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**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

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**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 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 KuangChi Science Limited, you should at once hand this supplemental circular and the accompany 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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**KUANGCHI SCIENCE LIMITED**

**光啟科學有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 439)**

**SUPPLEMENTAL CIRCULAR TO  
THE CIRCULAR TO SHAREHOLDERS DATED 29 APRIL 2017  
IN RESPECT OF THE RE-ELECTION OF RETIRING DIRECTORS  
AND  
APPOINTMENT OF NEW AUDITOR  
AND  
SUPPLEMENTARY NOTICE OF ANNUAL GENERAL MEETING**

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This supplemental circular should be read together with the circular to Shareholders dated 29 April 2017 (the "Circular"). A supplementary notice convening the annual general meeting ("AGM") of the Company to be held at Units 515-518, 5/F, Building 16W, No.16 Science Park West Avenue, Hong Kong Science Park, Pak Shek Kok, New Territories, Hong Kong on 28 June 2017 at 11:00 a.m. is set out on pages 6 to 7 of this supplemental circular. A second form of proxy (the "Second Form of Proxy") for use at the AGM is also enclosed with this supplemental circular. Unless the context requires otherwise, capitalized terms used in this supplemental circular shall have the same meanings ascribed thereto in the Circular. Whether or not you are able to attend the AGM, you are requested to complete the accompanying Second Form of Proxy for use at the AGM in accordance with the instructions printed thereon and return the same to the Company's share registrar and transfer office in Hong Kong, Tricor Secretaries Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, as soon as possible and, in any event, not less than 48 hours before the time appointed for the holding of the AGM or any adjournment thereof. Completion and return of the Second Form of Proxy will not preclude you from attending and voting in person at the AGM or any adjourned meeting thereof should you so wish.

18 May 2017

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## LETTER FROM THE BOARD

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### KUANGCHI SCIENCE LIMITED

光啟科學有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 439)

*Executive Directors:*

Dr. Liu Ruopeng (*Chairman*)  
Dr. Zhang Yangyang (*Co-Chief Executive Officer*)  
Dr. Luan Lin (*Co-Chief Executive Officer &  
Chief Technology Officer*)  
Mr. Dorian Barak

*Registered Office:*

Clarendon House  
2 Church Street  
Hamilton HM 11  
Bermuda

*Non-executive Directors:*

Mr. Ko Chun Shun, Johnson  
Mr. Song Dawei

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

Units 515-518  
5/F, Building 16W  
No. 16 Science Park West Avenue  
Hong Kong Science Park  
Pak Shek Kok, New Territories  
Hong Kong

*Independent Non-executive Directors:*

Dr. Liu Jun  
Dr. Wong Kai Kit  
Ms. Cao Xinyi

18 May 2017

*To the Shareholders*

Dear Sir or Madam,

**SUPPLEMENTAL CIRCULAR TO  
THE CIRCULAR TO SHAREHOLDERS DATED 29 APRIL 2017  
IN RESPECT OF THE RE-ELECTION OF RETIRING DIRECTORS  
AND  
APPOINTMENT OF NEW AUDITOR  
AND  
SUPPLEMENTARY NOTICE OF ANNUAL GENERAL MEETING**

#### INTRODUCTION

This supplemental circular should be read together with the Circular which contains, inter alia, information of the re-election of retiring Directors and proposed change of auditor at the AGM. In particular, Shareholders' attention is drawn to Appendix II to the Circular. The purpose of this supplemental circular is to give you (i) further information regarding the re-election of retiring Directors at the AGM; (ii) further information regarding the proposed change of auditor; and (iii) the supplementary notice of the AGM and the Second Form of Proxy.

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## LETTER FROM THE BOARD

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### RE-ELECTION OF RETIRING DIRECTOR

Reference is made to the announcement of the Company dated 16 May 2017 in relation to re-designation of Mr. Ko Chun Shun, Johnson as a non-executive Director with effect from 16 May 2017. Mr. Ko Chun Shun, Johnson (“Mr. Ko”) has been re-designated from an executive Director to a non-executive Director to concentrate on other personal affairs with effect from 16 May 2017.

In accordance with Bye-laws 87, Mr. Ko, as a non-executive Director, shall retire by rotation at the AGM and, being eligible, will offer himself for re-election at the AGM.

Details of Mr. Ko are set out in Appendix I to this supplemental circular.

### PROPOSED CHANGE OF AUDITOR

Reference is made to the announcement of the Company dated 16 May 2017. Deloitte Touche Tohmatsu (“Deloitte”) will retire as auditor of the Company upon expiration of its current term of office at the conclusion of the AGM and will not offer themselves for re-appointment due to Deloitte and the Company could not reach a consensus on the audit fee for the financial year ending 31 December 2017.

