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If you have sold or transferred all your shares in Greenland Hong Kong Holdings Limited, you should at once hand this supplemental circular 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.

GREENLAND HONG KONG HOLDINGS LIMITED **綠地香港控股有限公司**

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 337)

SUPPLEMENTAL CIRCULAR FOR RE-ELECTIONS OF RETIRING DIRECTORS AND SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

This supplemental circular should be read together with the Original Circular and the Original Notice of AGM.

Capitalised terms used in this cover page of this supplemental circular shall have the same meanings as those defined in the section headed "DEFINITIONS" of this supplemental circular.

A supplemental notice convening the AGM scheduled to be held by way of electronic meeting via the Tricor e-Meeting System at <https://spot-emeeting.tricor.hk> at 10:00 a.m. on Thursday, 27 June 2024 is set out on pages AGM-1 to AGM-2 of this supplemental circular.

A Revised Proxy Form for the AGM is enclosed with this supplemental circular and is published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.greenlandhk.com). Whether or not you intend to attend the AGM or any adjournment thereof, you are requested to complete and return the Revised Proxy Form in accordance with the instructions printed thereon to the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible and in any event not less than 48 hours before the time fixed for the holding of the AGM or any adjournment thereof. The completion and return of the Revised Proxy Form will not preclude you from attending and voting in person via the Tricor e-Meeting System at the AGM or any adjournment thereof.

This supplemental circular is in English and Chinese. In case of any inconsistency, the English version shall prevail.

27 May 2024

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DEFINITIONS

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

“AGM”	the annual general meeting of the Company scheduled to be held by way of electronic meeting via the Tricor e-Meeting System at https://spot-emeeting.tricor.hk at 10:00 a.m. on Thursday, 27 June 2024
“Announcement”	the announcement of the Company dated 17 May 2024 in relation to, among other things, the appointment of Mr. Luo Weifeng and Mr. Li Yongqiang as executive Directors with effect from 17 May 2024, and the resignation of Mr. Chen Jun and Mr. Hou Guangjun as executive Directors with effect from 17 May 2024
“Articles”	the amended and restated articles of association of the Company currently in force
“Board”	the board of Directors or a duly authorized committee of the board of Directors
“Company” or “Greenland Hong Kong”	Greenland Hong Kong Holdings Limited, a company incorporated in the Cayman Islands with limited liability, whose Shares are listed on the Main Board operated by the Stock Exchange
“controlling shareholder(s)”	has the meaning ascribed to it under the Listing Rules
“Director(s)”	director(s) of the Company from time to time
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Latest Practicable Date”	22 May 2024, being the latest practicable date prior to the printing of this supplemental circular for ascertaining certain information for inclusion in this supplemental circular
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange

DEFINITIONS

“Original Circular”	the circular of the Company dated 30 April 2024
“Original Notice of AGM”	the notice of the AGM dated 30 April 2024
“Original Proxy Form”	the form of proxy for use at the AGM accompanying the Original Circular and the Original Notice of AGM and published on the websites of the Company and the Stock Exchange on 30 April 2024
“PRC”	the People’s Republic of China, which, for the purposes of this supplemental circular, excludes Hong Kong, the Macao Special Administrative Region and Taiwan
“Revised Proxy Form”	the revised form of proxy for use at the AGM accompanying this supplemental circular and the Supplemental Notice of AGM, and published on the websites of the Company and the Stock Exchange (www.hkexnews.hk) on 27 May 2024
“SFO”	the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong)
“Share(s)”	ordinary share(s) of HK\$0.50 each in the share capital of the Company
“Shareholder(s)”	shareholder(s) of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“substantial shareholder(s)”	has the meaning ascribed to it under the Listing Rules
“Supplemental Notice of AGM”	the supplemental notice of AGM dated 27 May 2024, which is set out on pages AGM-1 to AGM-2 of this supplemental circular, supplementing and amending the Original Notice of AGM

LETTER FROM THE BOARD

GREENLAND HONG KONG HOLDINGS LIMITED
綠地香港控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 337)

Executive Directors:

Mr. Luo Weifeng (*Chairman*)
Mr. Wang Weixian (*Honorary Chairman*)
Mr. Wu Zhengkui
Ms. Wang Xuling
Dr. Li Wei
Mr. Li Yongqiang

Independent Non-executive Directors:

Mr. Fong Wo, Felix, JP
Mr. Kwan Kai Cheong

Registered Office:

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

*Principal place of business
in Hong Kong:*

Unit 5711, 57th Floor
The Center
99 Queen's Road Central
Hong Kong

27 May 2024

To the Shareholders

Dear Sir or Madam,

**SUPPLEMENTAL CIRCULAR FOR
RE-ELECTIONS OF RETIRING DIRECTORS
AND
SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING**

INTRODUCTION

This supplemental circular should be read together with the Original Circular and the Original Notice of AGM.

The purpose of this supplemental circular is to provide you with further information regarding the resolutions to be proposed at the AGM involving the re-elections of retiring Directors.

LETTER FROM THE BOARD

RE-ELECTIONS OF RETIRING DIRECTORS

Reference is made to the Announcement. As set out in the Announcement, Mr. Luo Weifeng and Mr. Li Yongqiang have been appointed as executive Directors with effect from 17 May 2024. In accordance with article 83(3) of the Articles, Mr. Luo Weifeng and Mr. Li Yongqiang shall hold office as Directors only until the AGM, and shall then be eligible for re-elections at that meeting. Mr. Luo Weifeng and Mr. Li Yongqiang have offered themselves for re-elections at the AGM.

The nomination committee of the Company (the “**Nomination Committee**”) and the Board have evaluated the performance and the contribution of Mr. Luo Weifeng and Mr. Li Yongqiang during the last financial year of the Company and the period thereafter up to the date of evaluation. The Nomination Committee and the Board are of the view that the performance of each of the to be re-elected Directors is satisfactory. In view of the foregoing and taking into account their invaluable knowledge and experience, and diversity aspects (including without limitation, gender, age, cultural and educational background, ethnicity, professional experience, skills, knowledge and length of service), the Nomination Committee and the Board recommend the re-election of Mr. Luo Weifeng and Mr. Li Yongqiang as Directors at the AGM. Hence, the Supplemental Notice of AGM includes the proposed ordinary resolutions for their re-elections at the AGM.

The relevant biographical details of each of the to be re-elected Directors are set out in Appendix I to this supplemental circular for Shareholders’ consideration.

Mr. Chen Jun and Mr. Hou Guangjun have resigned as executive Directors with effect from 17 May 2024 as set out in the Announcement, and will not offer themselves for re-elections as Directors at the AGM. Hence, the proposed ordinary resolutions under items numbered 2.A and 2.B for such re-elections as set out in the Original Notice of AGM to be considered, and, if thought fit, passed at the AGM are no longer necessary, and shall be deleted by the Supplemental Notice of AGM.

SUPPLEMENTAL NOTICE OF AGM AND REVISED PROXY FORM

Since the Original Notice of AGM and the Original Proxy Form sent together with the Original Circular do not contain the proposed resolutions in relation to the re-elections of Mr. Luo Weifeng and Mr. Li Yongqiang as Directors as set out in this supplemental circular (the “**Proposed Additional Resolutions**”), the Supplemental Notice of AGM set out on pages AGM-1 to AGM-2 of this supplemental circular and the Revised Proxy Form are despatched to the Shareholders to include the Proposed Additional Resolutions.

The Supplemental Notice of AGM and the Revised Proxy Form for use at the AGM are also published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.greenlandhk.com). Whether or not you intend to attend the AGM or any adjournment thereof, you are requested to complete and return the Revised Proxy Form in accordance with the instructions printed thereon to the Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited (“**Tricor**”), at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible and in any event not less than 48 hours before the time fixed for the holding of the AGM or any adjournment thereof (the “**Closing Time**”). The completion and return of the Revised Proxy Form will not preclude you from attending and voting in person via the Tricor e-Meeting System at the AGM or any adjournment thereof.

