

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 stockbroker or other registered dealer in securities, a bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in China Greenland Broad Greenstate Group Company 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, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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China Greenland Broad Greenstate Group Company Limited

中國綠地博大綠澤集團有限公司

(formerly known as Broad Greenstate International Company Limited 博大綠澤國際有限公司)

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1253)

SUPPLEMENTAL CIRCULAR TO THE CIRCULAR TO SHAREHOLDERS DATED 3 APRIL 2017 IN RELATION TO PROPOSED RE-ELECTION OF RETIRING DIRECTOR AND SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

Capitalised terms used in this cover page shall bear the same meanings as those defined in the section headed “Definitions” in this supplemental circular. This document is supplemental to and should be read together with the circular of the Company dated 3 April 2017 (the “Circular”) in relation to, among other things, the re-election of retiring directors and the granting of general mandates to repurchase shares and to issue shares.

A notice convening the Annual General Meeting of China Greenland Broad Greenstate Group Company Limited to be held at Kennedy Room, Level 7, Conrad Hong Kong, Pacific Place, 88 Queensway, Admiralty, Hong Kong on Friday, 12 May 2017 at 2:00 p.m. is set out on pages 7 to 8 of this supplemental circular. The Revised Proxy Form for use at the Annual General Meeting is also enclosed. Such form of proxy is also published on the websites of Hong Kong Exchanges and Clearing Limited (<http://www.hkexnews.hk>) and the Company (<http://www.greenland-broadgreenstate.com.cn>). The Initial Proxy Form despatched with the Circular is superseded by the Revised Proxy Form enclosed herewith.

Whether or not you are able to attend the Annual General Meeting, please complete and sign the enclosed Revised Proxy Form 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 22, 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 the holding of the Annual General Meeting (i.e. not later than 2:00 p.m. on Wednesday, 10 May 2017) or any adjournment thereof. Completion and return of the Initial Proxy Form and/or the Revised Proxy Form will not preclude shareholders from attending and voting in person at the Annual General Meeting if they so wish.

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DEFINITIONS

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

“Announcement”	the announcement of the Company dated 13 April 2017 in relation to, among other things, the appointment of Ms. Chen Min as an executive Director
“Circular”	the circular of the Company dated 3 April 2017
“Closing Time”	a time which is not less than 48 hours before the time appointed for the Annual General Meeting or any adjournment
“Initial Notice of Annual General Meeting”	the initial notice convening the Annual General Meeting, as set out in the Circular
“Initial Proxy Form”	the initial form of proxy which was sent to the Shareholders on 3 April 2017 together with the Circular and the accompanying Initial Notice of Annual General Meeting
“Latest Practicable Date”	18 April 2017, being the latest practicable date prior to the printing of this supplemental circular for ascertaining certain information in this supplemental circular
“Revised Proxy Form”	the revised form of proxy enclosed with this supplemental circular
“Supplemental Notice of Annual General Meeting”	the supplemental notice convening the Annual General Meeting, as set out on pages 7 to 8 of this supplemental circular



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Executive Directors:

Wu Zhengping

(Chairman and chief executive officer)

Xiao Li

Zhu Wen

Chen Min

Registered Office:

The offices of Maples Corporate
Services Limited

PO Box 309, Ugland House

Grand Cayman, KY1-1104

Cayman Islands

Independent Non-executive Directors:

Dai Guoqiang

Zhang Qing

Jin Hexian

Head Office:

Floor 8, Hong Quan Building

No. 1357, Mei Chuan Road

Putuo District

Shanghai, PRC

*Principal Place of Business
in Hong Kong:*

Level 54, Hopewell Centre

183 Queen's Road East

Hong Kong

25 April 2017

To the Shareholders

Dear Sir/Madam,

**SUPPLEMENTAL CIRCULAR TO THE CIRCULAR TO
SHAREHOLDERS DATED 3 APRIL 2017 IN RELATION TO
PROPOSED RE-ELECTION OF RETIRING DIRECTOR
AND
SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING**

1. INTRODUCTION

This supplemental circular contains, among other things, the details of (1) proposed re-election of retiring Director; and (2) the Supplemental Notice of Annual General Meeting, and should be read together with the Circular.

LETTER FROM THE BOARD

The purpose of this supplemental circular is to provide the Shareholders with information in respect of the additional resolution to be proposed at the Annual General Meeting to be held on 12 May 2017 and to provide Shareholders with the Supplemental Notice of Annual General Meeting and the Revised Proxy Form.

Unless otherwise defined, capitalized terms used in this supplemental circular shall have the same meanings as those defined in the Circular.

2. PROPOSED RE-ELECTION OF RETIRING DIRECTORS

On 13 April 2017, the Board announced the appointment of Ms. Chen Min (“**Ms. Chen**”) as an executive Director. As stated in the Announcement, according to article 16.2 of the Articles of Association, Ms. Chen will hold office until the Annual General Meeting at which time she will retire and be eligible for re-election by the Shareholders.

