
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 Huijing Holdings Company 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.

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**HUIJING HOLDINGS COMPANY LIMITED****滙景控股有限公司**

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 9968)

**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 Huijing Holdings Company Limited dated 28 April 2021 and the notice dated 28 April 2021 convening the AGM to be held at 24/F., Admiralty Centre I, 18 Harcourt Road, Hong Kong on Wednesday, 23 June 2021, at 10:30 a.m. A supplemental notice of the AGM is set out on pages 10 to 11 of this supplemental circular. A Second Form of Proxy for the AGM, which shall supersede the form of proxy enclosed with the circular dated 28 April 2021, is also enclosed. Such form of proxy is also published on the websites of Stock Exchange (<http://www.hkexnews.hk>) and the Company (<http://www.huijingholdings.com>).

Whether or not you intend to attend and vote at the AGM or any adjournment thereof (as the case may be) in person, you are requested to complete and return the enclosed Second Form of Proxy in accordance with the instructions printed thereon and return it to the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, 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 adjournment thereof (as the case may be). Completion and return of the Second Form of Proxy will not preclude the Shareholders from attending and voting in person at the AGM or any adjournment thereof (as the case may be) if they so wish.

PRECAUTIONARY MEASURES FOR THE AGM

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

- (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
- (5) No provision of shuttle bus service.

Attendees who do not comply with the precautionary measures (1) to (3) above may be denied entry to the AGM, at the absolute discretion of the Company as permitted by law.

For the health and safety of the Shareholders, the Company would like to encourage the Shareholders to exercise their right to vote at the AGM by appointing the Chairman of the AGM as their proxy instead of attending the AGM in person. Completion and return of the form of proxy will not preclude the Shareholders from attending and voting in person at the AGM or any adjournment thereof (as the case may be) should they subsequently so wish.

Hong Kong, 21 May 2021

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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 to be held at 24/F., Admiralty Centre I, 18 Harcourt Road, Hong Kong on Wednesday, 23 June 2021, at 10:30 a.m.;
“AGM Notice”	the notice convening the AGM dated 28 April 2021;
“Articles”	the articles of association of the Company;
“Board”	the board of Directors;
“Circular”	the circular of the Company dated 28 April 2021;
“Company”	Huijing Holdings Company 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;
“Director(s)”	the director(s) 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”	18 May 2021, being the latest practicable date prior to the printing of this supplemental circular for ascertaining certain information in this supplemental circular;
“Listing Rules”	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 Form of Proxy”	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; and
“Supplemental AGM Notice”	the supplemental notice convening the AGM as set out on pages 10 to 11 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.

LETTER FROM THE BOARD



HUIJING HOLDINGS COMPANY LIMITED

滙景控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 9968)

Non-executive Director:

Mr Lun Ruixiang (*Chairman*)

Executive Directors:

Mr Lun Zhao Ming (*Chief Executive Officer*)

Mr Lu Peijun

Mr Luo Chengyu

Independent non-executive Directors:

Ms Chiu Lai Kuen Susanna

Mr Hung Wan Shun Stephen

Ms Lin Yanna

Registered Office:

Cricket Square, Hutchins Drive

P.O. Box 2681

Grand Cayman, KY1-1111

Cayman Islands

Principal place of business

in Hong Kong:

Unit 2403-2408, 24/F

Shui On Centre

6-8 Harbour Road, Wanchai

Hong Kong

21 May 2021

To the 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**

1. 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 AGM.

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 Form of Proxy.

LETTER FROM THE BOARD

2. PROPOSED RE-ELECTION OF RETIRING DIRECTORS

Reference is made to the Circular, each of Mr Lun Zhao Ming, Mr Lu Peijun (each an executive Director) and Ms Lin Yanna (“**Ms Lin**”) (an independent non-executive Director) shall retire from office and hold office until the AGM. Each of them being eligible, will offer themselves for re-election at the AGM.

The Nomination Committee reviewed the board composition and profiles of all retiring Directors and considered Ms Lin contributed significantly to helping the Company achieve high standards of corporate governance and has contributed to the diversity of the Board by bringing her vast experience and expertise in business management and operation. Each of the independent non-executive Directors has given an annual confirmation of his/her independence pursuant to Rule 3.13 of the Listing Rules to the Company. Based on the above, the Board believes that Ms Lin has the character, integrity and experience to fulfill the role of an independent non-executive Director and, if re-elected, will continue to make significant contribution to the Company.

