000,000 Placing Shares represent approximately 19.51% of the issued share capital immediately before the Completion and approximately 16.32% of the issued share capital of the Company immediately upon the Completion. Set out below is the shareholding structure of the Company immediately before and upon the Completion:

	Immediately before Completion		Immediately upon Completion	
	No. of Shares	Approx. %	No. of Shares	Approx. %
Shareholders				
Easeglory Holdings Limited (Note 1)	418,491,516	17.75	418,491,516	14.85
Mr. Yung Ka Chun (Note 1)	2,640,000	0.11	2,640,000	0.09
New Hope International (Hong Kong) Limited (Note 2)	343,217,539	14.55	343,217,539	12.18
Kingfull Corporate Development Limited (Note 3)	320,000,000	13.57	320,000,000	11.35
Dr. Jiang Tao (Note 4)	9,300,000	0.39	9,300,000	0.33
Mr. Zheng Gang (Note 4)	6,044,000	0.26	6,044,000	0.21
Dr. Huang Jiaqing (Note 4)	1,400,000	0.06	1,400,000	0.05
Placees and other public Shareholders	1,257,156,889	53.31	1,717,156,889	60.94
Total	<u>2,358,249,944</u>	<u>100.00</u>	<u>2,818,249,944</u>	<u>100.00</u>

Notes:

1. Easeglory Holdings Limited is wholly-owned by Mr. Yung Ka Chun, an executive Director.
2. New Hope International (Hong Kong) Limited is owned as to 75% by Southern Hope Enterprise Co., Ltd.# (南方希望實業有限公司) which is in turn owned as to 51% by New Hope Group Co., Ltd.# (新希望集團有限公司) and as to 49% by Tibet Hengye Feng Industrial Co., Ltd.# (西藏恒業鋒實業有限公司). Both New Hope Group Co., Ltd.# and Tibet Hengye Feng Industrial Co., Ltd.# 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.
3. Kingfull Corporate Development Limited is wholly-owned by Mr. Lin Jinzong, an executive Director.

4. Dr. Jiang Tao, Mr. Zheng Gang and Dr. Huang Jiaqing are executive Directors.

5. The percentages are subject to rounding error, if any.

The English translation of Chinese names or words in this announcement, where indicated, is included for information purpose only, and should not be regarded as the official English translation of such Chinese names or words.

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

Hong Kong, 20 March 2018

As at the date of this announcement, the Board comprises Dr. Jiang Tao, Mr. Yung Ka Chun, Mr. Zheng Gang, Dr. Huang Jiaqing and Mr. Lin Jinzong as executive Directors; Dr. Wong Yu Man, James, Mr. Tang Xun and Mr. Chan Chi Ming, Tony as non-executive Directors; and Ms. Wong Ka Wai, Jeanne, Prof. Hu Shanlian, Prof. Lu Chuanzhen and Prof. Zhang Bin 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 purposes 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 be published on GEM website at <http://www.hkgem.com> on the “Latest Company Announcement” page for at least 7 days from the date of publication and on the Company’s website at www.huaxia-healthcare.com.