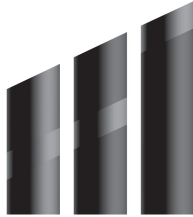

THIS SUPPLEMENTAL CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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 licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Hao Tian Development Group Limited, you should at once hand this supplemental circular to the purchaser or transferee or to the bank, licensed securities dealer or other agent through whom the sale was effected for transmission to the purchaser or transferee.

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this supplemental circular, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss however arising from or in reliance upon the whole or any part of the contents of this supplemental circular.



昊天發展集團有限公司

Hao Tian Development Group Limited

(Incorporated in the Cayman Islands with limited liability)
(Stock code: 00474)

SUPPLEMENTAL CIRCULAR IN RELATION TO THE RE-ELECTION OF DIRECTORS AT THE ANNUAL GENERAL MEETING AND SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

This supplemental circular should be read together with the circular of Hao Tian Development Group Limited dated 29 July 2020 and the notice dated 29 July 2020 convening an annual general meeting of the Company to be held at 10/F, CKK Commercial Centre, 289 Hennessy Road, Wanchai, Hong Kong on Friday, 18 September 2020, at 11:30 a.m. A supplemental notice of the annual general meeting of the Company is set out on pages 11 to 12 of this supplemental circular. A second proxy form for the annual general meeting, which shall supersede the form of proxy enclosed with the circular dated 29 July 2020, is also enclosed. Such form of proxy is also published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.haotianhk.com).

Whether or not you intend to attend and vote at the annual general meeting or any adjourned meeting (as the case may be) in person, you are requested to complete and return the enclosed second proxy form in accordance with the instructions printed thereon and return it to the branch share registrar and transfer office of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as possible, but in any event not less than 48 hours before the time appointed for holding such meeting or any adjourned meeting. Completion and return of the second proxy form will not preclude you from attending and voting in person at the annual general meeting or any adjourned meeting (as the case may be) should you so wish.

PRECAUTIONARY MEASURES FOR THE ANNUAL GENERAL MEETING

To safeguard the health and safety of Shareholders and prevent the spread of the coronavirus (COVID-19) pandemic, the following measures will be implemented at the AGM:

- Each attendee will be required to undergo a mandatory body temperature check. Any person with a body temperature above 37.4 degrees Celsius, or who is exhibiting flu-like symptoms, will be denied entry into the AGM venue.
- Shareholders, proxies and other attendees are required to wear surgical face masks inside the AGM venue at all times, and maintain a safe distance between seats. Any person who does not comply with this requirement will be required to leave the AGM venue.
- No refreshments will be served at the AGM and there will be no corporate gifts.

The Company reminds all Shareholders that any person who is subject to any quarantine order prescribed by the Hong Kong SAR Government will be denied entry into the AGM venue, in order to ensure the health and safety of all attendees at the AGM. Additionally, the Company reminds all Shareholders that physical attendance in person at the AGM is not necessary for the purpose of exercising voting rights and would like to encourage Shareholders to appoint the chairman of the AGM as their proxy to vote on the relevant resolutions at the AGM, instead of attending the AGM in person.

27 August 2020

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DEFINITIONS

In this supplemental circular, the following expressions have the following meanings unless the context requires otherwise:

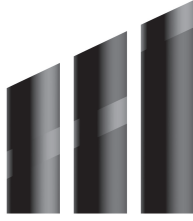
“AGM Notice”	the notice convening the Annual General Meeting dated 29 July 2020
“Annual General Meeting” or “AGM”	the annual general meeting of the Company to be held at 10/F, CKK Commercial Centre, 289 Hennessy Road, Wanchai, Hong Kong on Friday, 18 September 2020, at 11:30 a.m.
“Articles”	the articles of association of the Company
“Board”	the board of Directors
“Circular”	the circular of the Company dated 29 July 2020
“Company”	Hao Tian Development Group Limited, a company incorporated in the Cayman Islands with limited liability and the Shares are listed and traded on the Main Board of the Stock Exchange
“controlling shareholder(s)”	has the meaning ascribed thereto under the Listing Rules
“Directors”	the directors of the Company
“First Proxy Form”	the form of proxy sent together with the Circular
“Group”	the Company and its subsidiaries
“HK\$” or “Hong Kong Dollars”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Latest Practicable Date”	21 August 2020, being the latest practicable date prior to the printing of this supplemental circular for ascertaining certain information in this supplemental circular
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Nomination Committee”	the nomination committee of the Board
“PRC”	the People’s Republic of China
“Second Proxy Form”	the form of proxy sent together with this supplemental circular