Subsequent to the dispatch of the Circular and as disclosed in the announcement of the Company dated 7 May 2021, Mr Luo Chengyu (“**Mr Luo**”) was appointed as an executive Director with effect from 7 May 2021. Pursuant to article 83(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 such meeting. By virtue of article 83(3) of the Articles, Mr Luo will retire from office at the AGM and, being eligible, offer himself for re-election as an executive Director at the AGM.

The Nomination Committee has reviewed the structure and composition of the Board and the qualifications, skills, knowledge and experience of Mr Luo, having regard to the Nomination Policy of the Company. Accordingly, the Nomination Committee has formed the view that Mr Luo will be able to contribute to the Board and recommended him to the Board for re-election. The Board has endorsed the recommendations of the Nomination Committee and recommended Mr Luo to stand for election at the AGM.

Details of Mr Luo, the additional retiring Director, who is proposed to be re-elected at the AGM are set out in the Appendix I to this supplemental circular.

3. SUPPLEMENTAL AGM NOTICE AND SECOND FORM OF PROXY

Since the AGM Notice and the First Proxy Form sent together with the Circular do not contain the proposed resolution in relation to the re-election of Mr Luo as an executive Director as set out in this supplemental circular, a Supplemental AGM Notice is set out on pages 10 to 11 of this supplemental circular and the Second Form of Proxy is enclosed with this supplemental circular to include such proposed resolution. The Second Form of Proxy for the AGM is also published on the websites of the Stock Exchange (<http://www.hkexnews.hk>) and the Company (<http://www.huijingholdings.com>).

LETTER FROM THE BOARD

Whether or not you are able to attend the AGM, please complete and return the Second Form of Proxy in accordance with the instructions printed thereon to the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding of the AGM or any adjournment thereof (as the case may be) (the "Closing Time"). Completion and return of the Second Form of Proxy will not preclude the Shareholders from attending and voting at the AGM or any adjournment thereof (as the case may be) if they so wish. Pursuant to the Listing Rules, voting by poll is required for any resolution put to vote at the AGM.

A Shareholder who has not yet lodged the First Proxy Form with the share registrar is requested to lodge the Second Form of Proxy if he/she wishes to appoint proxy(ies) to attend and vote at the AGM 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 Form of Proxy 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 Mr Luo as an executive Director as set out in the Supplemental AGM Notice and the Second Form of Proxy, the proxy will be entitled to vote at his/her discretion or to abstain from voting on such resolutions;
- (ii) if the Second Form of Proxy is lodged with the Company's branch share registrar in Hong Kong before the Closing Time, the Second Form of Proxy, if correctly completed and signed, shall revoke and supersede the First Proxy Form previously lodged by him/her. The Second Form of Proxy will be treated as a valid form of proxy lodged by the Shareholder;
- (iii) if the Second Form of Proxy is lodged with the Company's branch share registrar in Hong Kong after the Closing Time, or if lodged before the Closing Time but is incorrectly completed, the proxy appointment under the Second Form of Proxy 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 Form of Proxy was lodged with the Company's branch share registrar in Hong Kong.

Accordingly, the Shareholders are advised to complete the Second Form of Proxy carefully and lodge the Second Form of Proxy with the Company's branch share registrar in Hong Kong before the Closing Time.

4. 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 AGM 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

5. RECOMMENDATION

The Board considers that the proposed additional resolution for the re-election of Mr Luo as an executive Director as set out in Supplemental AGM Notice is 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 resolution to be proposed at the AGM.

Your faithfully,
For and on behalf of the Board
Huijing Holdings Company Limited
Lun Ruixiang
Chairman

APPENDIX I BIOGRAPHY OF THE ADDITIONAL RETIRING DIRECTOR

The details of the additional retiring Director who is proposed to be re-elected at the AGM are set out as follows:

Mr Luo Chengyu, aged 37

Mr Luo Chengyu is the assistant to the chairman of the Board and in charge of the investment development and exploration of urban renewal projects of the Company. He obtained a bachelor's degree in traffic engineering from Huazhong University of Science and Technology in 2006 and a master's degree in architecture and civil engineering from Huazhong University of Science and Technology in 2014. From 2008 to 2016, he worked for the Dongguan City Xiegang Town People's Government, responsible for urban construction and planning, investment promotion, major municipal projects management, industrial park development and etc. From 2016 to 2017, he was the head of the Urban Renewal Industry Center of Guangdong Zhongtian Group (廣東中天集團城市更新產業中心). He is familiar with the operation mode and rules of urban renewal with rich experience in project management, as well as excellent coordination capability.

