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Haichang Holdings Ltd.
海昌控股有限公司

(incorporated under the laws of the Cayman Islands with limited liability)
(Stock Code: 2255)

SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

Reference is made to the notice of annual general meeting (the “**Annual General Meeting**”) issued by Haichang Holdings Ltd. (the “**Company**”) dated 28 April 2015 (the “**Initial Notice**”), which sets out, among other things, the time and venue of the Annual General Meeting and contains the relevant resolutions to be proposed to the shareholders at the Annual General Meeting for their consideration and approval.

SUPPLEMENTAL NOTICE IS HEREBY GIVEN that the Annual General Meeting will be held as originally scheduled at Kennedy Room, 7/F, Conrad Hong Kong, Pacific Place, 88 Queensway, Hong Kong on Thursday, 25 June 2015 at 3:00 p.m. for the purpose of considering and, if thought fit, passing the following resolution as a special resolution (in addition to those proposed resolutions as set out in the Initial Notice):

ADDITIONAL SPECIAL RESOLUTION

5. “**That**, subject to the new name and the new dual foreign name of the Company being entered in the Register of Companies maintained by the Registrar of Companies in the Cayman Islands, the English name of the Company be changed from “Haichang Holdings Ltd.” to “Haichang Ocean Park Holdings Ltd.” and the Chinese name of the Company be changed from “海昌控股有限公司” to “海昌海洋公園控股有限公司” as the new dual foreign name, and **That** any of the directors of the Company be and is hereby authorised to do all such acts and things and execute all documents or make such arrangements as he may, in his absolute discretion, consider necessary or expedient to effect the aforementioned change of the Company’s new name and new dual foreign name.”

On behalf of the board of directors

Haichang Holdings Ltd.

Wang Xuguang

Executive Director and Chief Executive Officer

Dalian, the People’s Republic of China, 20 May 2015

<i>Registered office:</i>	<i>Head office in the PRC:</i>	<i>Principal place of business in</i>
PO Box 309 Ugland House	No. 1, Lianjing Garden	<i>Hong Kong:</i>
Grand Cayman	Huale Street	Suites 2606-2607, 26/F
KY1-1104, Cayman Islands	Zhongshan District	Two Exchange Square
	Dalian, Liaoning Province	8 Connaught Place
	the PRC	Central
		Hong Kong

Notes:

- (a) All resolutions at the meeting will be taken by poll (except where the chairman, 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) pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). The results of the poll will be published on the websites of The Stock Exchange of Hong Kong Limited and the Company in accordance with the Listing Rules.
- (b) Any shareholder of the Company entitled to attend and vote at the above meeting is entitled to appoint one or more than one proxy to attend and vote instead of him/her. A proxy need not be a shareholder of the Company. If more than one proxy is appointed, the number of shares in respect of which each such proxy so appointed must be specified in the relevant form of proxy.
- (c) In the case of joint holders of any share, any one of such persons may vote at the above Annual General Meeting, either personally or by proxy, in respect of such share as if he/she were solely entitled thereto. However, if more than one of such joint holders be present at the above Annual General Meeting personally or by proxy, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the vote(s) of the other joint holder(s) and for this purpose seniority shall be determined as that one of the said persons so present whose name stands first on the register of members of the Company in respect of such share shall alone be entitled to vote in respect thereof.
- (d) In order to be valid, a form of proxy must be completed, signed and deposited at the Hong Kong share registrar of the Company, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong, together with the power of attorney or other authority (if any) under which it is signed (or a notarially certified copy thereof) not less than 48 hours before the time appointed for the holding of the Annual General Meeting or any adjournment thereof. The completion and deposit of the form of proxy shall not preclude shareholders from attending and voting in person at the Annual General Meeting (or any adjourned meeting thereof) if they so wish.
- (e) Since the form of proxy sent together with the Initial Notice (the “**First Form of Proxy**”) does not contain the additional proposed resolution set out in this supplemental notice, a revised form of proxy (the “**Second Form of Proxy**”) has been prepared and is sent together with the Company’s supplemental circular of which this supplemental notice of Annual General Meeting forms part.
- (f) A shareholder who has not yet lodged the First Form of Proxy with the Company’s Hong Kong share registrar, Tricor Investor Services Limited, is requested to lodge the Second Form of Proxy if he or she wishes to appoint proxy(ies) to attend the Annual General Meeting on his or her behalf. In this case, the First Form of Proxy should not be lodged with the Company’s Hong Kong share registrar.
- (g) A shareholder who has already lodged the First Form of Proxy with the Company’s Hong Kong share registrar shall note that:
 - (i) if no Second Form of Proxy is lodged with the Company’s Hong Kong share registrar, the First Form of Proxy will be treated as a valid form of proxy lodged by the relevant shareholder if correctly completed. The proxy so appointed by the relevant shareholder will be entitled to vote at his or her discretion or to abstain from voting on any resolution(s) properly put to the Annual General Meeting other than those referred to in the notice of Annual General Meeting and the First Form of Proxy, including the resolution in relation to the proposed change of the name of the Company as set out in the supplemental notice of Annual General Meeting and the Second Form of Proxy;

- (ii) if the Second Form of Proxy is lodged with the Company's Hong Kong share registrar 48 hours before the time appointed for holding of the Annual General Meeting or any adjournment thereof (as the case may be) (the "**Closing Time**"), the Second Form of Proxy will revoke and supersede the First Form of Proxy previously lodged by the relevant shareholder. The Second Form of Proxy will be treated as a valid form of proxy lodged by the relevant shareholder if correctly completed; and
 - (iii) if the Second Form of Proxy is lodged with the Company's Hong Kong share registrar after the Closing Time, the Second Form of Proxy will be deemed invalid. However, it will revoke the First Form of Proxy previously lodged by the relevant shareholder, and the proxy holder (whether appointed under the First Form of Proxy or the Second Form of Proxy) will not be counted in the quorum and any vote that may be cast by such holder (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.
- (h) Shareholders are reminded that completion and delivery of the First Form of Proxy and/or the Second Form of Proxy will not preclude shareholders from attending and voting in person at the Annual General Meeting or any adjournment thereof should they so wish. In such event, the instrument appointing a proxy shall be deemed revoked.
- (i) Shareholders are reminded to refer to other notes contained in the Initial Notice.

As at the date of this notice, the executive directors of the Company are Mr. Wang Xuguang, Mr. Zhao Wenjing and Mr. Qu Naiqiang; the non-executive directors of the Company are Mr. Qu Naijie, Mr. Makoto Inoue and Mr. Yuan Bing; and the independent non-executive directors of the Company are Prof. Fang Hongxing, Mr. Sun Jianyi and Prof. Xie Yanjun.