

THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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

If you have sold or transferred all your shares in Huajin International Holdings Limited, you should at once hand this supplemental circular, together with the enclosed form of proxy, to the purchaser or transferee or to the bank, licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or the 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 howsoever arising from or in reliance upon the whole or any part of the content of this supplemental circular.



HUAJIN INTERNATIONAL HOLDINGS LIMITED

華津國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2738)

**SUPPLEMENTAL CIRCULAR IN RELATION TO
PROPOSED RE-ELECTION OF DIRECTORS**

This supplemental circular should be read together with the circular of the Company dated 29 April 2021 and the notice dated 29 April 2021 convening the AGM of the Company to be held at The Chairman's Place, M/F., New World Millennium Hong Kong Hotel, 72 Mody Road, Tsim Sha Tsui East, Kowloon, Hong Kong on Monday, 28 June 2021 at 2:30 p.m. A form of proxy for use in connection with the AGM is enclosed in the circular of the Company dated 29 April 2021. Such form of proxy is also published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.huajin-hk.com).

Whether or not you are able to attend the AGM, you are requested to complete and return the form of proxy enclosed in the circular of the Company dated 29 April 2021 in accordance with the instructions printed thereon to the Company's branch share registrar and transfer office in Hong Kong, Union Registrars Limited, at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong as soon as practicable but in any event not later than 48 hours before the time for holding the AGM or any adjourned meeting. Completion and return of the form of proxy will not preclude Shareholders from attending and voting in person at the AGM or any adjourned meeting.

PRECAUTIONARY MEASURES FOR THE AGM

To safeguard the health and safety of Shareholders and to prevent the spreading of the COVID-19 pandemic, the following precautionary measures will be implemented at the AGM of the Company:

- (1) Compulsory temperature screening/checks
- (2) Submission of Health Declaration Form
- (3) Wearing of surgical face mask
- (4) No provision of refreshments or drinks, and no handing out of corporate gifts or gift coupons

The Company would like to remind attendees that they should carefully consider the risks of attending the AGM, taking into account their own personal circumstances. Attendees who do not comply with the precautionary measures referred to in (1) to (3) above may be denied entry to the AGM venue, at the absolute discretion of the Company as permitted by law.

For the health and safety of Shareholders, the Company would like to encourage Shareholders to exercise their right to vote at the AGM by appointing the Chairman of the AGM as their proxy and to return their proxy forms by the time specified above, instead of attending the AGM in person.

The Company will keep the evolving COVID-19 situation under review and may implement and/or announce additional measures before the date of the AGM.

CONTENTS

	<i>Page</i>
DEFINITIONS	1-2
LETTER FROM THE BOARD	3-5
APPENDIX I — BIOGRAPHICAL DETAILS OF MR. XU JIANHONG	6

DEFINITIONS

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

“AGM”	the annual general meeting of the Company to be convened and held at The Chairman’s Place, M/F., New World Millennium Hong Kong Hotel, 72 Mody Road, Tsim Sha Tsui East, Kowloon, Hong Kong on Monday, 28 June 2021 at 2:30 p.m. or any adjournment thereof (as the case may be)
“AGM Notice”	the notice of AGM, dated 29 April 2021
“Articles of Association”	the articles of association of the Company
“Board”	the board of Directors
“Circular”	the circular of the Company dated 29 April 2021 in respect of the matters to be considered at the AGM
“Company”	Huajin International Holdings Limited 華津國際控股有限公司, a company incorporated in the Cayman Islands with limited liability, whose Shares are listed on the Main Board of the Stock Exchange (Stock Code: 2738)
“Controlling Shareholder(s)”	has the meaning ascribed to it under the Listing Rules
“Director(s)”	the director(s) of the Company
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Latest Practicable Date”	5 May 2021, being the latest practicable date prior to the printing of this supplemental circular for the purpose of ascertaining certain information contained in this supplemental circular
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	the People’s Republic of China (for the purpose of this supplemental circular, excluding Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan)

DEFINITIONS

“Share(s)”	ordinary 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
“HK\$”	Hong Kong dollar(s), the lawful currency of Hong Kong
“%”	per cent



HUAJIN INTERNATIONAL HOLDINGS LIMITED

華津國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2738)

Executive Directors:

Mr. Xu Songqing (*Chairman*)
Mr. Luo Canwen (*Chief Executive Officer*)
Mr. Chen Chunniu
Mr. Xu Songman
Mr. Xu Jianhong

Independent non-executive Directors:

Mr. Goh Choo Hwee
Mr. Tam Yuk Sang Sammy
Mr. Wu Chi Keung

Registered Office:

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

Headquarters in the PRC:

Xinsha Industrial Zone of Muzhou Town
Xinhui District, Jiangmen City
Guangdong Province
PRC

Principal place of business in Hong Kong:

Room 518, Tower A
New Mandarin Plaza
No. 14 Science Museum Road
Tsim Sha Tsui East
Kowloon, Hong Kong

10 May 2021

To the Shareholders

Dear Sirs or Madams,

**SUPPLEMENTAL CIRCULAR IN RELATION TO
PROPOSED RE-ELECTION OF DIRECTORS**

1. INTRODUCTION

This supplemental circular should be read together with the Circular which contains, inter alia, the AGM Notice.

The purpose of this supplemental circular is to provide you with further information relating to the resolution to consider and approve the proposed re-election of Directors.

LETTER FROM THE BOARD

2. PROPOSED RE-ELECTION OF DIRECTORS

Subsequent to the despatch of the Circular and as disclosed in the announcement of the Company dated 30 April 2021 (the “**Announcement**”), Mr. Xu Jianhong was re-designated from the non-executive Director to an executive Director with effect from 1 May 2021 (the “**Re-designation**”).