Mr Luo does not have any relationship with any Directors, senior management, substantial shareholders or controlling shareholders of the Company.

Save as disclosed above, Mr Luo 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.

Mr Luo has entered into a letter of appointment with the Company for an initial term of three years commencing from 7 May 2021 and shall thereafter continue on a month to month basis unless otherwise agreed between Mr Luo and the Company or terminated in accordance with the terms of the letter of appointment. Mr Luo will receive a monthly remuneration of approximately RMB175,000, commencing from his appointment as an executive Director, which is determined with reference to the Company's performance and the remuneration benchmark in the industry and subject to review from time to time.

In accordance with the meaning of Part XV of the SFO, as at the Latest Practicable Date, Mr Luo was interested in 1,800,000 Shares, representing 0.03% of the total number of issued Shares. Save as disclosed above, Mr Luo was not interested or deemed to be interested in any Shares or underlying shares of the Company or its associated corporations pursuant to Part XV of the SFO.

Save as disclosed above, the Board is not aware of any other matters in relation to the proposed re-election of Mr Luo 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 AGM demand, pursuant to article 66 of the Articles, poll voting on all resolutions set out in the notice of the AGM.

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 AGM. 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 branch share registrar in Hong Kong, Tricor Investor Services Limited, will act as scrutineer and count the votes and the poll results will be published after the AGM.

SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING



HUIJING HOLDINGS COMPANY LIMITED

滙景控股有限公司

(Incorporated in the Cayman Islands with limited liability)

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SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

Reference is made to the notice of annual general meeting (the “**AGM Notice**”) of Huijing Holdings Company Limited (the “**Company**”) dated 28 April 2021, by which the Company convenes an annual general meeting (the “**AGM**”) to be held at 24/F., Admiralty Centre I, 18 Harcourt Road, Hong Kong on Wednesday, 23 June 2021, at 10:30 a.m. and this supplemental notice shall be read together with the AGM Notice.

SUPPLEMENTAL NOTICE IS HEREBY GIVEN that the AGM will be convened as originally scheduled. Due to the matters as set out in the supplemental circular of the Company dated 21 May 2021, the resolutions under item numbered 3 in the AGM Notice should be deleted in its entirety and replaced by the following new resolutions under item numbered 3:

- “3. (a) To re-elect Mr Lun Zhao Ming as an executive director of the Company.
- (b) To re-elect Mr Lu Peijun as an executive director of the Company.
- (c) To re-elect Mr Luo Chengyu as an executive director of the Company.
- (d) To re-elect Ms Lin Yanna as an independent non-executive director of the Company.
- (e) To authorise the board of directors of the Company (the “**Board**”) to fix the remuneration of the directors of the Company respectively.”

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
Huijing Holdings Company Limited
Lun Ruixiang
Chairman

Hong Kong, 21 May 2021

As at the date of this circular, the Board comprises Mr Lun Zhao Ming, Mr Lu Peijun and Mr Luo Chengyu as executive Directors, Mr Lun Ruixiang as a non-executive Director, and Ms Chiu Lai Kuen Susanna, Mr Hung Wan Shun Stephen and Ms Lin Yanna as independent non-executive Directors.

SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

Notes:

1. A second form of proxy (the “**Second Form of Proxy**”) containing the revised ordinary resolutions under item 3 is enclosed with the supplemental circular dated 21 May 2021 (the “**Supplemental Circular**”). Please refer to the section headed “Supplemental AGM Notice and Second Form of Proxy” on pages 5 to 6 of the Supplemental Circular and the notes to the Second Form of Proxy for arrangements about the completion and submission of the Second Form of Proxy.
2. Please refer to the AGM Notice for details of the other ordinary resolutions to be considered at the AGM, closure of the register of members of the Company and eligibility for attending the AGM and other relevant matters.
3. Shareholders are reminded that completion and return of the First Proxy Form and/or the Second Form of Proxy will not preclude a member from attending the AGM or any adjournment thereof (as the case may be) if they so wish.