
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action you should take, you should consult a licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold all your shares in **Huge China Holdings Limited**, you should at once hand this circular and the accompanying proxy form to the purchaser or the transferee or to the bank, stockbroker or other agent through whom the sale was effected for transmission to the purchaser or the transferee.

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**PROPOSED CHANGE OF COMPANY NAME
AND
NOTICE OF EXTRAORDINARY GENERAL MEETING**

A notice convening the Extraordinary General Meeting of the Company to be held at Picasso Room B, B1 Level, InterContinental Grand Stanford Hong Kong, 70 Mody Road, Tsimshatsui East, Kowloon, Hong Kong on Thursday, 28th June, 2018 at 10:15 a.m. (or so soon thereafter as the annual general meeting convened for the same place and date at 10:00 a.m. shall have been concluded or adjourned) is set out on pages 5 and 6 of this circular.

Whether or not you are able to attend and/or vote at the Extraordinary General Meeting, you are requested to complete and return the accompanying form of proxy in accordance with the instructions printed thereon to the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as possible and in any event not less than 24 hours before the time of the meeting or any adjournment thereof. Completion and return of the form of proxy shall not preclude you from attending and voting in person at the meeting or any adjournment thereof should you so wish.

5th June, 2018

This circular and the accompanying proxy form, in both English and Chinese versions, are available on the Company's website at *www.huge-china.com.hk* (the "**Company Website**").

Shareholders who have chosen or have been deemed consented to receive the corporate communications of the Company (the "**Corporate Communications**") via the Company Website and who for any reason have difficulty in receiving or gaining access to the circular and the proxy form posted on the Company Website will promptly upon request be sent the circular and the proxy form in printed form free of charge.

Shareholders may at any time change their choice of the means of receipt (either in printed form or via the Company Website) and/or language(s) (either English only or Chinese only or both languages) of Corporate Communications.

Shareholders may send their request to receive the circular and the proxy form in printed form, and/or to change their choice of the means of receipt and/or language(s) of Corporate Communications by notice in writing to the branch share registrar of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong or by sending an email to the branch share registrar of the Company in Hong Kong at *hugechina.ecom@computershare.com.hk*.

Shareholders who have chosen to receive printed copy of the Corporate Communications in either English or Chinese version will receive both English and Chinese versions of this circular and the accompanying proxy form since both languages are bound together into one booklet respectively.

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DEFINITION

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

“Board”	the board of Directors
“Change of Company Name	the proposed change of the English name of the Company from “Huge China Holdings Limited” to “Cocoon Holdings Limited” and the proposed change of the dual foreign name in Chinese of the Company from “匯嘉中國控股有限公司” to “中國天弓控股有限公司”
“Company”	Huge China Holdings Limited 匯嘉中國控股有限公司, a company incorporated in the Cayman Islands with limited liability, with its Shares listed on the Stock Exchange
“Director(s)”	director(s) of the Company
“Extraordinary General Meeting”	the extraordinary general meeting of the Company to be held at Picasso Room B, B1 Level, InterContinental Grand Stanford Hong Kong, 70 Mody Road, Tsimshatsui East, Kowloon, Hong Kong on Thursday, 28th June, 2018 at 10:15 a.m. (or so soon thereafter as the annual general meeting convened for the same place and date at 10:00 a.m. shall have been concluded or adjourned) for the purpose of considering and, if thought fit, approving the Change of Company Name, the notice of which is set out on pages 5 and 6 of this circular
“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
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	the People’s Republic of China, for the purpose of this circular, excludes Hong Kong, the Macau Special Administrative Region and Taiwan
“Share(s)”	ordinary share(s) in the share capital of the Company with a nominal value of HK\$1.00 per Share
“Shareholder(s)”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

LETTER FROM THE BOARD



Huge China Holdings Limited

匯嘉中國控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 428)

Executive Directors:

Mr. Chau Wai Hing (*Chairman of the Board*)

Mr. Wu Ming Gai

Non-executive Directors:

Mr. William Keith Jacobsen

Mr. Mak Hing Keung Thomas

Mr. Hui Man Ho Ivan

Independent Non-Executive Directors:

Mr. Law Siu Hung Paul

Mr. Sio Chan In Devin

Mr. Wong Ching Wan

Mr. Wong Chung Yan Sammy

Registered office:

Cricket Square

Hutchins Drive

P.O. Box 2681

Grand Cayman KY1-1111

Cayman Islands

Principal place of business:

Unit 1601, 16th Floor,

South Tower, Concordia Plaza,

1 Science Museum Road,

Tsimshatsui, Kowloon,

Hong Kong

5th June, 2018

To Shareholders,

Dear Sir or Madam,

**PROPOSED CHANGE OF COMPANY NAME
AND
NOTICE OF EXTRAORDINARY GENERAL MEETING**

INTRODUCTION

The purpose of this circular is to provide you with information relating to (i) the Change of Company Name and (ii) a notice convening the Extraordinary General Meeting.

PROPOSED CHANGE OF COMPANY NAME

The Board proposes to change the English name of the Company from “Huge China Holdings Limited” to “Cocoon Holdings Limited” and to change the dual foreign name in Chinese of the Company from “匯嘉中國控股有限公司” to “中國天弓控股有限公司”.

LETTER FROM THE BOARD

Conditions of the Change of Company Name

The Change of Company Name will be subject to the following conditions:

1. the passing of a special resolution by the Shareholders at the Extraordinary General Meeting to approve the Change of Company Name; and
2. the approval by the Registrar of Companies in the Cayman Islands in relation to the Change of Company Name being obtained.

Subject to the satisfaction of the conditions set out above, the Change of Company Name will take effect on the date of issue of the Certificate of Incorporation on Change of Name by the Registrar of Companies in the Cayman Islands. The Company will then carry out the necessary filing procedures with the Companies Registry in Hong Kong.

