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## THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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**If you are in doubt** as to any aspect of this circular, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

**If you have sold or transferred** all your shares in Hang Fat Ginseng Holdings Company Limited, you should at once hand this circular and the accompanying 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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Capitalised terms used in this circular shall have the same meanings as defined in the section headed “Definitions” in this circular.

This circular includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors collectively and individually accept full responsibility for the accuracy of the information contained in this circular and confirm, having made all reasonable enquiries that to the best of their knowledge and belief there are no other facts the omission of which would make any statement herein misleading.

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### Hang Fat Ginseng Holdings Company Limited

恒發洋參控股有限公司

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 911)**

### PROPOSED CHANGE OF COMPANY NAME AND NOTICE OF EGM

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Notice of the EGM of Hang Fat Ginseng Holdings Company Limited to be held at Room 1804, 18/F., Tower 1, Admiralty Centre, 18 Harcourt Road, Admiralty, Hong Kong on Wednesday, 31 August 2016 at 10:00 a.m. is set out on pages 5 to 6 of this circular.

A form of proxy for the EGM is also enclosed with this circular. Whether or not you are able to attend the meeting, you are requested to complete the form of proxy in accordance with the instructions stated thereon and return it to the Company's Hong Kong branch share registrars, Tricor Investor Services Limited of Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, as soon as possible but in any event not later than 48 hours before the time appointed for the holding 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 and at any adjournment thereof if you so wish. If such event, the form of proxy shall be deemed to be revoked.

8 August 2016

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## CONTENTS

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|                                                      | <i>Page</i> |
|------------------------------------------------------|-------------|
| <b>DEFINITIONS .....</b>                             | <b>1</b>    |
| <b>LETTER FROM THE BOARD .....</b>                   | <b>2</b>    |
| <b>NOTICE OF EXTRAORDINARY GENERAL MEETING .....</b> | <b>5</b>    |

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## DEFINITIONS

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*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 proposal to change the English name of the Company from “Hang Fat Ginseng Holdings Company Limited” to “Qianhai Health Holdings Limited” and adopt the Chinese name of the Company “前海健康控股有限公司” as its official Chinese name to replace “恒發洋參控股有限公司”      |
| “Company”                | Hang Fat Ginseng Holdings Company Limited, a company incorporated in the Cayman Islands with limited liability and the Shares of which are listed on the Main Board of the Stock Exchange                                                                     |
| “Director(s)”            | director(s) of the Company                                                                                                                                                                                                                                    |
| “EGM”                    | the extraordinary general meeting of the Company be held at 10:00 a.m. on Wednesday, 31 August 2016 for the Shareholders to consider and, if thought fit, approve the Change of Company Name, the notice of which is set out on pages 5 to 6 of this circular |
| “Group”                  | The Company and its subsidiaries                                                                                                                                                                                                                              |
| “Hong Kong”              | the Hong Kong Special Administrative Region of the People’s Republic of China                                                                                                                                                                                 |
| “Listing Rules”          | the Rules Governing the Listing of Securities on the Stock Exchange                                                                                                                                                                                           |
| “Share(s)”               | ordinary share(s) in the Company of HK\$0.004 each                                                                                                                                                                                                            |
| “Shareholders”           | holders of the Shares                                                                                                                                                                                                                                         |
| “Stock Exchange”         | The Stock Exchange of Hong Kong Limited                                                                                                                                                                                                                       |

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LETTER FROM THE BOARD

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**Hang Fat Ginseng Holdings Company Limited**

**恒發洋參控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 911)**

*Executive Directors:*

Mr. George Lu  
Mr. Yeung Wing Kong  
Mr. Wong Kwok Ming

*Non-executive Director:*

Ms. Shen Wei

*Independent non-executive Directors:*

Mr. Li Wei  
Mr. Wu Wai Leung Danny  
Mr. Yuen Chee Lap Carl

*Registered office:*

Cricket Square  
Hutchins Drive  
P.O. Box 2681  
Grand Cayman KY1-1111  
Cayman Islands

*Head Office and Principal Place  
of Business in Hong Kong:*

Ground Floor  
Nam Pak Hong Commercial Centre  
44 Bonham Strand West  
Hong Kong

8 August 2016

*To the Shareholders*

Dear Sir/Madam

**PROPOSED CHANGE OF COMPANY NAME**

**INTRODUCTION**

Reference is made to the announcement of the Company dated 28 July 2016 in relation to the Change of Company Name. The purpose of this circular is to provide you with information in respect of the resolution to be proposed to seek approval of the Shareholders in respect of the proposed Change of Company Name.

**Proposed Change of Company Name**

The Board proposed to change the English name of the Company from “Hang Fat Ginseng Holdings Company Limited” to “Qianhai Health Holdings Limited” and adopt the Chinese name “前海健康控股有限公司” as its official Chinese name to replace “恒發洋參控股有限公司”.

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## LETTER FROM THE BOARD

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### **Reason for the Change of Company Name**

The Board considers that the proposed new names will better reflect the business development of the Group and that the Change of Company Name will create a new corporate image which will be in the interests of the Company.

### **Conditions of the Change of Company Name**

The Change of Company Name is subject to the following conditions:

1. the passing of a special resolution by the Shareholders approving the Change of Company Name at EGM; and
2. the Registrar of Companies in the Cayman Islands approving the Change of Company Name.

