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

If you have sold or transferred all your shares in Coastal Greenland Limited (the "Company"), you should at once hand this supplemental circular and the accompanying second form of proxy to the purchaser or the 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 contents of this supplemental circular.



(incorporated in Bermuda with limited liability)
(Stock Code: 01124)

SUPPLEMENTAL CIRCULAR TO SHAREHOLDERS RELATING TO ELECTION OF DIRECTORS; PROPOSED ADJOURNMENT OF THE ANNUAL GENERAL MEETING; AND

REVISED NOTICE OF THE ANNUAL GENERAL MEETING

This supplemental circular should be read together with the circular (the "Circular") issued by the Company to the Shareholders dated 26 July 2011 and the notice convening an annual general meeting of the Company originally to be held at Suite 1712-16, 17th Floor, China Merchants Tower, Shun Tak Centre, 200 Connaught Road Central, Hong Kong on Thursday, 25 August 2011 at 10:00 a.m.. A second form of proxy (the "Second Proxy Form") is also enclosed with this supplemental circular for use at the adjourned annual general meeting (the "Adjourned AGM") to be held at Suite 1712-16, 17th Floor, China Merchants Tower, Shun Tak Centre, 200 Connaught Road Central, Hong Kong on Wednesday, 14 September 2011 at 10:00 a.m..

Whether or not you are able to attend the Adjourned AGM, you are requested to complete the accompanying Second Proxy Form in accordance with the instructions printed thereon and deposit the same at the Company's branch share registrar and transfer office in Hong Kong, Tricor Tengis Limited, at 26/F., Tesbury Centre, 28 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 the holding of the Adjourned AGM or any adjournment thereof. Completion and return of the Second Proxy Form will not preclude you from attending and voting in person at the Adjourned AGM or any adjournment thereof should you so wish.

^{*} for identification purpose only

(incorporated in Bermuda with limited liability)
(Stock Code: 01124)

Executive Directors:

Mr. Chan Boon Teong (Chairman)
Mr. Jiang Ming (Vice Chairman and

Managing Director)

Mr. Tao Lin

Mr. Cheng Wing Bor

Mr. Lin Chen Hsin

Mr. Cai Shaobin

Mr. Zheng Hong Qing

Mr. Wang Jun

Non-executive Directors:

Mr. Guo Limin

Mr. Lu Hua

Independent non-executive Directors:

Mr. Tang Lap Yan

Mr. Law Kin Ho

Mr. Wong Kai Cheong

Registered office:

Clarendon House

2 Church Street

Hamilton HM 11

Bermuda

Head office and principal place of

business in Hong Kong:

Suite 1712-16, 17th Floor

China Merchants Tower

Shun Tak Centre

200 Connaught Road Central

Hong Kong

29 August 2011

Dear Sir or Madam,

SUPPLEMENTAL CIRCULAR TO SHAREHOLDERS RELATING TO ELECTION OF DIRECTORS; PROPOSED ADJOURNMENT OF THE ANNUAL GENERAL MEETING; AND

REVISED NOTICE OF THE ANNUAL GENERAL MEETING

INTRODUCTION

This supplemental circular should be read together with the Circular which contains, among other matters, information of the re-election of Directors at the AGM. Unless otherwise stated, capitalised terms used in this supplemental circular shall have the same meanings as those defined in the Circular.

^{*} for identification purpose only

LETTER FROM THE BOARD

The Company announced on 18 July 2011 that Mr. Lu Hua ("Mr. Lu") has been appointed as a non-executive Director. In accordance with the Bye-law 86(2), Mr. Lu will retire at the next general meeting of the Company and, being eligible, will offer himself for re-election.

The purpose of this supplemental circular is to provide you with further information relating to the re-election of Directors, and to give you the revised notice of the AGM and the Second Proxy Form.

PROPOSED RE-ELECTION OF DIRECTORS

The Board has appointed Mr. Lu as a non-executive Director which took effect on 18 July 2011, details of which were contained in the announcement of the Company dated 18 July 2011.

According to Bye-law 83(3), any Director appointed to fill a casual vacancy shall hold office only until the next following general meeting of the Company. However, a retiring Director shall be eligible for re-election. Being eligible, Mr. Lu would offer himself for re-election as a non-executive Director.