The Board resolved, with the recommendation from the audit committee of the Company (the “Audit Committee”), to propose the appointment of PricewaterhouseCoopers (“PwC”) as the new auditor of the Company for the financial year ending 31 December 2017 following the retirement of Deloitte and to hold office from the conclusion of the AGM until the conclusion of the next annual general meeting of the Company after the AGM subject to the approval by the Shareholders at the AGM.

The Company is incorporated under the laws of Bermuda and to the knowledge of the Board, there is no requirement under the laws of Bermuda for the retiring auditor to confirm whether or not there is any circumstance connected with its retirement which it considers should be brought to the attention of the Shareholders and creditors of the Company. Therefore, Deloitte has not issued such confirmation.

The Board and the Audit Committee confirmed that there is no disagreement between Deloitte and the Company, and there are no matters in respect of the proposed change of auditor that need to be brought to the attention of the Shareholders.

### SECOND FORM OF PROXY

Since the form of proxy (the “First Form of Proxy”) sent together with the Circular and the 2016 Annual Report of the Company contains the proposed resolution for re-election of Mr. Ko as executive Director instead of non-executive Director and does not contain the proposed appointment of PwC as the auditor of the Company following the retirement of Deloitte as set out in this supplemental circular, the Second Form of Proxy has been prepared and is enclosed with this supplemental circular.

You are requested to complete the Second 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 for holding of the AGM or any adjournment thereof. Special arrangements about the completion and submission of the Second Form of Proxy are also set out in the Appendix II to this supplemental circular. Shareholders who have appointed or intend to appoint proxies to attend the AGM are requested to pay particular attention to the special arrangements set out therein.

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## LETTER FROM THE BOARD

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### RECOMMENDATION

In addition to the recommendation contained in the Circular, the Board is of the opinion that the proposed re-election of Mr. Ko as non-executive Director and the proposed appointment of PwC as the auditor of the Company following the retirement of Deloitte are in the best interests of the Company and the Shareholders as a whole and therefore recommend you to vote in favour of these resolutions to be proposed at the AGM.

Your attention is also drawn to the information set out in the appendices to this supplemental circular.

### GENERAL

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, no Shareholder is required under the Listing Rules to abstain from voting on the resolutions to be proposed at the AGM.

### 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.

Yours faithfully,  
For and on behalf of the Board  
**KuangChi Science Limited**  
**Dr. Liu Ruopeng**  
*Chairman and Executive Director*

*Pursuant to the Listing Rules, details of Mr. Ko Chun Shun, Johnson who will retire at the conclusion of the AGM according to the Bye-laws and will be proposed to be re-elected at the AGM are provided below:*

**NON-EXECUTIVE DIRECTOR**

**Mr. Ko Chun Shun, Johnson** (“Mr. Ko”), aged 65, is currently a non-executive Director of the Company. Mr. Ko joined the Group in August 2014 as an executive Director therefrom to May 2017. Mr. Ko has extensive experience in a variety of activities, including manufacturing, securities trading, international trade, electronics and the renewable energy industry. He also has extensive experience in corporate finance, corporate restructuring and mergers and acquisitions. Mr. Ko is a non-executive Director of Yunfeng Financial Group Limited 雲鋒金融集團有限公司 (formerly known as REORIENT Group Limited) (stock code: 376); the deputy chairman and an executive director of Frontier Services Group Limited (stock code: 500); and the Independent Non-executive Director of Meitu (stock code: 1357), and Mr. Ko had also been the chairman and an executive director of Varitronix International Limited (stock code: 710) until April 2016, and the vice chairman and an executive director of Concord New Energy Group Limited (stock code: 182) until June 2015, the shares of which are all listed on the Stock Exchange of Hong Kong.

As at the Latest Practicable Date, Mr. Ko was deemed to be interested in 56,000,000 Ordinary Shares which held by Starbliss Holdings Limited, within the meaning of Part XV of the Securities and Futures Ordinance.

Mr. Ko has entered into a letter of appointment with the Company and he is subject to retirement by rotation and re-election in accordance with the Bye-laws of the Company. Mr. Ko will not receive any director’s fees for acting as a non-executive Director.

Save as disclosed above, there is no other information relating to the above director which is required to be disclosed pursuant to any of the requirements under Rule 13.51(2) of the Listing Rules, nor are there any other matters concerning the above directors that need to be brought to the attention of the Shareholders.

A Shareholder who has not yet lodged the First Form of Proxy with the Company's share registrars is requested to lodge the Second Form of Proxy if he/she wishes to appoint proxies to attend the AGM on his/her behalf. In this case, the First Form of Proxy should not be lodged with the Company's share registrars.