DEFINITIONS

“SFO”	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
“Share(s)”	share(s) of HK\$0.01 each in the share capital of the Company
“Shareholder(s)”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“substantial shareholders”	has the meaning ascribed thereto in the Listing Rules
“Supplemental AGM Notice”	the supplemental notice convening the Annual General Meeting as set out on pages 11 to 12 of this supplemental circular

RESPONSIBILITY STATEMENT

This supplemental circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose 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 supplemental circular 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 supplemental circular misleading.



昊天發展集團有限公司
Hao Tian Development Group Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 00474)

Executive Directors:

Mr. Xu Haiying
Dr. Zhiliang Ou, *JP (Australia)*
Mr. Fok Chi Tak

Non-executive Directors:

Dr. Wang Yu
Dr. Li Yao

Independent non-executive Directors:

Mr. Chan Ming Sun, Jonathan
Mr. Lam Kwan Sing
Mr. Lee Chi Hwa, Joshua

Registered office:

Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

*Head office and principal
place of business:*

Rooms 2501–2509, 25th Floor
Shui On Centre
6–8 Harbour Road
Wanchai, Hong Kong

27 August 2020

To all Shareholders

Dear Sir or Madam,

**SUPPLEMENTAL CIRCULAR
IN RELATION TO THE RE-ELECTION OF DIRECTORS
AT THE ANNUAL GENERAL MEETING
AND
SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING**

INTRODUCTION

This supplemental circular should be read together with the Circular which contains, inter alia, the AGM Notice and the information relating to the re-election of retiring Directors at the Annual General Meeting.

LETTER FROM THE BOARD

The purpose of this supplemental circular is to provide you with (a) the Supplemental AGM Notice; and (b) further information relating to (i) the changes in the resolutions to consider and approve the proposed re-election of retiring Directors; and (ii) the special arrangements about completion and submission of the Second Proxy Form.

PROPOSED RE-ELECTION OF ADDITIONAL RETIRING DIRECTORS

Subsequent to the despatch of the Circular and as disclosed in the announcement of the Company dated 18 August 2020, Dr. Wang Yu (“**Dr. Wang**”) and Dr. Li Yao (“**Dr. Li**”) were appointed as non-executive Directors with effect from 18 August 2020. Pursuant to article 86(3) of the Articles, any Director appointed by the Board to fill a casual vacancy or as an additional Director shall hold office until the next following annual general meeting of the Company and shall then be eligible for re-election at that meeting. By virtue of article 86(3) of the Articles, each of Dr. Wang and Dr. Li will retire from office at the Annual General Meeting and, being eligible, offer himself for re-election as a non-executive Director at the Annual General Meeting.

The Nomination Committee has reviewed the structure and composition of the Board, the qualifications, skills, knowledge and experience of the two additional retiring Directors, having regard to the Nomination Policy and the Board Diversity Policy of the Company. Accordingly, the Nomination Committee has formed the view that Dr. Wang and Dr. Li will be able to contribute to the Board and recommended them to the Board for re-election. The Board has endorsed the recommendations of the Nomination Committee and recommended Dr. Wang and Dr. Li to stand for election at the Annual General Meeting.

Details of the additional retiring Directors who are proposed to be re-elected at the Annual General Meeting are set out in the Appendix I to this supplemental circular.

SUPPLEMENTAL AGM NOTICE AND SECOND PROXY FORM

Since the AGM Notice and the First Proxy Form sent together with the Circular do not contain the proposed resolutions in relation to the re-election of Dr. Wang and Dr. Li as non-executive Directors as set out in this supplemental circular, a Supplemental AGM Notice is set out on pages 11 to 12 of this supplemental circular and the Second Proxy Form is enclosed with this supplemental circular to include such proposed resolutions. The Second Proxy Form for the AGM is also published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.haotianhk.com).

