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**THIS SUPPLEMENTAL CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

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**If you are in any doubt** as to any aspect of this supplemental circular or as to the action to be taken, you should consult a stockbroker or other registered dealer in securities, a bank manager, solicitor, professional accountant or other professional adviser.

**If you have sold or transferred** all your shares in Hailan Holdings Limited, you should at once hand this supplemental circular, together with the enclosed second form of proxy, to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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**Hailan Holdings Limited**  
**海藍控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 2278)**

**SUPPLEMENTAL CIRCULAR TO  
THE CIRCULAR TO SHAREHOLDERS DATED 27 APRIL 2018  
AND  
SUPPLEMENTAL NOTICE  
OF ANNUAL GENERAL MEETING**

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This supplemental circular should be read together with the circular of the Company dated 27 April 2018 in relation to, among other things, the general mandates to issue new shares and buy back shares and the proposed re-election of directors.

A supplemental notice convening the Annual General Meeting of Hailan Holdings Limited to be held at Unit B, 6/F, 9 Queen's Road Central, Hong Kong on Wednesday, 27 June 2018 at 2:00 p.m. is set out on in this supplemental circular. Whether or not you intend to attend the Annual General Meeting, please complete and sign the enclosed second form of proxy in accordance with the instructions printed thereon and return it to the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for the holding of the Annual General Meeting or any adjournment thereof. Completion and return of the second form of proxy will not preclude you from attending and voting in person at the Annual General Meeting or any adjournment thereof should you so wish. If you attend and vote at the Annual General Meeting, the authority of your proxy will be revoked.

6 June 2018

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## CONTENTS

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	<i>Page</i>
<b>Letter from the Board</b> .....	1
<b>Supplemental Notice of Annual General Meeting</b> .....	6

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**LETTER FROM THE BOARD**

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**Hailan Holdings Limited**  
**海藍控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 2278)**

*Executive Directors:*

Zhou Li (*Chairperson &  
Chief Executive Officer*)  
Fan Wen Yi  
Chen Xiang  
Liu Bing

*Registered Office:*

Estera Trust (Cayman) Limited  
PO Box 1350  
Clifton House  
75 Fort Street  
Grand Cayman KY1-1108  
Cayman Islands

*Non-executive Director:*

Yao Yu

*Headquarters and Principal Place of  
Business in the People's Republic of China:*

*Independent non-executive Directors:*

Li Yong  
E Jun Yu  
Chen Shimin

2/F, No. 1 Building Hampton by Hilton  
No. 169 Yu Lin Road  
Tianya District  
Sanya, the Hainan Province  
The PRC

*Principal Place of Business in Hong Kong:*

Room 1603, 16/F  
China Building  
29 Queen's Road Central  
Central  
Hong Kong

6 June 2018

*To the Shareholders*

Dear Sir/Madam,

**SUPPLEMENTAL CIRCULAR TO  
THE CIRCULAR TO SHAREHOLDERS DATED 27 APRIL 2018  
AND  
SUPPLEMENTAL NOTICE  
OF ANNUAL GENERAL MEETING**

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## LETTER FROM THE BOARD

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### 1. INTRODUCTION

On 6 June 2018, the Board announced the appointment of Mr. Liu Bing (“**Mr. Liu**”) as an executive Director and the chief financial officer of the Company (the “**Announcement**”). As stated in the Announcement, Mr. Liu will hold the position as an executive Director until the Company’s upcoming Annual General Meeting on 27 June 2018 at which time he will retire and be eligible for re-election by the Shareholders.

The purpose of this supplemental circular is to provide the Shareholders with information on the resolution to approve the re-election of Mr. Liu as an executive Director at the upcoming Annual General Meeting originally convened pursuant to the Company’s circular dated 27 April 2018 (the “**Circular**”). This supplemental circular (the “**Supplemental Circular**”) should be read together with the Circular which contains, among other things, details of the other resolutions to be considered by the Shareholders at the Annual General Meeting (being proposed general mandates to issue new shares and buy back shares and the proposed re-election of Mr. Fan Wenyi, Mr. E Junyu, Mr. Chen Xiang, Ms. Yao Yu and Mr. Li Yong as Directors). Unless otherwise defined, capitalised terms used in this Supplemental Circular shall have the same meanings as those defined in the Circular.