LETTER FROM THE BOARD

A Shareholder who has not yet lodged the Original Proxy Form with Tricor is requested to lodge the Revised Proxy Form if he/she wishes to appoint proxy(ies) to attend the AGM on his/her behalf. In such case, the Original Proxy Form should not be lodged with Tricor.

A Shareholder who has already lodged the Original Proxy Form with Tricor should note that:

- (i) if no Revised Proxy Form is lodged with Tricor, the Original Proxy Form will be treated as a valid form of proxy lodged by him/her if correctly completed. The proxy so appointed by the Shareholder will be entitled to vote at his/her discretion or to abstain from voting on all the proposed resolutions set out in the Original Notice of AGM as supplemented and amended by the Supplemental Notice of AGM except for those resolutions to which the Shareholder has indicated his/her voting direction in the Original Proxy Form;
- (ii) if the Revised Proxy Form is lodged with Tricor before the Closing Time, the Revised Proxy Form, if correctly completed, will revoke and supersede the Original Proxy Form previously lodged by him/her. The Revised Proxy Form will be treated as a valid form of proxy lodged by the Shareholder; and
- (iii) if the Revised Proxy Form is lodged with Tricor after the Closing Time, or if lodged before the Closing Time but is incorrectly completed, the proxy appointment under the Revised Proxy Form will be invalid. The proxy so appointed by the Shareholder under the Original Proxy Form, if correctly completed, will be entitled to vote in the manner as mentioned in sub-paragraph (i) above as if no Revised Proxy Form was lodged with Tricor. Accordingly, Shareholders are advised to complete the Revised Proxy Form carefully and lodge the Revised Proxy Form with Tricor before the Closing Time.

Pursuant to Rule 13.39(4) of the Listing Rules, resolutions set out in the Supplemental Notice of AGM will be voted by poll at the AGM.

RECOMMENDATION

In addition to the recommendation contained in the Original Circular in relation to the proposed resolutions set out in the Original Notice of AGM, the Directors consider that the Proposed Additional Resolutions are in the interests of the Company and its Shareholders as a whole. Accordingly, the Directors recommend the Shareholders to vote in favour of the Proposed Additional Resolutions at the AGM.

Yours faithfully,
By Order of the Board
Greenland Hong Kong Holdings Limited
Luo Weifeng
Chairman and Chief Executive Officer

The following are the relevant biographical details of each of the Directors proposed to be re-elected:

Luo Weifeng (aged 60)

Mr. LUO Weifeng, aged 60, a member of the Communist Party, has been the chief executive officer of the Company since he joined the Company on 15 June 2023 and presides over the day-to-day management of the Company.

Since his graduation from Renmin University of China as mentioned below, Mr. Luo Weifeng worked in various governmental departments. Since 2000 and prior to his joining of the Company, Mr. Luo Weifeng served successively as the secretary of the Guangzhou Municipal Committee of the Communist Youth League, the mayor of Panyu District of Guangzhou, the secretary of the district committees of Baiyun and Luogang Districts of Guangzhou, the secretary and the director of the Guangzhou Development District and the Sino-Singapore Guangzhou Knowledge City, the vice mayor of Guangzhou, the deputy secretary of the Party Committee and the mayor of Shaoguan City, Guangdong Province, and the president of SPG Investment (Holding) Limited and SPG Group Holdings Limited.

Mr. Luo Weifeng graduated from Renmin University of China, and obtained a postgraduate degree from the Party School of the Provincial Committee of Guangdong Province of the Communist Party of China and an executive master's degree in business administration from Sun Yat-Sen University.

Mr. Luo Weifeng entered into a service agreement with the Company in relation to his appointment as Executive Director for a term of three years commencing from 17 May 2024 and renewable by mutual agreement thereafter, provided that at any time during the term of appointment, either party may terminate the appointment by giving to the other party three months' prior notice. Pursuant to Mr. Luo Weifeng's service agreement, he is entitled to a basic salary of approximately RMB1,706,400 per annum plus discretionary management bonus dependent on the performance of the Group.

Save as disclosed above, Mr. Luo Weifeng (i) does not hold any other position in the Group nor did he hold any directorship in any listed public company in the last three years; and (ii) does not have any relationship with any other directors, senior management, substantial shareholders or controlling shareholders of the Company.