Whether or not you are able to attend the Annual General Meeting, please complete and return the Second Proxy Form in accordance with the instructions printed thereon to the branch share registrar and transfer office of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding of the Annual General Meeting or any adjourned meeting (as the case may be) (the “**Closing Time**”). Completion and return of the Second Proxy Form will not preclude you from attending and voting at the Annual General Meeting or any adjourned meeting (as the case may be) should you so wish. Pursuant to the Listing Rules, voting by poll is required for any resolution put to vote at the Annual General Meeting.

LETTER FROM THE BOARD

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

A Shareholder who has already lodged the First Proxy Form with the share registrar should take note of the following:

- (i) subject to (iii) below, if no Second Proxy Form is lodged with the share registrar, the First Proxy Form will be treated as a valid form of proxy lodged by him/her if correctly completed and signed. The proxy so appointed by the Shareholder shall be required to vote in such manner as he/she may be directed under the First Proxy Form and, in respect of the resolutions for the proposed re-election of Dr. Wang and Dr. Li as non-executive Directors as set out in the Supplemental AGM Notice and the Second Proxy Form, the proxy will be entitled to vote at his/her discretion or to abstain from voting on such resolutions;
- (ii) if the Second Proxy Form is lodged with the share registrar before the Closing Time, the Second Proxy Form, if correctly completed and signed, shall revoke and supersede the First Proxy Form previously lodged by him/her. The Second Proxy Form will be treated as a valid form of proxy lodged by the Shareholder;
- (iii) if the Second Proxy Form is lodged with the share registrar after the Closing Time, or if lodged before the Closing Time but is incorrectly completed, the proxy appointment under the Second Proxy Form will be invalid. The proxy so appointed by the Shareholder under the First Proxy Form, if correctly completed, will be entitled to vote in the manner as mentioned in (i) above as if no Second Proxy Form was lodged with the share registrar.

Accordingly, Shareholders are advised to complete the Second Proxy Form carefully and lodge the Second Proxy Form with the share registrar before the Closing Time.

VOTING BY POLL AT THE ANNUAL GENERAL MEETING

Pursuant to Rule 13.39 of the Listing Rules and article 66 of the Articles, any votes of the Shareholders at a general meeting must be taken by poll. An announcement on the poll results will be published after the Annual General Meeting in the manner prescribed under Rule 13.39(5) of the Listing Rules.

Details of procedures for conducting a poll are set out in the Appendix II to this supplemental circular.

LETTER FROM THE BOARD

RECOMMENDATION

The Board considers that the proposed additional resolutions for the re-election of Dr. Wang and Dr. Li as non-executive Directors as set out in Supplemental AGM Notice are in the best interests of the Company and the Shareholders as a whole, and therefore recommends the Shareholders to vote in favour of the relevant additional resolutions to be proposed at the Annual General Meeting.

By order of the Board
Hao Tian Development Group Limited
Fok Chi Tak
Executive Director

The details of the additional retiring Directors who are proposed to be re-elected at the Annual General Meeting are set out as follows:

DR. WANG YU

Dr. Wang Yu, aged 62, was appointed as a non-executive Director of the Company on 18 August 2020. Dr. Yu has extensive connection and possesses decades of experience in the healthcare space in the People's Republic of China (the "PRC"). He is a highly recognized scholar who previously served as the director of Institute of Hepatology, Peking University Health Science Center (formerly known as Beijing Medical University) ("PUHSC") (北京大學醫學部肝病研究所所長), Vice President of PUHSC, deputy director of China National Center for Biotechnology Development (CNCBD) (中國生物技術發展中心副主任) and deputy director of the Department of Social Development, Ministry of Science and Technology (formerly known as the Department of Rural & Social Development, Ministry of Science and Technology of the PRC) (中國科學技術部社會發展司副司長). Dr. Wang served as director general of the Chinese Centre for Disease Control and Prevention (中國疾病預防控制中心主任) from June 2004 to August 2017. Dr. Wang is currently managing director of Chinese Medical Association (中華醫學會常務理事), and committee member of the Global Commission for the Certification of Poliomyelitis Eradication, Western Pacific Region, WHO (世界衛生組織全球消滅脊髓灰質炎西太區專家委員會委員). Dr. Wang also acts as the chairman of the Scientific Advisory Committee of Aceso Life Science Holding Limited ("Aceso Life Science"), a joint venture of the Company focusing on bioscience business. Dr. Wang earned his doctorate degree in medicine from PUHSC and Ph.D. from Jichi Medical School of Japan.