Subject to the satisfaction of the conditions set out above, the Change of Company Name will take 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. The Company will then carry out all the necessary registration and/or filing procedures with the Registrar of Companies in the Cayman Islands and the Companies Registry in Hong Kong.

### **Effects of the Change of Company Name**

The Change of Company Name will not affect any rights of the Shareholders or the Company's daily operations or its financial position. Once the Change of Company Name has become effective, any new share certificates of the Company issued thereafter will bear the new name of the Company.

However, all the existing share certificates in issue bearing the present name of the Company will, after the Change of Company Name having become effective, continue to be effective and as documents of title to the shares of the Company and will continue to be valid for trading, settlement, registration and delivery purposes. Accordingly, 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.

In addition, subject to the confirmation by the Stock Exchange, the English and Chinese stock short names of the Company for trading in the securities on the Stock Exchange will also be changed after the Change of Company Name becoming effective. Further announcement(s) will be made by the Company in relation to, among others, the effective date of the Change of Company Name and details of the change of the English and Chinese stock short names.

### **EGM**

The EGM will be held at 10:00 a.m. on Wednesday, 31 August 2016 at Room 1804, 18/F., Tower 1, Admiralty Centre, 18 Harcourt Road, Admiralty, Hong Kong for the purpose of, among other matters, considering, and if thought fit, approving the Change of Company Name. The notice of the EGM is set out on pages 5 to 6 of this circular.

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## LETTER FROM THE BOARD

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Whether or not you are able to attend the EGM, you are requested to complete and return the accompanying form of proxy in accordance with the instructions printed thereon as soon as possible and in any event not less than 48 hours before the time appointed for holding the EGM or any adjournment thereof to the office of the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong. Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or any adjournment thereof should you so wish, and in such case, the form of proxy previously submitted shall be deemed to be revoked.

### RECOMMENDATION

The Board considers that the Change of Company Name is in the best interests of the Company and the Shareholders as a whole and therefore recommends that the Shareholders to vote in favour of the resolution approving the Change of Company Name to be proposed at the EGM.

### 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 in this circular misleading.

Yours faithfully

By order of the Board

**Hang Fat Ginseng Holdings Company Limited**

**George Lu**

*Chairman & Chief Executive Officer*

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## NOTICE OF EXTRAORDINARY GENERAL MEETING

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### Hang Fat Ginseng Holdings Company Limited

恒發洋參控股有限公司

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 911)**

### NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that a extraordinary general meeting (“**Meeting**”) of Hang Fat Ginseng Holdings Company Limited (“**Company**”) will be held at 10:00 a.m. on Wednesday, 31 August 2016 at Room 1804, 18/F., Tower 1, Admiralty Centre, 18 Harcourt Road, Admiralty, Hong Kong to consider and, if thought fit, pass the following resolution as an special resolution of the Company:

#### **SPECIAL RESOLUTION**

“**THAT** subject to the relevant approval of the Registrar of Companies in the Cayman Islands, the English name of the Company be changed from “Hang Fat Ginseng Holdings Company Limited” to “Qianhai Health Holdings Limited” and adopt the Chinese name “前海健康控股有限公司” as its official Chinese name to replace “恒發洋參控股有限公司” and that any one executive Director or the Company Secretary of the Company be and is hereby authorized to do all such acts, deeds and things and execute all such documents and make all such arrangements as he/she shall, in his/her absolute discretion, deem necessary or expedient to give effect to the aforesaid change of name of the Company.”

By order of the Board

**Hang Fat Ginseng Holdings Company Limited**

**George Lu**

*Chairman & Chief Executive Officer*

Hong Kong, 8 August 2016

*Registered office:*

Cricket Square

Hutchins Drive

P.O. Box 2681

Grand Cayman KY1-1111

Cayman Islands

*Principal Place of Business in Hong Kong:*

Ground Floor

Nam Pak Hong Commercial Centre

44 Bonham Strand West

Hong Kong

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## NOTICE OF EXTRAORDINARY GENERAL MEETING

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*Notes:*

1. A shareholder entitled to attend and vote at the meeting convened by the above notice is entitled to appoint another person as his proxy to attend and vote instead of him. A shareholder who is the holder of two or more shares may appoint more than one proxy to represent him and vote on his behalf at the meeting. A proxy need not be a member of the Company but must be present in person to represent him.
2. To be valid, the form of proxy together with a power of attorney or other authority, if any, under which it is signed or a notarially certified copy of such power or authority must be deposited at the offices of the Company's Hong Kong branch share registrar ("**Branch Registrar**"), Tricor Investor Services Limited of Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong no later than 48 hours before the time of the meeting or any adjournment thereof.
3. For determining the entitlement to attend and vote at the meeting convened by the above notice, the register of members of the Company will be closed from Monday, 29 August 2016 to Wednesday, 31 August 2016, both dates inclusive, during which period no transfer of shares will be registered. In order to qualify for voting at the meeting convened by the above notice, all transfers of shares accompanied by the relevant share certificates must be lodged with the Branch Registrar no later than 4:30 p.m. on Friday, 26 August 2016.

*As at the date of this notice, the executive Directors are Mr. George Lu, Mr. Yeung Wing Kong and Mr. Wong Kwong Ming; the non-executive Director is Ms. Shen Wei and the independent non-executive Directors are Mr. Li Wei, Mr. Yuen Chee Lap Carl and Mr. Wu Wai Leung Danny.*