



Our Ref: 5H02950805

5 June 2018

PRIVATE & CONFIDENTIAL

The Board of Directors
Hua Xia Healthcare Holdings Limited
19/F, New Wing,
101 King's Road,
HONG KONG

Dear Sirs,

**HUA XIA HEALTHCARE HOLDINGS LIMITED (THE "COMPANY") AND ITS
SUBSIDIARIES (COLLECTIVELY REFERRED TO AS THE "GROUP") COMFORT
LETTER ON PROFIT ESTIMATE FOR THE YEAR ENDED 31 MARCH 2018**

We refer to the estimate of the consolidated loss attributable to equity holders of the Company for the year ended 31 March 2018 (the "**Profit Estimate**") set forth in the profit warning announcement issued by the Company dated 9 May 2018 (the "**Profit Warning Announcement**").

DIRECTORS' RESPONSIBILITIES

The Profit Estimate has been prepared by the directors of the Company based on the unaudited consolidated management accounts of the Group for the year ended 31 March 2018.

The Company's directors are solely responsible for the Profit Estimate.

OUR INDEPENDENCE AND QUALITY CONTROL

We have complied with the independence and other ethical requirements of the "Code of Ethics for Professional Accountants" issued by the Hong Kong Institute of Certified Public Accountants (the "**HKICPA**"), which is founded on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behavior.

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OUR INDEPENDENCE AND QUALITY CONTROL (CONTINUED)

The firm applies Hong Kong Standard on Quality Control 1 “Quality Control for Firms that Perform Audits and Reviews of Financial Statements, and Other Assurance and Related Services Engagements” issued by the HKICPA and accordingly maintains a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

REPORTING ACCOUNTANTS’ RESPONSIBILITIES

Our responsibility is to express an opinion on the accounting policies and calculations of the Profit Estimate based on our procedures. This letter is made solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this letter.

We conducted our engagement in accordance with Hong Kong Standard on Investment Circular Reporting Engagements 500 “Reporting on Profit Forecasts, Statements of Sufficiency of Working Capital and Statements of Indebtedness” and with reference to Hong Kong Standard on Assurance Engagements 3000 (Revised) “Assurance Engagements Other Than Audits or Reviews of Historical Financial Information” issued by the HKICPA. Those standards require that we plan and perform our work to obtain reasonable assurance as to whether, so far as the accounting policies and calculations are concerned, the Company’s directors have properly compiled the Profit Estimate in accordance with the bases and assumptions adopted by the directors and as to whether the Profit Estimate is presented on a basis consistent in all material respects with the accounting policies normally adopted by the Group. Our work is substantially less in scope than an audit conducted in accordance with Hong Kong Standards on Auditing issued by the HKICPA. Accordingly, we do not express an audit opinion.

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OPINION

In our opinion, so far as the accounting policies and calculations are concerned, the Profit Estimate has been properly compiled in accordance with the bases and assumptions adopted by the directors as set out in the paragraph headed "Bases and assumptions in preparing the profit estimate" of "LETTER FROM THE BOARD" in the composite document of the Company date 5 June 2018 and is presented on a basis consistent in all material respects with the accounting policies normally adopted by the Group set out in the annual report of the Company for the year ended 31 March 2017 and the new or revised accounting standards issued that are effective for accounting period beginning on 1 April 2017 where applicable. This letter should not be construed as in any way updating or refreshing the aforementioned auditors' report nor do we accept responsibility for such report beyond that owed to those to whom the report was addressed by us at the date of its issue.

Yours faithfully



Certified Public Accountants

Wong Sze Wai, Basilia
Practicing Certificate Number: P05806

Hong Kong