Save as stated herein, Dr. Wang has not previously held and is not holding any other position with any of the Company or its subsidiaries and does not hold any other directorships in any listed public companies in the last three years or other major appointments and qualifications.

Save as stated herein, Dr. Wang does not have any relationship with any Directors, senior management, substantial shareholders or controlling shareholders of the Company.

As at the Latest Practicable Date, Dr. Wang does not have any personal interests in the Shares of the Company within the meaning of Part XV of the SFO.

The Company has entered into a service contract with Dr. Wang, pursuant to which, the appointment of Dr. Wang as a non-executive Director is for an initial term of 3 years commencing from 18 August 2020 subject to retirement and re-election pursuant to the Articles of the Company. Under the service contract, Dr. Wang is entitled to a director's fee of HK\$240,000 per annum and a remuneration of HK\$30,000 per month for the position held with Aceso Life Science. As a non-executive Director, the emoluments of Dr. Wang have been and will be determined by the remuneration committee of the Company and the Board with reference to the prevailing market rate, his experience and qualification and his duties and responsibilities with the Company.

Save as disclosed above, the Board is not aware of any other matters in relation to the proposed re-election of Dr. Wang that need to be brought to the attention of the Shareholders nor is there any information which is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

DR. LI YAO

Dr. Li Yao, aged 51, was appointed as a non-executive Director of the Company on 18 August 2020. Dr. Li has over 25 years of experience in financial industry. He has been working for International Finance Corporate (“IFC”) of World Bank Group since 1999 and he currently is the Regional Chief Investment Officer for East Asia and Pacific of IFC. Dr. Li also serves as an independent director of 21Vianet Group, Inc, a company listed on NASDAQ, since May 2018. During 2011 to 2015, he was the Chief Executive Officer of China-ASEAN Investment Cooperation Fund and the Chairman of the Investment Committee of its investment manager. From 2015 to 2016, he also acted as the Vice General Manager of Ping An Trust Co Ltd. (平安信託有限責任公司) overseeing the private equity business. Dr. Li holds a PhD in Economics from Renmin University of China.

Save as stated herein, Dr. Li has not previously held and is not holding any other position with any of the Company or its subsidiaries and does not hold any other directorships in any listed public companies in the last three years or other major appointments and qualifications.

Save as stated herein, Dr. Li does not have any relationship with any Directors, senior management, substantial shareholders or controlling shareholders of the Company.

As at the Latest Practicable Date, Dr. Li does not have any personal interests in the Shares of the Company within the meaning of Part XV of the SFO.

The Company has entered into a service contract with Dr. Li, pursuant to which, the appointment of Dr. Li as a non-executive Director is for an initial term of 3 years commencing from 18 August 2020 subject to retirement and re-election pursuant to the Articles of the Company. Under the service contract, Dr. Li is entitled to a director’s fee of HK\$240,000 per annum. As a non-executive Director, the emoluments of Dr. Li have been and will be determined by the remuneration committee of the Company and the Board with reference to the prevailing market rate, his experience and qualification and his duties and responsibilities with the Company.

Save as disclosed above, the Board is not aware of any other matters in relation to the proposed re-election of Dr. Li that need to be brought to the attention of the Shareholders of the Company nor is there any information which is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

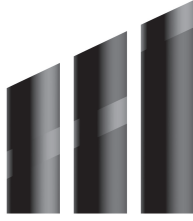
The chairman of the meeting will at the Annual General Meeting demand, pursuant to article 66 of the Articles, poll voting on all resolutions set out in the notice of the Annual General Meeting.

On a poll, every Shareholder present in person or by proxy or, in the case of a Shareholder being a corporation, by its duly authorised representatives, shall have one vote for every Share of which he/she is the holder.