As at the Latest Practicable Date, Mr. Luo Weifeng did not have any interest and short positions in any shares or underlying shares in or any debentures of the Company or any of its associated corporations within the meaning of Part XV of the SFO.

Li Yongqiang (aged 46)

Mr. LI Yongqiang, aged 46, a member of the Communist Party, is currently the Vice President of the Company and the President of the Southern China regional company of the Group. Mr. Li Yongqiang joined the Company in September 2018.

Since his graduation from Nanjing Tech University as mentioned below, Mr. Li Yongqiang has been engaged in the real estate industry for more than 20 years. Prior to his joining of the Company, he served successively as the General Manager of the Changzhou Project of China Resources Land Limited (“**China Resources**”), a company listed on the Stock Exchange (stock code: 1109), the Assistant General Manager of the subsidiaries of China Resources in Wuxi and Changzhou and the General Manager of the subsidiaries of China Resources in Xuzhou and Suzhou. Since his joining of the Company in 2018, he has served successively as the General Manager of the subsidiaries of the Company in Suzhou and the Shanghai Metropolitan Coordinating Region, the Assistant President of the Company and Executive Vice President of the Southern China regional company of the Group, and the Vice President of the Company and President of the Southern China regional company of the Group.

Mr. Li Yongqiang obtained a master’s degree in engineering management from Nanjing Tech University.

Mr. Li Yongqiang was conferred the honorary titles of “Outstanding Manager of Greenland Hong Kong for 2019”, “Outstanding Manager of Greenland Hong Kong for 2020”, “Special Award for President of Greenland Group in the First Half of 2020”, “Model Staff of Greenland Group in 2020” and “Advanced Individual Award of Greenland Group in the First Half of 2021”.

Mr. Li Yongqiang entered into a service agreement with the Company in relation to his appointment as Executive Director for a term of three years commencing from 17 May 2024 and renewable by mutual agreement thereafter, provided that at any time during the term of appointment, either party may terminate the appointment by giving to the other party three months’ prior notice. Pursuant to Mr. Li Yongqiang’s service agreement, he is entitled to a basic salary of approximately RMB1,286,400 per annum plus discretionary management bonus dependent on the performance of the Group.

Save as disclosed above, Mr. Li Yongqiang (i) does not hold any other position in the Group nor did he hold any directorship in any listed public company in the last three years; and (ii) does not have any relationship with any other directors, senior management, substantial shareholders or controlling shareholders of the Company.

As at the Latest Practicable Date, Mr. Li Yongqiang did not have any interest and short positions in any shares or underlying shares in or any debentures of the Company or any of its associated corporations within the meaning of Part XV of the SFO.

General

Save for the information set out above, there is no other matter that needs to be brought to the attention of the Shareholders or any information that should be disclosed under Rule 13.51(2) of the Listing Rules in respect of Mr. Luo Weifeng and Mr. Li Yongqiang.

GREENLAND HONG KONG HOLDINGS LIMITED
綠地香港控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 337)

References are made to the (i) the circular of Greenland Hong Kong Holdings Limited (the “**Company**”) dated 30 April 2024 (the “**Original Circular**”); (ii) the notice of the annual general meeting of the Company dated 30 April 2024 (the “**Original Notice of AGM**”) to convene the annual general meeting of the Company (the “**AGM**”) by way of electronic meeting via the Tricor e-Meeting System at <https://spot-emeeting.tricor.hk> at 10:00 a.m. on Thursday, 27 June 2024; and (iii) the supplemental circular of the Company dated 27 May 2024 (the “**Supplemental Circular**”).

Details of the proposed resolutions to be considered at the AGM were set out in the Original Notice of AGM. Unless otherwise stated, terms defined herein shall have the same meanings as those defined in the Original Circular. Apart from the amendments stated below, all the information contained in the Original Notice of AGM remains to have full force and effect. This supplemental notice shall be read and construed as one with the Original Notice of AGM. In the event that there is any inconsistency between this supplemental notice and the Original Notice of AGM, this supplemental notice shall prevail.