Mr. Lu, aged 47, is currently an executive director and the president of Shenzhen Investment Limited (Stock code: 604), a listed public company in Hong Kong and the president of Shum Yip Group Limited and Shum Yip Holdings Company Limited. He holds a doctorate degree in Political Economics from Nankai University and a master's degree in Finance from University of Reading in the United Kingdom. Mr. Lu had served successively as chairman of Shahe Industrial Co., Ltd., (an A Share Company listed on the Shenzhen Stock Exchange, stock code: SZ000014), the chairman and the secretary of party committee of Shenzhen Shahe Industry (Group) Co., Ltd. and acting general manager of Shenzhen Property Development Company Ltd. He has vast experience of over twenty years in property development, corporate governance and administrative management.

Mr. Lu had entered into a service contract with the Company for a term of one year for his service as a non-executive Director, which should be automatically extended for another one year upon expiration of the term of the service contract unless terminated by either party to the service contract, which required not less than one month's length of notice. In accordance with the Bye-laws, Mr. Lu is subject to retirement by rotation and re-election at the Company's general meetings. Mr. Lu would receive a Director's fee of HK\$10,000 per annum which was determined with reference to his duties and responsibilities with the Company, the Company's performance and the prevailing market situation. The Director's fee of Mr. Lu would 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. There was no service contract with Mr. Lu that would entitle him to receive any bonus payment from the Company.

Mr. Lu does not have, and is not deemed to have any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the

LETTER FROM THE BOARD

Laws of Hong Kong)). As at the date of this supplemental circular, Shenzhen Investment Limited is beneficially interested in 631,092,857 ordinary Shares of HK\$0.10 each in the share capital of Company and Mr. Lu is currently an executive director and the president of Shenzhen Investment Limited.

Save as disclosed above, Mr. Lu is not connected with any other Directors, senior management, substantial shareholders or the controlling shareholders (as defined in the Rules Governing the Listing of Securities on the Listing Rules) of the Company.

There is no information relating to Mr. Lu that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules. Save as disclosed above, there is no other matter in relation to the appointment of Mr. Lu that needs to be brought to the attention of the shareholders of the Company.

Save as disclosed above, Mr. Lu did not hold any directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years.

PROPOSED ADJOURNMENT OF THE ANNUAL GENERAL MEETING

To ensure that the Company is in full compliance with the 10 business days' notice requirement under Rule 13.73 of the Listing Rules in respect of this supplemental circular, the AGM is adjourned from 25 August 2011 to 14 September 2011.

REVISED NOTICE OF ANNUAL GENERAL MEETING AND SECOND PROXY FORM

Since both the notice of the AGM and form of proxy ("First Proxy Form") sent together with the Circular do not contain the proposed resolutions for the re-election of Mr. Lu as a non-executive Director, the revised notice of the AGM has been set out on pages 6 to 10 of this supplemental circular and the Second Proxy Form is enclosed with this supplemental circular.

Whether or not you intend to attend the Adjourned AGM, you are requested to complete the accompanying Second Proxy Form in accordance with the instructions printed thereon and return it to the Company's branch share registrar and transfer office in Hong Kong, Tricor Tengis Limited, at 26/F., Tesbury Centre, 28 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 the Adjourned AGM or any adjournment thereof.

Special arrangements about completion and submission of the Second Proxy Form are also set out in the Appendix to this supplemental circular. Shareholders who have appointed or intend to appoint proxy/proxies to attend the Adjourned AGM are requested to pay particular attention to the special arrangements set out therein.

Completion and return of the First Proxy Form and/or Second Proxy Form will not preclude you from attending and voting in person at the Adjourned AGM or adjournment thereof in person if you so wish.

LETTER FROM THE BOARD

RECOMMENDATION

In addition to the recommendation contained in the Circular, the Directors also consider that the proposed re-election of Mr. Lu as a non-executive Director as set out in this supplemental circular are in the best interests of the Company and the Shareholders as a whole and recommend the Shareholders to vote in favour of the relevant resolutions to be proposed at the Adjourned AGM.

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.

GENERAL

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, no Shareholder is required to abstain from voting on the resolutions to be proposed at the Adjourned AGM.

MISCELLANEOUS

The English text of this supplemental circular shall prevail over the Chinese text for the purpose of interpretation.

Yours faithfully,
For and on behalf of the Board
Coastal Greenland Limited
Chan Boon Teong
Chairman

SPECIAL ARRANGEMENTS ABOUT COMPLETION AND SUBMISSION OF THE SECOND PROXY FORM

A Shareholder who has not yet lodged the First Proxy Form with the Company's branch share registrar is requested to lodge the Second Proxy Form if the Shareholder wishes to appoint proxy/proxies to attend the Adjourned AGM on its/his/her behalf. In this case, the First Proxy Form should **not** be lodged with the Company's branch share registrar.

