
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt

If you have sold or transferred

Haichang Ocean Park Holdings Ltd.,

C O R P O R A T I O N



Haichang Ocean Park Holdings Ltd.

海昌海洋公園控股有限公司

(incorporated under the laws of the Cayman Islands with limited liability)

(Stock Code: 2255)

**MAJOR TRANSACTION
ACQUISITION OF LAND USE RIGHTS IN SANYA**

A ... B ... 5, 11 ...

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

A
D C D
D

A
B S 25 2020
D S

B C (

C

D () C D.* (大連海昌集團有限公司), C

D D C D.* (大連海昌嘉德置業發展有限公司), D C 4

DEFINITIONS

<p>「D」</p>	<p>「D」</p>
<p>「A」</p>	<p>「A」 * (海南南部拍賣市場有限公司)</p>
<p>「C」</p>	<p>「C」</p>
<p>「C」</p>	<p>「C」</p>
<p>「C」</p>	<p>19A.04 「D」</p>
<p>「A」</p>	<p>14.04(10C) 「D」</p>
<p>「B」</p>	<p>「B」</p>
<p>「S」</p>	<p>「B」 「C」 * (三亞市自然資源和規劃局), 「C」 「B」 「S」 「C」</p>
<p>「B」</p>	<p>「C」</p>
<p>「S」</p>	<p>「D」 「C」 「D」 * (三亞海悅嘉德置業發展有限公司), 「C」 12 2020,</p>
<p>「S」</p>	<p>「S」</p>
<p>「S」</p>	<p>「S」 (C 571)</p>
<p>「S」</p>	<p>() 「C」</p>
<p>「S」</p>	<p>(\$0.0001)</p>
<p>「S」 ()</p>	<p>() 「C」</p>
<p>「S」</p>	<p>「D」</p>

DEFINITIONS

煙台漁人碼頭投資有限公司) C.D.* (煙台漁人碼頭投資有限公司) C

%

English names marked with “” are translations of their Chinese names and are included in this circular for identification purpose only, and should not be regarded as their official English translation. In the event of any inconsistency, the Chinese name prevails.*

In this circular, RMB has been converted to HK\$ at the rate of RMB1 = HK\$1.1225 for illustration purpose only. No representation is made that any amounts in RMB or HK\$ have been, could have been or could be converted at the above rate or at any other rates.



Haichang Ocean Park Holdings Ltd.

海昌海洋公園控股有限公司

(incorporated under the laws of the Cayman Islands with limited liability)

(Stock Code: 2255)

Executive Directors:

Mr. Zhang Yong
Mr. Chen Yong

Registered office:

B-309, 11/F, 11104
Canton Road, Hong Kong

Non-executive Directors:

Mr. Zhang Yong
Mr. Chen Yong

Head office in the PRC:

31st Floor, B-309, 11104
Canton Road, Hong Kong

Independent non-executive Directors:

Mr. Chen Yong
Mr. Zhang Yong

Mr. Zhang Yong
Mr. Chen Yong

Principal place of business in Hong Kong:

804, 8/F, 11104
Canton Road, Hong Kong

LETTER FROM THE BOARD

B1,333,330,000 B C S 25 2020 T D
T D S C 14 2020. B C

T A D

CAPITAL INCREASE AGREEMENT IN RELATION TO HAICHANG JIAYUE

C A 100% 5% C T
6 2020 B190,000,000
(\$213,275,000) C T
6 2020. A
C A T
D B263,970,000 (\$296,306,325) T
D T
23 2020 31 D 2020. T T
(\$224,500,000) T B200,000,000
\$71,806,325) B63,970,000 (13.2%
13.8% T D

T B S
D T
S

95% D T D D
6 2020. S C

LETTER FROM THE BOARD

(2) A. B536,030,000 ()
 \$601,693,675) 12
 2020.

(3) A. B533,330,000 ()
 \$598,662,925), 31 D 2020. A.
 B533,330,000 ()
 \$598,662,925) 12
 2020)
) B C) 12
 2020.

A. D. D. B800,000,000
 () \$898,000,000)

D : 13 2021

C : 13 2021

C : 13 2023

A. B B S D S
 C 10 2020, T
 S D T S

T B D T D

B263,970,000 () \$296,306,325)

T T
 D T
 23 2020 31 D 2020. T T

() \$224,500,000) T B200,000,000
 13.2%

LETTER FROM THE BOARD

T D A C
T D A C
S

INFORMATION OF THE GROUP AND RESOURCES AND PLANNING BUREAU OF SANYA

The Group

T C.
C.

