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## **HAICHANG OCEAN PARK HOLDINGS LTD.**

**海昌海洋公園控股有限公司**

*(Incorporated in Cayman Islands with limited liability)*

**(Stock Code: 2255)**

### **DESPATCH OF CIRCULAR**

**(1) SUBSCRIPTION OF NEW SHARES UNDER SPECIFIC MANDATE;**

**(2) APPLICATION FOR WHITEWASH WAIVER; AND**

**(3) PROPOSED INCREASE IN AUTHORISED SHARE CAPITAL**

**Financial Adviser to the Company**



**Financial Adviser to the Subscriber**



**Independent Financial Adviser to  
the Independent Board Committee**



**SOMERLEY CAPITAL LIMITED**

References are made to (i) the announcement of Haichang Ocean Park Holdings Ltd. (the “**Company**”) dated 2 June 2025 in relation to, among other things, the Subscription and the Whitewash Waiver; (ii) the announcement of the Company dated 23 June 2025 in relation to the delay in despatch of the circular in relation to, among other things, the Subscription, the Whitewash Waiver and the Increase in Authorised Share Capital (the “**Circular**”); (iii) the monthly update announcement of the Company dated 23 July 2025; and (iv) the Circular dated 31 July 2025. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as defined in the Circular.

The Company is pleased to announce that the Circular containing, among other things, (i) details of the Subscription, the Whitewash Waiver and the Increase in Authorised Share Capital; (ii) the recommendation of the Independent Board Committee to the Independent Shareholders; (iii) a letter of advice from the Independent Financial Adviser to the Independent Board Committee in relation to the Subscription and the Whitewash Waiver; and (iv) a notice of EGM together with the form of proxy, has been despatched to the Shareholders on 31 July 2025.

The EGM will be held at Large Meeting Room, 31st Floor, Building A, Foreshore Beach World Trade Centre Phase 1, No. 4, Lane 255, Dongyu Road, Pudong New District, Shanghai, the PRC on Tuesday, 19 August 2025 at 3:00 p.m.. Details of the EGM are set out in the notice of the EGM despatched together with the Circular.

**Since Completion is subject to the satisfaction (or waiver) (as the case may be) of a number of conditions precedent as set out in the Subscription Agreement, including approval by the Independent Shareholders at the EGM for the Subscription and the Whitewash Waiver, and the granting of the Whitewash Waiver by the Executive. As such, the Subscription may or may not proceed.**

**The Whitewash Waiver may or may not be granted by the Executive and if granted, will, among others things, be subject to (i) the approval by at least 75% of the votes cast by the Independent Shareholders either in person or by proxy in respect of the Whitewash Waiver at the EGM; and (ii) the approval by more than 50% of the votes cast by the Independent Shareholders in respect of the Subscription (including the Specific Mandate) that are cast either in person or by proxy at the EGM.**

**Shareholders and potential investors are reminded to exercise caution when dealing in the Shares, and are recommended to consult their stockbroker, bank manager, solicitor or other professional adviser if they are in any doubt about their position and as to actions that they should take.**

By order of the Board  
**Haichang Ocean Park Holdings Ltd.**  
**Qu Naijie**  
*Executive Director, Chairman of the  
Board and Chief Executive Officer*

Hong Kong, 31 July 2025

*As of the date of this announcement, the Board comprises (i) three executive Directors, namely, Mr. Qu Naijie (Chairman), Mr. Qu Cheng and Mr. Li Kehui; (ii) three non-executive Directors, namely, Mr. Wang Xuguang, Mr. Go Toutou (former name Wu Tongtong) and Mr. Yuan Bing; and (iii) three independent non-executive Directors, namely Mr. Zhu Yuchen, Mr. Wang Jun and Ms. Shen Han.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statement in this announcement misleading.*