### 2. RE-ELECTION OF RETIRING DIRECTOR

Mr. Liu will retire at the Annual General Meeting in accordance with Article 112 of the Articles of Association and, being eligible, will offer himself for re-election at the Annual General Meeting. His personal details, which are required to be disclosed by the Listing Rules, are set out below.

Mr. Liu, aged 45, prior to joining the Group, Mr. Liu had over 15 years of experience in the accounting and finance field. He was the executive director, the chief financial officer and executive vice president of Theme International Holdings Limited (the shares of which are listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”), stock code: 990) from October 2013 to January 2016; the chief executive officer of PME Group Limited (currently known as China Ever Grand Financial Leasing Group Co., Ltd.), the shares of which are listed on the Main Board of the Stock Exchange (stock code: 379) from November 2015 to November 2017.

Mr. Liu is a qualified International Accountant, a member of the Association of International Accountant, a professional member of International Financial Management Association and a member of the China Association of Chief Financial Officers.

Mr. Liu obtained a Bachelor’s degree in Engineering from the Jimei University in July 1997, a Master of Business Administration degree from the Zhejiang University in March 2003, and he is now studying the EMBA-Global Asia program jointly organised by the Columbia University in the City of New York, the London Business School and the University of Hong Kong, and expecting completion in May 2019.

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## LETTER FROM THE BOARD

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Save as disclosed above, as at the date of this announcement Mr. Liu does not hold any other position with the Company or other members of the Group, or any directorship in any other listed public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years or any other major appointment and professional qualification. He also has no other relationship with any director, senior management of the Company, the substantial or controlling shareholder, nor any interest in the shares of the Company (as defined under Part XV of the Securities and Futures Ordinance).

A service contract has been entered into between Mr. Liu and the Company with effect from 4 June 2018, subject to the retirement by rotation and re-election in accordance with the Articles of Association, pursuant to which Mr. Liu shall be re-elected at the next general meeting of the Company under the requirements of Articles of Association. Mr. Liu is entitled to a monthly salary of HKD268,000, which is determined by the Board based on the recommendation by the remuneration committee of the Company, with reference to his duties and responsibilities with the Company and the remuneration policy adopted by the Company as well as the prevailing market conditions.

### 3. SUPPLEMENTAL DOCUMENTS

As set out in the Circular, the Annual General Meeting will be held at Unit B, 6/F, 9 Queen's Road Central, Hong Kong on Wednesday, 27 June 2018 at 2:00 p.m. Given the notice of the Annual General Meeting and proxy form accompanying the Circular (the "**First Form of Proxy**") do not contain the proposed resolution in relation to the proposed re-election of Mr. Liu: (i) a supplemental notice of annual general meeting (the "**Supplemental Notice of Annual General Meeting**") is enclosed with this Supplemental Circular; and (ii) a second form of proxy has been prepared and is enclosed with this Supplemental Circular (the "**Second Form of Proxy**").

Both the Supplemental Notice of Annual General Meeting and the Second Form of Proxy are published on the respective websites of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company (<http://www.hailanholdings.com>).

### 4. SECOND FORM OF PROXY

Whether or not you intend to attend the Annual General Meeting, please complete and sign the enclosed Second Form of Proxy in accordance with the instructions printed thereon and return it to the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited (the "**Share Registrar**"), at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for the holding of the Annual General Meeting or any adjournment thereof (the "**Closing Time**"). Completion and return of the Second Form of Proxy will not preclude you from attending and voting in person at the Annual General Meeting or any adjournment thereof should you so wish.