Resources and Planning Bureau of Sanya

B C B
S
T D B S
() C D ()
D

IMPLICATIONS UNDER THE LISTING RULES

A 14.07 D
A 25% 100% A
C C 14 D
T A A 14.04(10C)
D C C B
C () 19A.04 D 14.33A
D A
C ()
14.33B(3) D

LETTER FROM THE BOARD

The Board of Directors of Haichang Ocean Park Holdings Ltd. (the "Company") is pleased to announce that the Company has received a letter from the State Administration of Foreign Exchange (SAFE) regarding the Company's foreign exchange registration. The letter is dated 2023 and is in accordance with the relevant regulations. The Company is currently in the process of completing the necessary procedures and will provide further updates as they become available.

ADDITIONAL INFORMATION

For more information, please contact the Company's Investor Relations Department.

By _____
B _____ B

Haichang Ocean Park Holdings Ltd.

Wang Xuguang

Executive Director and Chief Executive Officer

1. AUDITED CONSOLIDATED FINANCIAL STATEMENTS

2019	31 D	2017, 2018
(S)	(C)	(C)
16 A	31 D	2017
2018 (153,295);		
30 A	31 D	2018
2019 (165,354);		
28 A	31 D	2019
2020 (200,393).		

2. WORKING CAPITAL

T	D
A	
()
	12

3. INDEBTEDNESS STATEMENT

A	31	2020,
		B8,789.07
B636.58	(B477.41
B159.17),	
B7,289.18,		B1,499.89
T		B742.18
		T
B184.60		
		C
A	31	2020,
		B184.60
		T

()

31 S 2020,

4. FINANCIAL EFFECTS OF THE ACQUISITION OF THE COMPANY

T D B263,970,000 ()
 \$296,306,325)
 D A
 A T C
 A
 C
 C

5. FINANCIAL AND TRADING PROSPECTS OF THE GROUP

A
 D
 C T C A
 D T D D 95%
 S C 6 2020.

T
 T

T

1. RESPONSIBILITY STATEMENT

The Directors of the Company are not aware of any information that would constitute a material change in the financial position of the Company since the date of the last annual general meeting of the Company.

2. INTERESTS OF DIRECTORS

The following table sets out the interests of the Directors in the shares of the Company as at the end of the reporting period.

Name of Director	Capacity/Nature of Interest	Number of Shares	Approximate Percentage of Total Issued Shares (Note 2)
Mr. [Name]	Director	1,811,848,524 (D)	45.30%
Mr. [Name]	Director	13,561,063 (D)	0.34%
Mr. [Name]	Director	8,000,000 (D)	0.20%
Mr. [Name]	Director	4,695,000 (D)	0.12%

Notes:

1. (D) 1,811,848,524 shares held by the Director in his capacity as Director of the Company.

() 1,684,092,524 shares held by the Director in his capacity as Director of the Company.

() 127,756,000 \$ 3.19%
 () T D 1,811,848,524 \$ 45.30%
 2. T D 4,000,000,000 \$
 S C D D D
 S C C S S
 S D () 7 8 S ; () S
 352 S C T D ()
 C A 10 D S T D D
 S
 A. D D D
 D C S D 2 3 S :

Name of Director	Names of Companies which had such discloseable interest or short position	Position within such companies
C C	D D D	D D D D A
D	C	B D C
D	(C)	D &
D	C D T A	D
D	A C D	D &
B	D	D
B	C	D
B	D T D D	D

() 15 2020 D () D D D

() 25 S 2020, C B C
A
T A D T S C
27 S 2020;

() 14 2020, B200
7.5% 3 A

10. GENERAL

- () T ... C ... B 309, ...
... C ... 1-1104, C ...
- () T ... C ...
804, 8. ... 11 AP-D ... D ... 18 S ... T S
- () T ... C ... C ... S ...
(C ...)-D ... B 1093, B ... C ...
S ... C ... 1-1102, C ...
- () T ... C ... T ... S ...
-D ... -D 54, ... C ... , 183 ... S ...
- () T ... C ... T ...
... C ... S ... A ... S ...
- () T ... C ...

11. DOCUMENTS AVAILABLE FOR INSPECTION

- C ...
... C ... 804, 8. ... 11 AP-D ...
D ... , 18 S ... T S T ... 14
- () ... C ...
- () ... C ... 31 ... 2018 ... 2019;
- () ... C ...
- () ...