Reasons for the Change of Company Name

The Group principally invests in securities listed on recognised stock exchanges and unlisted securities, including equity securities and convertible bonds issued by corporate entities. The Board considers that the proposed new name of the Company will better reflect the nature and business focus of the Group. In addition, the proposed new name can strengthen the Company's corporate image and identity. As such, the Directors are of the view that the Change of Company Name is in the best interests of the Company and the Shareholders as a whole.

Effects on the Change of Company Name

The Change of Company Name will not affect any of the rights of the existing Shareholders. All existing share certificates of the Company in issue bearing the existing name of the Company will, after the Change of Company Name becoming effective, continue to be evidence of title to the shares of the Company and will be valid for trading, settlement, registration and delivery purposes. There will not be any arrangement for free exchange of the existing share certificates of the Company for new share certificates bearing the new name of the Company. Should the Change of Company Name become effective, any issue of share certificates thereafter will bear the new names of the Company and the securities of the Company will be traded on the Stock Exchange in the new names.

In addition, subject to the confirmation of the Stock Exchange, the stock short name for trading in the shares of the Company will also be changed after the Change of Company Name becomes effective.

A further announcement will be made when appropriate to inform Shareholders of the effective date of the Change of Company Name and the new stock short names of the Shares.

LETTER FROM THE BOARD

EXTRAORDINARY GENERAL MEETING

To the best knowledge, information and belief of the Directors having made all reasonable enquiries, no Shareholder will be required to abstain from voting on the resolutions approving the Change of Company Name.

A notice convening the Extraordinary General Meeting is set out on pages 5 and 6 of this circular. The Extraordinary General Meeting will be convened for the purpose of considering and, if thought fit, passing the resolution to approve the Change of Company Name.

A form of proxy for use at the Extraordinary General Meeting is enclosed herewith. Whether or not you are able to attend and/or vote at the Extraordinary General Meeting in person, you are requested to complete the form of proxy and return it to the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as possible and in any event not less than 24 hours before the time of the Extraordinary General Meeting or any adjournment thereof. Completion and return of the form of proxy shall not preclude you from attending and voting in person at the Extraordinary General Meeting or any adjournment thereof should you so wish.

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of shareholders at a general meeting must be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. As such, the resolution set out in the notice of Extraordinary General Meeting will be voted on by way of poll.

RECOMMENDATION

The Board is of the opinion that the Change of Company Name is in the best interests of the Company and the Shareholders as a whole and recommend the Shareholders to vote in favour of such resolution proposed at the Extraordinary General Meeting.

RESPONSIBILITY STATEMENT

This 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 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 circular misleading.

On behalf of the Board of
Huge China Holdings Limited
Chau Wai Hing
Chairman

NOTICE OF EXTRAORDINARY GENERAL MEETING



Huge China Holdings Limited
匯嘉中國控股有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 428)

NOTICE IS HEREBY GIVEN THAT an extraordinary general meeting of Huge China Holdings Limited (the “**Company**”) will be held at Picasso Room B, B1 Level, InterContinental Grand Stanford Hong Kong, 70 Mody Road, Tsimshatsui East, Kowloon, Hong Kong on Thursday, 28th June, 2018 at 10:15 a.m. (or so soon thereafter as the annual general meeting convened for the same place and date at 10:00 a.m. shall have been concluded or adjourned) to consider and, if thought fit, to pass with or without amendments, the following special resolutions of the Company:

SPECIAL RESOLUTION

“**THAT** the English name of the Company be changed from “Huge China Holdings Limited” to “Cocoon Holdings Limited” and the dual foreign name in Chinese of the Company be changed from “匯嘉中國控股有限公司” to “中國天弓控股有限公司” with effect from the date on which the certificate of incorporation on change of name is issued by the Registrar of Companies in the Cayman Islands, and that any one or more of the directors of the Company or a committee thereof be and are hereby authorised to do all such acts, deeds and things and execute all documents as he/she/they consider necessary or expedient to give effect to the proposed change of Company names and to attend to any necessary registration and/or filing for and on behalf of the Company.”

By Order of the Board
Huge China Holdings Limited
Chau Wai Hing
Chairman

Hong Kong, 5th June, 2018

Notes:

1. Any member of the Company entitled to attend and vote at the meeting is entitled to appoint another person as proxy to attend and vote in his stead. A proxy need not be a member of the Company.
2. To be valid, the proxy form, together with any power of attorney or other authority (if any) under which it is signed, or a notarially certified copy thereof, must be deposited with the Hong Kong branch share registrar of the Company, Computershare Hong Kong Investor Services Limited, 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, not less than 24 hours before the time appointed for holding the meeting or any adjournment thereof.

NOTICE OF EXTRAORDINARY GENERAL MEETING

3. For determining the entitlement to attend and vote at the meeting, the register of members of the Company will be closed from 25th June, 2018 to 28th June, 2018, both days inclusive, during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the aforementioned meeting, all completed transfer documents, accompanied by relevant share certificates, must be lodged with the Hong Kong branch share registrar of the Company, Computershare Hong Kong Investor Services Limited of Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong, for registration not later than 4:30 p.m. on 22nd June, 2018.

4. As at the date of this notice, the Board comprises two executive directors, namely Mr. Chau Wai Hing and Mr. Wu Ming Gai; three non-executive directors, namely Mr. William Keith Jacobsen, Mr. Mak Hing Keung Thomas and Mr. Hui Man Ho Ivan; and four independent non-executive directors, namely Mr. Sio Chan In Devin, Mr. Law Siu Hung Paul, Mr. Wong Ching Wan and Mr. Wong Chung Yan Sammy.