A Shareholder present in person or by proxy or by authorised representatives who is entitled to more than one vote does not have to use all his/her votes (i.e., he/she can cast less votes than the number of Shares he/she holds or represents) or to cast all his/her votes the same way (i.e., he/she can cast some of his/her votes in favour of the resolution and some of his/her votes against the resolution).

The poll voting slip will be distributed to Shareholders or their proxies or authorised representatives upon registration of attendance at the Annual General Meeting. Shareholders who want to cast all their votes entitled may mark a “✓” in either “FOR” or “AGAINST” box corresponding to the resolution to indicate whether he/she supports that resolution. For Shareholders who do not want to use all their votes or want to split votes in casting a particular resolution shall indicate the number of votes cast on a particular resolution in the “FOR” or “AGAINST” box, where appropriate, but the total votes cast must not exceed his/her entitled votes, or otherwise, the voting slip will be spoiled and the Shareholder’s vote will not be counted.

After closing the poll, the Company’s share registrar, Computershare Hong Kong Investor Services Limited, will act as scrutineer and count the votes and the poll results will be published after the Annual General Meeting.



昊天發展集團有限公司
Hao Tian Development Group Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 00474)

SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

Reference is made to the notice of annual general meeting (the “**AGM Notice**”) of Hao Tian Development Group Limited (the “**Company**”) dated 29 July 2020, by which the Company convenes an annual general meeting (the “**Annual General Meeting**”) to be held at 10/F, CKK Commercial Centre, 289 Hennessy Road, Wanchai, Hong Kong on Friday, 18 September 2020, at 11:30 a.m. and this supplemental notice shall be read together with the AGM Notice.

SUPPLEMENTAL NOTICE IS HEREBY GIVEN that the Annual General Meeting will be convened as originally scheduled. Due to the matters as set out in the supplemental circular of the Company dated 27 August 2020, the resolutions under item numbered 2 in the AGM Notice should be deleted in its entirety and replaced by the following new resolutions under item numbered 2:

“2. To re-elect directors of the Company (each as a separate resolution):

- (a) To re-elect Dr. Zhiliang Ou, as an executive director;
- (b) To re-elect Mr. Lee Chi Hwa, Joshua, as an independent non-executive director;
- (c) To re-elect Dr. Wang Yu, as a non-executive director;
- (d) To re-elect Dr. Li Yao, as a non-executive director; and
- (e) To authorise the board of directors to fix the remuneration of the directors.”

Apart from the amendments set out above, all the information contained in the AGM Notice shall remain to have full force and effect.

By Order of the Board
Hao Tian Development Group Limited
Chan Lai Ping
Company Secretary

Hong Kong, 27 August 2020

SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

Principal place of business in Hong Kong:

Rooms 2501–2509, 25th Floor
Shui On Centre
6–8 Harbour Road, Wanchai
Hong Kong

Notes:

1. A second proxy form (the “**Second Proxy Form**”) containing the revised ordinary resolutions under item 2 is enclosed with the supplemental circular dated 27 August 2020 (the “**Supplemental Circular**”). Please refer to the section headed “Supplemental AGM Notice and Second Proxy Form” on pages 5 to 6 of the Supplemental Circular and the notes to the Second Proxy Form for arrangements about the completion and submission of the Second Proxy Form.
2. Please refer to the AGM Notice for details of the other ordinary resolutions to be considered at the Annual General Meeting, closure of the register of members of the Company and eligibility for attending the Annual General Meeting and other relevant matters.
3. Shareholders are reminded that completion and return of the First Proxy Form and/or the Second Proxy Form will not preclude a member from attending the Annual General Meeting or any adjourned meeting (as the case may be) should they so wish.
4. The translation into Chinese language of this supplemental notice is for reference only. In case of any inconsistency, the English version shall prevail.

As at the date of this supplemental notice, the Board comprises three executive Directors, namely Mr. Xu Haiying, Dr. Zhiliang Ou, JP (Australia), and Mr. Fok Chi Tak; two non-executive Directors, namely Dr. Wang Yu and Dr. Li Yao; and three independent non-executive Directors, namely Mr. Chan Ming Sun, Jonathan, Mr. Lam Kwan Sing and Mr. Lee Chi Hwa, Joshua.