A Shareholder who has already lodged the First Form of Proxy with the Company's share registrars should note that:

- (i) If no Second Form of Proxy is lodged with the Company's share registrars, the First Form of Proxy will be treated as a valid form of proxy lodged by him/her if correctly completed. The proxy so appointed by the Shareholder will be entitled to vote at his/her discretion or to abstain from voting on any resolution properly put to the AGM other than those referred to in the notice convening the AGM and the First Form of Proxy including, the resolutions for the re-election of Mr. Ko as non-executive Director and the proposed appointment of PwC as the auditor of the Company following the retirement of Deloitte set out in this supplemental circular.
- (ii) If the Second Form of Proxy is lodged with the Company's share registrars 48 hours prior to the time appointed for holding the AGM or any adjourned meeting (the "Closing Time"), the Second Form of Proxy will revoke and supersede the First Form of Proxy previously lodged by him/her. The Second Form of Proxy will be treated as a valid form of proxy lodged by the Shareholder if correctly completed.
- (iii) If the Second Form of Proxy is lodged with the Company's share registrars after the Closing Time, the Second Form of Proxy will be invalid. However, it will revoke the First Form of Proxy previously lodged by the Shareholder, and any vote that may be cast by the purported proxy (whether appointed under the First Form of Proxy or the Second Form of Proxy) will not be counted in any poll which will be taken on a proposed resolution. Accordingly, Shareholders are advised not to lodge the Second Form of Proxy after the Closing Time. If such Shareholders wish to vote at the AGM, they will have to attend in person and vote at the AGM themselves.

Shareholders are reminded that completion and delivery of the First Form of Proxy and/or the Second Form of Proxy will not preclude Shareholders from attending and voting in person at the AGM or at any adjourned meeting should they so wish.

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## SUPPLEMENTARY NOTICE OF ANNUAL GENERAL MEETING

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### KUANGCHI SCIENCE LIMITED

### 光啟科學有限公司

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 439)**

## SUPPLEMENTARY NOTICE OF ANNUAL GENERAL MEETING

**Reference is made to the notice of** the Annual General Meeting (the “Meeting”) dated 29 April 2017 (the “Notice”) of KuangChi Science Limited (the “Company”) to be held at Units 515-518, 5/F, Building 16W, No. 16 Science Park West Avenue, Hong Kong Science Park, Pak Shek Kok, New Territories, Hong Kong on 28 June 2017 at 11:00 a.m.. Details of the proposed resolutions to be considered at the AGM were stated in the Notice.

**SUPPLEMENTARY NOTICE IS HEREBY GIVEN** that the Meeting will be held as originally scheduled. The Meeting will be convened for the purpose of considering and, if thought fit, with or without modification, passing the resolutions set out in the Notice with resolution number 2A and 3 amended as follows due to the matters as set out in the supplemental circular (the “Supplemental Circular”) of the Company dated 18 May 2017:

2A. To re-elect the following retiring Directors:

- (i) Dr. Zhang Yangyang as an executive director;
- (ii) Dr. Luan Lin as an executive director;
- (iii) Mr. Dorian Barak as an executive director;
- (iv) Mr. Ko Chun Shun, Johnson as a non-executive director;
- (v) Mr. Song Dawei a non-executive director; and
- (vi) Ms. Cao Xinyi as an independent non-executive director.

3. To appoint PricewaterhouseCoopers as the auditor of the Company following the retirement of Deloitte Touche Tohmatsu and to authorise the board of Directors to fix remuneration of the auditor.



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## SUPPLEMENTARY NOTICE OF ANNUAL GENERAL MEETING

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Save as set out above, all resolutions contained in the Notice will remain to have full force and effect.

By order of the Board  
**KuangChi Science Limited**  
**Dr. Liu Ruopeng**  
*Chairman and Executive Director*

Hong Kong, 18 May 2017

*Notes:*

1. A second form of proxy (the “Second Form of Proxy”) is enclosed with the Supplemental Circular. Please refer to the Appendix II to the Supplemental Circular for special arrangements about completion and submission of the Second Form of Proxy.
2. Except for the above proposed amended resolutions, all other matters of the Meeting remain unchanged. For details of the other ordinary resolutions to be considered and approved at the Meeting, eligibility for attending the Meeting, proxy arrangement, registration procedures, closure of register of members and other relevant matters, please refer to the circular of the Meeting dated 29 April 2017 and the Notice for details.
3. As at the date of this notice, the Board comprises four executive Directors, namely Dr. Liu Ruopeng, Dr. Zhang Yangyang, Dr. Luan Lin, and Mr. Dorian Barak; two non-executive Directors namely Mr. Ko Chun Shun, Johnson and Mr. Song Dawei and three independent non-executive Directors, namely Dr. Liu Jun, Dr. Wong Kai Kit and Ms. Cao Xinyi.