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## LETTER FROM THE BOARD

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A Shareholder who has not yet lodged the First Form of Proxy with the Share Registrar is requested to lodge the Second Form of Proxy if he/she wishes to appoint proxy(ies) to attend the Annual General Meeting on his/her behalf. In this case, the First Form of Proxy should not be lodged with the Share Registrar.

A Shareholder who has already lodged the First Form of Proxy with the Share Registrar should note that:

- (a) if no Second Form of Proxy is lodged with the Share Registrar, the First Form of Proxy will be treated as a valid form of proxy lodged by him/her if correctly completed. The proxy so appointed by the Shareholder shall be required to vote in such manner as he/she may be directed under the First Form of Proxy, and in respect of the resolution for the proposed re-election of Mr. Liu as set out in the Supplemental Notice of Annual General Meeting and the Second Form of Proxy, the proxy will be entitled to vote at his/her discretion or to abstain from voting on such resolution.
- (b) if the Second Form of Proxy is lodged with the Share Registrar before the Closing Time, the Second Form of Proxy will revoke and supersede the First Form of Proxy previously lodged by him/her. The Second Form of Proxy will be treated as a valid form of proxy lodged by the Shareholders if correctly completed.
- (c) if the Second Form of Proxy is lodged with the Share Registrar after the Closing Time, the Second Form of Proxy will be invalid. However, it will revoke the First Form of Proxy previously lodged by the Shareholder, and any vote that may be cast by the purported proxy (whether appointed under the First Form of Proxy or the Second Form of Proxy) will not be counted in any poll which will be taken on a proposed resolutions. Accordingly, Shareholders are advised not to lodge the Second Form of Proxy after the Closing Time. If such Shareholders wish to vote at the Annual General Meeting, they will have to attend in person and vote at the Annual General Meeting themselves.

### **5. VOTING BY POLLS**

Pursuant to Rule 13.39(4) of the Listing Rules and the Articles of Association, any vote of Shareholders at a general meeting must be taken by poll except where the chairman of such meeting, in good faith, decides to allow a resolution relating purely to a procedural or administrative matter to be voted on by a show of hands. An announcement on the poll results will be published by the Company after the Annual General Meeting in the manner prescribed under Rule 13.39(5) of the Listing Rules.

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## LETTER FROM THE BOARD

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### 6. RESPONSIBILITY STATEMENT

This Supplemental Circular includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors collectively and individually accept full responsibility for the accuracy of the information contained in this Supplemental Circular and confirm, having made all reasonable enquiries, that to the best of their knowledge and belief, there are no other facts the omission of which would make any statement herein misleading.

### 7. RECOMMENDATION

The Directors consider that the proposed re-election of Mr. Liu as an executive Director at the Annual General Meeting is in the best interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend the Shareholders to vote in favour of such resolution to be proposed at the Annual General Meeting.

Yours faithfully,  
For and on behalf of the Board  
**Hailan Holdings Limited**  
**Zhou Li**  
*Chairperson & Chief Executive Officer*

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## SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

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### **Hailan Holdings Limited** **海藍控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 2278)**

#### **SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING**

Reference is made to the notice of annual general meeting of Hailan Holdings Limited (the “**Company**”) dated 27 April 2018 (the “**Initial Notice**”), by which the Company convenes an annual general meeting to be held at Unit B, 6/F, 9 Queen’s Road Central, Hong Kong on Wednesday, 27 June 2018 at 2:00 p.m. (the “**Annual General Meeting**”) and this supplemental notice shall be read together with the Initial Notice.