Pursuant to article 84(1) of the Articles of Association, at each annual general meeting one-third of the Directors for the time being (or, if their number is not a multiple of three (3), the number nearest to but not less than one-third) shall retire from office by rotation provided that every Director shall be subject to retirement at an annual general meeting at least once every three years.

As stated in the Circular, based on the composition of the Board as at the latest practicable date for the purpose of the Circular, Mr. Xu Songqing, Mr. Luo Canwen and Mr. Xu Jianhong shall retire by rotation at the AGM and, being eligible, will offer themselves for re-election pursuant to Articles 84 of the Articles of Association of the Company. As stated in the Announcement, Mr. Xu Jianhong shall retire by rotation at the AGM after the Re-designation and, being eligible, will offer himself for re-election in accordance with the Articles of Association. The Re-designation has not given rise to any change in the number of Directors required to retire by rotation under article 84(1) of the Articles of Association. Accordingly, the requirements under article 84(1) of the Articles of Association will be satisfied by the retirement of the above Directors at the AGM. As such, there is no change to the ordinary resolutions to be proposed at the AGM for the re-election of the above Directors, except that Mr. Xu Jianhong, following the Re-designation will retire and, being eligible, offer himself for re-election as an executive Director at the AGM.

The biographical details of the above Directors have been set out in Appendix II to the Circular. As at the Latest Practicable Date, save as the biographical details of Mr. Xu Jianhong, there was no change to such information. Please refer to Appendix I to this supplemental circular for the updated biographical details of Mr. Xu Jianhong.

The text of the AGM Notice and the form of proxy for use in connection with the AGM enclosed in the Circular is not altered by the Re-designation. If you intend to appoint a proxy to attend the AGM or any adjournment thereof, you are requested to complete and return the form of proxy enclosed in the Circular in accordance with the instructions printed thereon to the Company’s branch share registrar and transfer office in Hong Kong, Union Registrars Limited, at Suites 3301–04, 33/F., Two Chinachem Exchange Square, 338 King’s Road, North Point, Hong Kong as soon as practicable but in any event not later than 48 hours before the time for holding the AGM or any adjourned meeting. Completion and return of the form of proxy will not preclude Shareholders from attending and voting in person at the AGM or any adjourned meeting.

LETTER FROM THE BOARD

3. VOTING BY WAY OF POLL

In accordance with the requirements of Rule 13.39(4) of the Listing Rules, any vote of shareholders at a general meeting must be taken by poll except where the chairman of the meeting, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. As such, pursuant to Article 66 of the Articles of Association, the chairman of the AGM will demand a poll for the purpose of voting on all the resolutions set out in the notice of AGM. The Company will announce the results of the poll on all resolutions voted at the AGM in the manner prescribed under Rule 13.39(5) of the Listing Rules.

4. GENERAL INFORMATION

Your attention is drawn to the additional information as set out in Appendix I to this supplemental circular.

5. RECOMMENDATION

In addition to the recommendation contained in the Circular, the Directors consider that the proposed re-election of Mr. Xu Jianhong as a Director 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 all of the resolutions to be proposed at the AGM.

To the best of the Directors' knowledge, information and belief, having made reasonable enquiries, the Directors confirm that no Shareholder is required to abstain from voting at the AGM.

Shareholders are advised to read this supplemental circular together with the Circular for information relating to the voting arrangement.

6. 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.

Yours faithfully,
By Order of the Board
HUAJIN INTERNATIONAL HOLDINGS LIMITED
Xu Songqing
Chairman

The biographical details of Mr. Xu Jianhong are set out as follows:

Mr. Xu Jianhong (許健鴻) (“**Mr. Xu**”), aged 27, was appointed as a non-executive Director on 21 November 2017 and re-designated as an executive Director on 1 May 2021. Mr. Xu graduated from The Kilmore International School in Australia in 2014 and received his Bachelor of Science degree from The University of Melbourne, Australia in July 2018. Mr. Xu is also a director of Inter Consortium Holdings Limited, an indirect wholly-owned subsidiary of the Company. Mr. Xu is the son of Mr. Xu Songqing, a Controlling Shareholder, an executive Director and the chairman of the Company, and the nephew of Mr. Xu Songman, an executive Director.

In respect of the Re-designation, Mr. Xu has entered into a service contract with the Company for a term of three years commencing on 1 May 2021, which continues thereafter until terminated by either party giving not less than three months’ notice in writing to the other party. His directorship in the Company is subject to retirement and re-election at general meetings of the Company in accordance with the Articles of Association. Following the Re-designation, pursuant to the said service contract, Mr. Xu is entitled to an annual salary of HK\$250,000, which was determined by the Board upon the recommendation of the remuneration committee of the Company with reference to his relevant qualifications, experience, duties and responsibilities within the Company as well as prevailing market benchmark. The Director’s remuneration for Mr. Xu will be reviewed annually by the Board with reference to his duties and responsibilities with the Company, the Company’s performance and the prevailing market situation.

As at the Latest Practicable Date, Mr. Xu was not interested in any Shares, underlying shares or debentures of the Company (within the meaning of Part XV of the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong).

As at the Latest Practicable Date, save as disclosed above, Mr. Xu (i) had not held any other directorship in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the three years preceding the Latest Practicable Date; (ii) had not held any other positions with the Company or its subsidiaries; and (iii) had not been connected and had no other relationship with any Directors, senior management or substantial or Controlling Shareholders of the Company.

Save as disclosed above, there is no other information relating to Mr. Xu that is required to be disclosed pursuant to Rule 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there is no other matter relating to the Re-designation that needs to be brought to the attention of the Shareholders.