SUPPLEMENTAL NOTICE IS HEREBY GIVEN THAT in addition to all the proposed resolutions set out in the Original Notice of AGM (except the proposed ordinary resolutions under items numbered 2.A and 2.B set out therein), the proposed ordinary resolutions under items numbered 2.A and 2.B set out in the Original Notice of AGM shall be deleted in their entirety, and the AGM will be held to consider and, if through fit, pass the following additional resolutions under items numbered 2.D and 2.E as ordinary resolutions:

2.D. “**THAT** Mr. Luo Weifeng be re-elected as the director of the Company.”; and

2.E. “**THAT** Mr. Li Yongqiang be re-elected as the director of the Company.”

By order of the Board
Greenland Hong Kong Holdings Limited
Luo Weifeng
Chairman and Chief Executive Officer

Hong Kong, 27 May 2024

Principal place of business in Hong Kong:
Unit 5711, 57th Floor
The Center
99 Queen’s Road Central
Hong Kong

SUPPLEMENTAL NOTICE OF AGM

Notes:

1. Please refer to the Supplemental Circular for details of the aforesaid deletion of the proposed resolutions and additional ordinary resolutions.
2. A revised form of proxy (the “**Revised Proxy Form**”) containing the above proposed additional ordinary resolutions is enclosed with the Supplemental Circular. Please refer to the section headed “Supplemental Notice of AGM and Revised Proxy Form” of the Supplemental Circular for arrangements on the completion and submission of the Revised Proxy Form.
3. Please refer to the Original Notice of AGM for details of the other resolutions to be considered at the AGM, closure of the register of members of the Company and eligibility for attending the AGM, proxy and other relevant matters.
4. Mr. Chen Jun and Mr. Hou Guangjun have resigned as executive Directors with effect from 17 May 2024 as set out in the announcement of the Company dated 17 May 2024, and will not offer themselves for re-elections as Directors at the AGM. Hence, the proposed ordinary resolutions under items numbered 2.A and 2.B for such re-elections as set out in the Original Notice of AGM to be considered, and, if thought fit, passed at the AGM are no longer necessary, and shall be deleted in their entirety by the Supplemental Notice of AGM.
5. To be valid, the Revised Proxy Form, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power of attorney or other authority, must be deposited at the Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited (“**Tricor**”), at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time fixed for the holding of the AGM or any adjournment thereof (the “**Closing Time**”).
6. A Shareholder who has not yet lodged the form of proxy published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company on 30 April 2024 (the “**Original Proxy Form**”) with Tricor is requested to lodge the Revised Proxy Form if he/she wishes to appoint proxy(ies) to attend the AGM on his/her behalf. In such case, the Original Proxy Form should not be lodged with Tricor.
7. A Shareholder who has already lodged the Original Proxy Form with Tricor should note that:
 - (i) if no Revised Proxy Form is lodged with Tricor, the Original Proxy Form will be treated as a valid form of proxy lodged by him/her if correctly completed. The proxy so appointed by the Shareholder will be entitled to vote at his/her discretion or to abstain from voting on all the proposed resolutions set out in the Original Notice of AGM as supplemented and amended by this supplemental notice of AGM except for those resolutions to which the Shareholder has indicated his/her voting direction in the Original Proxy Form;
 - (ii) if the Revised Proxy Form is lodged with Tricor before the Closing Time, the Revised Proxy Form, if correctly completed, will revoke and supersede the Original Proxy Form previously lodged by him/her. The Revised Proxy Form will be treated as a valid form of proxy lodged by the Shareholder; and
 - (iii) if the Revised Proxy Form is lodged with Tricor after the Closing Time, or if lodged before the Closing Time but is incorrectly completed, the proxy appointment under the Revised Proxy Form will be invalid. The proxy so appointed by the Shareholder under the Original Proxy Form, if correctly completed, will be entitled to vote in the manner as mentioned in sub-paragraph (i) above as if no Revised Proxy Form was lodged with Tricor. Accordingly, Shareholders are advised to complete the Revised Proxy Form carefully and lodge the Revised Proxy Form with Tricor before the Closing Time.
8. The Chinese translation of this notice is for reference only. In case of any inconsistency, the English version shall prevail.