**SUPPLEMENTAL NOTICE IS HEREBY GIVEN** that in addition to the resolutions set out in the Initial Notice, the following resolution will be considered and, if thought fit, approved (with or without modification) by shareholders of the Company at the Annual General Meeting:

#### **ORDINARY RESOLUTION**

7. To re-elect Mr. Liu Bing as an executive director of the Company.

By order of the Board  
**Hailan Holdings Limited**  
**Zhou Li**  
*Chairperson & Chief Executive Officer*

The PRC, 6 June 2018

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## SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

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*Notes:*

1. Any member of the Company entitled to attend and vote at the Annual General Meeting shall be entitled to appoint another person as his proxy to attend and vote instead of him. A member who is the holder of two or more shares may appoint more than one proxy to represent him and vote on his behalf at the Annual General Meeting. A proxy need not be a member of the Company. On a poll, votes may be given either personally or by proxy.
2. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under its seal or under the hand of an officer, attorney or other person authorized to sign the same.
3. To be valid, the instrument appointing a proxy and (if required by the Board) the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power or authority, shall be delivered to the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at Level 22, Hopewell Centre 183 Queen's Road East Hong Kong (the "**Share Registrar**") not less than 48 hours before the time appointed for holding the Annual General Meeting or any adjournment thereof (the "**Closing Time**").
4. No instrument appointing a proxy shall be valid after expiration of 12 months from the date named in it as the date of its execution, except at an adjourned meeting or on a poll demanded at the Annual General Meeting or any adjournment thereof in cases where the Annual General Meeting was originally held within 12 months from such date.
5. Where there are joint holders of any shares, any one of such joint holder may vote at the Annual General Meeting, either in person or by proxy, in respect of such share as if he/she were solely entitled thereto, but if more than one of such joint holders be present at the Annual General Meeting, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose, seniority shall be determined by the order in which the names stand in the Register of Members of the Company in respect of the joint holding.
6. The transfer books and register of members of the Company will be closed from Friday, 22 June 2018 to Wednesday, 27 June 2018, both days inclusive, in order to determine the identity of the Shareholders who are entitled to attend the Annual General Meeting. All transfers of Shares accompanied by the relevant share certificates and transfer forms must be lodged with the Share Registrar before 4:30 p.m. on Thursday, 21 June 2018.
7. Since the proxy form ("**First Form of Proxy**") sent together with the notice of Annual General Meeting of the Company dated 27 April 2018 does not contain the proposed resolution for the proposed re-election of Mr. Liu set out in this supplemental notice, a second form of proxy ("**Second Form of Proxy**") has been prepared and is enclosed with the Company's supplemental circular of which this supplemental notice of annual general meeting forms part.
8. A Shareholder who has not yet lodged the First Form of Proxy with the Share Registrar is requested to lodge the Second Form of Proxy if he/she wishes to appoint proxies to attend the Annual General Meeting on his/her behalf. In this case, the First Form of Proxy should not be lodged with the Share Registrar.
9. A Shareholder who has already lodged the First Form of Proxy with the Company should note that:
  - (a) if no Second Form of Proxy is lodged with the Share Registrar, the First Form of Proxy will be treated as a valid proxy form lodged by him/her if correctly completed. The proxy so appointed by the Shareholder shall be required to vote in such manner as he/she may be directed under the First Form of Proxy, and in respect of the resolution for the proposed re-election of Mr. Liu as set out in this supplemental notice of Annual General Meeting, the proxy will be entitled to vote at his/her discretion or to abstain from voting on such resolution.
  - (b) if the Second Form of Proxy is lodged with the Share Registrar before the Closing Time, the Second Form of Proxy will revoke and supersede the First Form of Proxy previously lodged by him/her. The Second Form of Proxy will be treated as a valid form of proxy lodged by the Shareholder if correctly completed.
  - (c) if the Second Form of Proxy is lodged with the Share Registrar after the Closing Time, the Second Form of Proxy will be invalid. However, it will revoke the First Form of Proxy previously lodged by the Shareholder, and any vote that may be cast by the purported proxy (whether appointed under the First Form of Proxy or the Second Form of Proxy) will not be counted in any poll which will be taken on a proposed resolution. Accordingly, Shareholders are advised not to lodge the Second Form of Proxy after the Closing Time. If such Shareholders wish to vote at the Annual General Meeting, they will have to attend in person and vote at the Annual General Meeting themselves.