A Shareholder who has already lodged the First Proxy Form with the Company's branch share registrar should note that:

- (i) if no Second Proxy Form is lodged with the Company's branch share registrar, the First Proxy Form, if correctly completed, will be treated as a valid proxy form lodged by the Shareholder. The proxy/proxies so appointed by the Shareholder will be entitled to vote at its/his/her discretion or to abstain from voting on any resolution properly put to the Adjourned AGM including the resolutions for the re-election of Mr. Lu as a non-executive Director set out in this supplemental circular;
- (ii) if the Second Proxy Form is lodged with the Company's branch share registrar 48 hours prior to the time appointed for holding the Adjourned AGM (the "Closing Time"), the Second Proxy Form, if correctly completed, will be treated as a valid proxy form lodged by the Shareholder and will revoke and supersede the First Proxy Form previously lodged by the Shareholder;
- (iii) if the Second Proxy Form is lodged with the Company's branch 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. However, it will revoke the First Proxy Form previously lodged by the Shareholder, and any vote that may be cast by the purported proxy/proxies (whether appointed under the First Proxy Form or the Second Proxy Form) will not be counted in any poll taken on a proposed resolution. Accordingly, Shareholders are advised to complete the Second Proxy Form carefully and not to lodge the Second Proxy Form after the Closing Time. If such Shareholders wish to vote at the Adjourned AGM, they will have to attend in person and vote at the Adjourned AGM themselves.

Completion and return of the First Proxy Form and/or the Second Proxy Form will not preclude you from attending and voting in person at the Adjourned AGM or any adjournment thereof if you so wish. Shareholders who have appointed or intend to appoint proxy/proxies to attend the Adjourned AGM are requested to pay attention to the special arrangements set out above.



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(Stock Code: 01124)

REVISED NOTICE OF THE ANNUAL GENERAL MEETING

REVISED NOTICE IS HEREBY GIVEN that an adjourned annual general meeting (the "Adjourned AGM") of Coastal Greenland Limited (the "Company") will be held at Suite 1712-16, 17th Floor, China Merchants Tower, Shun Tak Centre, 200 Connaught Road Central, Hong Kong on Wednesday, 14 September 2011 at 10:00 a.m., for the following purposes:

- 1. To receive and consider the audited consolidated financial statements, the reports of the directors (the "**Directors**") and the independent auditor of the Company for the year ended 31 March 2011.
- 2. (I) (a) To re-elect Mr. Chan Boon Teong as an executive Director;
 - (b) To re-elect Mr. Jiang Ming as an executive Director;
 - (c) To re-elect Mr. Tao Lin as an executive Director;
 - (d) To re-elect Mr. Zheng Hong Qing as an executive Director;
 - (e) To re-elect Mr. Wang Jun as an executive Director;
 - (f) To re-elect Mr. Tang Lap Yan as an independent non-executive Director;
 - (g) To re-elect Mr. Lu Hua as a non-executive Director; and
 - (II) To authorise the board (the "Board") of Directors to fix the remuneration of Directors.
- 3. To re-appoint Deloitte Touche Tohmatsu as an auditor of the Company and authorise the Board to fix their remuneration.
- 4. To consider as special business and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:
 - (I) "**THAT**:
 - (a) subject to paragraph (b) below, the exercise by the Directors during the Relevant Period (as hereinafter defined) of all the powers of the Company

^{*} for identification purpose only

to repurchase shares (the "Shares") of HK\$0.10 each in the share capital of the Company on The Stock Exchange of Hong Kong Limited (the "Stock Exchange") or on any other stock exchange on which the Shares may be listed and recognised by the Securities and Futures Commission of Hong Kong and the Stock Exchange for this purpose, subject to and in accordance with all applicable laws and the requirements of the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules") or of any other stock exchange as amended from time to time, be and is hereby generally and unconditionally approved;

- (b) the aggregate nominal amount of Shares to be repurchased by the Company pursuant to the approval in paragraph (a) above shall not exceed 10% of the aggregate nominal amount of the share capital of the Company in issue at the date of this Resolution and the said approval shall be limited accordingly; and
- (c) for the purpose of this Resolution, "**Relevant Period**" means the period from the passing of this Resolution until whichever is the earliest of:
 - (i) the conclusion of the next annual general meeting of the Company;
 - (ii) the expiration of the period within which the next annual general meeting of the Company is required by the bye-laws (the "Bye-laws") of the Company or any applicable laws of Bermuda to be held; or
 - (iii) the date on which the authority set out in this Resolution is revoked or varied by an ordinary resolution of the shareholders of the Company (the "Shareholders") in general meeting of the Company."