In view of the above, the resolution numbered 3 relating to the re-election of the retiring Directors as set out in the Initial Notice of Annual General Meeting will be revised as set out in the Supplemental Notice of Annual General Meeting.

Biographical details of Mr. Dai Guoqiang, Mr. Zhang Qing and Dr. Jin Hexian, the retiring Directors are set out in Appendix I to the Circular. Biographical details of Ms. Chen, another retiring Director proposed to be re-elected at the Annual General Meeting, are set out below:

Ms. Chen Min, aged 42, was appointed as an executive Director on 13 April 2017. She has served as the deputy financial controller of the Company since November 2016, responsible for the supervision of major financial matters of the Company, formulation of internal control procedures relating to financial and accounting matters, management and supervision of financial matters and other work relating to accounting management. Ms. Chen graduated from Central South University (中南大學) in December 2003, majoring in business administration. Ms. Chen obtained the qualification of senior accountant in April 2008 and became a non-practicing member of the Chinese Institute of Certified Public Accountants in December 2009. Ms. Chen has over 20 years of experience in financial management. Ms. Chen has previously served as a deputy chief accountant of Shanghai San Sheng Hong Ye Investment (Group) Company Limited* (上海三盛宏業投資(集團)有限責任公司) and the financial controller of a project company of Shanghai Vanke Corporation Limited* (上海萬科股份有限公司). Ms. Chen joined Greenland Business (Group) Company Limited* (上海綠地商業(集團)有限公司) as a finance manager in October 2006 and served as the financial controller of the Changsha real estate business group of Greenland Holding Group Company Limited (a substantial shareholder of the Company) from October 2010 to November 2016. In November 2016, Ms. Chen joined the Company as the deputy financial controller of the Company.

Ms. Chen has entered into a service contract with the Company for a term of three years commencing from 13 April 2017, unless terminated by not less than six months’ notice in writing served by either party on the other. According to article 16.2 of the Articles of Association, Ms. Chen will hold office until the forthcoming Annual General Meeting and shall retire and be eligible for re-election at the Annual General Meeting and subsequently be subject to retirement by rotation in accordance with the Articles of Association.

* For identification purpose only

LETTER FROM THE BOARD

Pursuant to the service contract, Ms. Chen is entitled to receive remuneration as an executive Director of RMB376,933 per annum, which is determined by the Board upon recommendation from the remuneration committee of the Company with reference to her duties, academic background, working experience and responsibilities in the Company as well as the prevailing market conditions.

As at the Latest Practicable Date, Ms. Chen does not have any interest in the Shares or underlying Shares of the Company within the meaning of Part XV of the SFO.

Save as disclosed above, Ms. Chen did not hold any other directorships in the last three years in any other public companies, the securities of which are listed in Hong Kong or overseas and does not have any relationship with any other Directors, senior management, substantial Shareholders or controlling Shareholders of the Company.

Save as disclosed above, there is no information of Ms. Chen that is discloseable pursuant to any of the requirements under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there are no other matters concerning Ms. Chen that need to be brought to the attention of the Shareholders.

5. SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING AND REVISED PROXY FORM

The Annual General Meeting will be held at Kennedy Room, Level 7, Conrad Hong Kong, Pacific Place, 88 Queensway, Admiralty, Hong Kong on Friday, 12 May 2017 at 2:00 p.m. as originally scheduled.

As a result of the change in Directors to be retired and offered for re-election at the Annual General Meeting subsequent to the despatch of the Circular containing the Initial Notice of Annual General Meeting and the Initial Proxy Form, a Supplemental Notice of Annual General Meeting is set out on pages 7 to 8 of this supplemental circular and the Revised Proxy Form containing such change is enclosed with this supplemental circular. Save as disclosed above, all the resolutions originally proposed in the Circular will remain unchanged.

The Revised Proxy Form for use at the Annual General Meeting is enclosed with this supplemental circular and such form of proxy is also published on the websites of Hong Kong Exchanges and Clearing Limited (<http://www.hkexnews.hk>) and the Company (<http://www.greenland-broadgreenstate.com.cn>). To be valid, the Revised Proxy Form must be completed and signed in accordance with the instructions printed thereon and deposited, together with the power of attorney or other authority (if any) under which it is signed or a certified copy of that power of attorney or authority at the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong as soon as possible but in any event not later than the Closing Time (i.e. not later than 2:00 p.m. on Wednesday, 10 May 2017) or any adjournment thereof.

LETTER FROM THE BOARD

Special arrangements about completion and submission of the Revised Proxy Form are set out in the Appendix to this supplemental circular. Shareholders who have appointed or intend to appoint proxies to attend the Annual General Meeting are requested to pay attention to such arrangements set out in the Appendix.

Completion and return of the Initial Proxy Form and/or the Revised Proxy Form will not preclude Shareholders from attending and voting in person at the Annual General Meeting if they so wish.

6. RECOMMENDATION

In addition to the recommendations contained in the Circular, the Directors consider that the proposed re-election of Ms. Chen Min as an executive Director as set out in this supplemental circular is in the best interests of the Company and the Shareholders. Accordingly, the Directors recommend the Shareholders to vote in favour of the resolution in relation to the re-election of Ms. Chen Min at the Annual General Meeting.

7. 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.

8. GENERAL INFORMATION

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

Yours faithfully,

For and on behalf of the Board

China Greenland Broad Greenstate Group Company Limited

Wu Zhengping

Chairman and Executive Director

**SPECIAL ARRANGEMENT ABOUT COMPLETION AND SUBMISSION OF THE
REVISED PROXY FORM**

A Shareholder who has not yet lodged the Initial Proxy Form with the Company's branch share registrar in Hong Kong is requested to lodge the Revised Proxy Form with the instructions printed thereon if the Shareholder wishes to appoint proxy/proxies to attend the Annual General Meeting on its/his/her behalf. In this case, the Initial Proxy Form should not be lodged with the Company's branch share registrar in Hong Kong.

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

- (i) if no Revised Proxy Form is lodged with the Company's branch share registrar in Hong Kong, the Initial Proxy Form, if correctly completed, will be treated as a valid proxy form lodged by the Shareholder. The proxy so appointed by the Shareholder under the Initial Proxy Form shall be required to vote in such manner as he/she may be directed under the Initial Proxy Form, and in respect of the resolution for the proposed re-election of Ms. Chen Min as set out in the Supplemental Notice of Annual General Meeting and the Revised Proxy Form, the proxy will be entitled to vote at his/her discretion or to abstain from voting on such resolution; or
- (ii) if the Revised Proxy Form is lodged with the Company's branch share registrar in Hong Kong before the Closing Time, the Revised Proxy Form, if correctly completed, will be treated as a valid proxy form lodged by the Shareholder and will revoke and supersede the Initial Proxy Form previously lodged by the Shareholder; or
- (iii) if the Revised Proxy Form 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 Revised Proxy Form will be deemed invalid. The Initial Proxy Form, if correctly completed, will be treated as a valid form of proxy lodged by the Shareholder. The proxy appointed by the Shareholder under the Initial Proxy Form will be entitled to vote in the manner as mentioned in (i) above as if no Revised Proxy Form is lodged with the Company's branch share registrar in Hong Kong. Accordingly, Shareholders are advised to complete the Revised Proxy Form carefully and lodge the Revised Proxy Form before the Closing Time. If such Shareholders wish to vote at the Annual General Meeting, they will have to attend in person and vote at the Annual General Meeting themselves.

Shareholders are reminded that completion and delivery of the Initial Proxy Form and/or the Revised Proxy Form will not preclude Shareholders from attending and voting at the Annual General Meeting or any adjourned meeting should they so wish. Shareholders who have appointed or intend to appoint proxy/proxies to attend the Annual General Meeting are requested to pay attention to the special arrangements set out above.



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This notice is supplemental to the notice of the annual general meeting (the “**Initial Notice**”) of China Greenland Broad Greenstate Group Company Limited (the “**Company**”) dated 3 April 2017 to convene the annual general meeting of the Company (the “**Annual General Meeting**”) at Kennedy Room, Level 7, Conrad Hong Kong, Pacific Place, 88 Queensway, Admiralty, Hong Kong on Friday, 12 May 2017 at 2:00 p.m. This supplemental notice shall be read together with the Initial Notice.

Details of the proposed resolutions to be considered at the Annual General Meeting were stated in the Initial Notice. Unless otherwise stated, terms defined herein shall have the same meanings as those defined in the circular of the Company dated 3 April 2017 (the “**Circular**”).

Due to the matters as set out in the supplemental circular of the Company dated 25 April 2017 (the “**Supplemental Circular**”), the resolution numbered 3 stated in the Initial Notice should be deleted in its entirety and replaced by the following which will be individually voted on by shareholders:

3. (a) To re-elect Mr. Dai Guoqiang as an independent non-executive director of the Company.
- (b) To re-elect Mr. Zhang Qing as an independent non-executive director of the Company.
- (c) To re-elect Dr. Jin Hexian as an independent non-executive director of the Company.
- (d) To re-elect Ms. Chen Min as an executive director of the Company.
- (e) To authorize the board of directors (the “**Board**”) to fix the respective directors’ remuneration.

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

By Order of the Board

China Greenland Broad Greenstate Group Company Limited

Wu Zhengping

Chairman and Executive Director

Hong Kong, 25 April 2017

SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

Notes:

1. A revised proxy form (the “Revised Proxy Form”) is enclosed with the Supplemental Circular. Please refer to the appendix to the Supplemental Circular for special arrangements about completion and submission of the Revised Proxy Form.
2. Please refer to the Initial Notice for details of the other ordinary resolutions to be passed at the Annual General Meeting and other relevant matters.

As at the date of this notice, our executive directors are Mr. Wu Zhengping, Ms. Xiao Li, Ms. Zhu Wen and Ms. Chen Min and our independent non-executive directors are Mr. Dai Guoqiang, Mr. Zhang Qing and Dr. Jin Hexian.