(II) "THAT:

- (a) subject to paragraph (c) below, the exercise by the Directors during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue and deal with additional Shares and to make or grant offers, agreements and options which would or might require the exercise of such power be and is hereby generally and unconditionally approved;
- (b) the approval in paragraph (a) shall authorise the Directors during the Relevant Period (as hereinafter defined) to make or grant offers, agreements and options which might require the exercise of such powers after the end of the Relevant Period:
- (c) the aggregate nominal amount of share capital allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an

option or otherwise) and issued by the Directors pursuant to the approval in paragraph (a) above, otherwise than (i) a Rights Issue (as hereinafter defined); (ii) an issue of Shares under any option scheme or similar arrangement for the time being adopted for the grant or issue to participants of the Company and/or any of its subsidiaries and/or any invested entity in which the Group holds an equity interest, of Shares or rights to acquire Shares; or (iii) an issue of Shares as scrip dividends pursuant to the Bye-laws from time to time, shall not exceed 20% of the aggregate nominal amount of the issued share capital of the Company at the date of passing this Resolution and the said approval shall be limited accordingly; and

- (d) for the purpose of this Resolution, "**Relevant Period**" means the period from the passing of this Resolution until whichever is the earliest of:
 - (i) the conclusion of the next annual general meeting of the Company;
 - (ii) the expiration of the period within which the next annual general meeting of the Company is required by the Bye-laws or any applicable laws of Bermuda to be held; or
 - (iii) the date on which the authority set out in this Resolution is revoked or varied by an ordinary resolution of the Shareholders in general meeting of the Company.

"Rights Issue" means an offer of shares open for a period fixed by the Directors to the Shareholders on the register on a fixed record date in proportion to their then holdings of such Shares as at that date (subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of, or the requirements of any recognised regulatory body or any stock exchange in any territory outside Hong Kong applicable to the Company)."

(III) "THAT subject to the passing of the Resolutions 4(I) and 4(II) set out in the foregoing, the general mandate granted to the Directors to allot, issue and deal with additional Shares pursuant to Resolution 4(II) set out in the foregoing be and is hereby extended by the addition thereto of an amount representing the aggregate nominal amount of Shares repurchased by the Company under the authority granted pursuant to Resolution 4(I) set out in the foregoing, provided that such amount of Shares so repurchased shall not exceed 10% of the aggregate nominal amount of the issued share capital of the Company at the date of the said Resolution."

(IV) "THAT the existing share option scheme (the "Scheme 2002") of the Company adopted on 24 September 2002 be and is hereby terminated and conditional upon the Stock Exchange granting the listing of and permission to deal in the shares (the "Shares") of HK\$0.10 each in the capital of the Company falling to be issued pursuant to the new share option scheme (the "Scheme 2011"), the terms of which are set out in the document marked "A" which has been produced to this meeting and signed by the chairman of this meeting for the purpose of identification, the rules of the Scheme 2011 be and are hereby approved and adopted and the Directors be and are hereby authorised to grant options and to allot, issue and deal with shares of the Company pursuant to the exercise of any option granted thereunder and to take all such steps as they may consider necessary or expedient to implement the Scheme 2011."

By order of the Board

Coastal Greenland Limited

Chan Boon Teong

Chairman

Hong Kong, 29 August 2011

Registered office:
Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

Head office and principal place of business in Hong Kong:Suite 1712-16, 17th FloorChina Merchants TowerShun Tak Centre200 Connaught Road CentralHong Kong

Notes:

- 1. A member entitled to attend and vote at the Adjourned AGM is entitled to appoint one or more proxy or proxies to attend and, subject to the provisions of the Bye-laws, to vote on his behalf. A proxy need not be a member of the Company but must be present in person at the Adjourned AGM to represent the member. If more than one proxy is so appointed, the appointment shall specify the number and class of Shares in respect of which each such proxy is so appointed.
- A form of proxy for use at the Adjourned AGM is enclosed with this supplemental circular and such form of proxy is also published on the website of Hong Kong Exchanges and Clearing Limited at www.hkex.com.hk. In order to be valid, the form of proxy must be duly completed and signed in accordance with the instructions printed thereon and deposited together with a power of attorney or other authority, if any, under which it is signed, or a certified copy of such power or authority, at the Company's branch share registrar and transfer office in Hong Kong, Tricor Tengis Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for the holding of the Adjourned AGM or any adjournment thereof. Completion and return of a form of proxy will not preclude a member from attending in person and voting at the Adjourned AGM or any adjournment thereof, should he so wish.
- 3. In the case of joint holders of Shares, any one of such holders may vote at the Adjourned AGM, either personally or by proxy, in respect of such Shares as if he was solely entitled thereto, but if more than one of such joint holders are present at the Adjourned AGM personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such Shares shall alone be entitled to vote in respect thereof.

- 4. In respect of the proposed Resolution 2 stated above, Mr. Chan Boon Teong, Mr. Jiang Ming, Mr. Tao Lin, Mr. Zheng Hong Qing and Mr. Tang Lap Yan will retire from their offices by rotation at the Adjourned AGM pursuant to Bye-law 87(1) and being eligible will offer themselves for re-election at the Adjourned AGM. Details of the Directors proposed to be re-elected at the Adjourned AGM are set out in Appendix II to the circular of the Company dated 26 July 2011.
- 5. Also in respect of the proposed Resolution 2 stated above, pursuant to Bye-law 86(2), the term of the executive Directors appointed on 31 January 2011, Mr. Wang Jun, and the term of the non-executive Directors appointed on 18 July 2011, Mr. Lu Hua, shall terminate at the conclusion of the Adjourned AGM, and being eligible, they shall offer themselves for re-election. Details of the Directors proposed to be re-elected at the Adjourned AGM are set out in Appendix II to the circular of the Company dated 26 July 2011 and this supplemental circular.
- 6. In respect of the proposed Resolution 4(I) stated above, the Directors wish to state that they will exercise the power conferred thereby to repurchase Shares in circumstances which they deem appropriate for the benefits of the shareholders of the Company. An explanatory statement containing the information necessary to enable the shareholders of the Company to make an informed decision to vote on this Resolution as required by the Listing Rules is included in Appendix I to the circular of the Company dated 26 July 2011.
- 7. In respect of the proposed Resolution 4(II) stated above, the Directors wish to state that they have no immediate plans to issue new Shares other than the new Shares to be issued upon the exercise of subscription rights of options granted under the share option scheme of the Company, if any.
- 8. A Shareholder who has not yet lodged the proxy form sent together with the notice of the AGM (the "First Proxy Form") with the Company's branch share registrar is requested to lodge the Second Proxy Form if the Shareholder wishes to appoint proxy/proxies to attend the Adjourned AGM on his/her/its behalf. In this case, the First Proxy Form should not be lodged with the Company's branch share registrar.

A Shareholder who has already lodged the First Proxy Form with the Company's branch share registrar should note that:

- (i) if no Second Proxy Form is lodged with the Company's branch share registrar, the First Proxy Form, if correctly completed, will be treated as a valid proxy form lodged by the Shareholder. The proxy/proxies so appointed by the Shareholder will be entitled to vote at his/her/its discretion or abstain from voting on any resolution properly put to the Adjourned AGM, including a resolution for the re-election of Mr. Lu as a non-executive Director set out in this supplemental circular;
- (ii) if the Second Proxy Form is lodged with the Company's branch share registrar 48 hours prior to the time appointed for the holding of the Adjourned AGM (the "Closing Time"), the Second Proxy Form, if correctly completed, will be treated as a valid proxy form lodged by the Shareholder and will revoke and supersede the First Proxy Form previously lodged by the Shareholder;
- (iii) if the Second Proxy Form is lodged with the Company's branch 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. However, it will revoke the First Proxy Form previously lodged by the Shareholder, and any vote that may be cast by the purported proxy/proxies (whether appointed under the First Proxy Form or the Second Proxy Form) will not be counted in any poll taken on a proposed resolution. Accordingly, Shareholders are advised to complete the Second Proxy Form carefully and not to lodge the Second Proxy Form after the Closing Time. If such Shareholders wish to vote at the Adjourned AGM, they will have to attend in person and vote at the Adjourned AGM themselves.

Shareholders who have appointed or intend to appoint proxy/proxies to attend the AGM/the Adjourned AGM are requested to pay attention to the special arrangements set out above.