

HAIXI PHARMACEUTICAL INTERNATIONAL HOLDINGS LIMITED

ACN 616 806 574

SUPPLEMENTARY PROSPECTUS

1. Important information

This is a supplementary prospectus (**Supplementary Prospectus**) intended to be read with the replacement prospectus dated 19 July 2017 (**Prospectus**) issued by Haixi Pharmaceutical International Holdings Limited (**Haixi** or **Company**) in respect to the offer of up to 50,000,000 shares at A\$0.50 each to raise up A\$25,000,000 with up to A\$5,000,000 of oversubscriptions.

This Supplementary Prospectus is dated 17 August 2017 and was lodged with ASIC on that date. Neither ASIC nor ASX or their officers take any responsibility for the contents of this Supplementary Prospectus or for the merits of the investment to which this Supplementary Prospectus relates.

This Supplementary Prospectus must be read together with the Prospectus. To the extent of any inconsistency between this Supplementary Prospectus and the Prospectus, the provisions of this Supplementary Prospectus will prevail. Unless otherwise indicated, terms defined and used in the Prospectus have the same meaning in this Supplementary Prospectus.

This Supplementary Prospectus will be issued with the Prospectus as an electronic prospectus and may be accessed on the Company's website at www.haixipharmaceutical.com. The Company will send a copy of this Supplementary Prospectus to all Applicants who have applied for New Shares under the Prospectus as at the date of this Supplementary Prospectus.

This Supplementary Prospectus and the Prospectus are important documents that should be read in their entirety. If you have any questions about the Shares being offered under the Prospectus or any other matter, you should consult your professional advisers.

2. Status of the Offer

As at the date of this Supplementary Prospectus, the Company has not received any valid Applications for Shares. It has not raised the minimum subscription provided for in the Prospectus of A\$25,000,000. No Applications have been processed and no Shares have been issued pursuant to the Prospectus.

3. Effect of this Supplementary Prospectus

This Supplementary Prospectus has been prepared to:

- (a) extend the indicative closing date of the offer to 29 September 2017; and
- (b) extend the period for admission to quotation of the securities offered under the Prospectus from three (3) months from the date of the Prospectus to three (3) months from the date of this Supplementary Prospectus pursuant to ASIC Corporations (Minimum Subscription and Quotation Conditions) Instrument 2016/70.

The Company must give Applicants under the Prospectus who have lodged applications prior to the date of this Supplementary Prospectus certain options as required by subsection 724(1) of the Corporations Act.

These options include repaying application money received under Prospectus, pursuant to sub-section 724(2) of the Corporations Act and providing existing applicants one (1) month from the date of this Supplementary Prospectus to withdraw their application and be repaid.

The Company has chosen to provide applicants with one (1) month to withdraw their application and obtain a refund of their application monies.

The Company made an application for admission to the Official List of ASX on 13 July 2017. If the Company is not admitted to the Official List and the Shares are not admitted to quotation within three (3) months from the date of this Supplementary Prospectus (being 17 August 2017), or any subsequent supplementary disclosure document, all Application Monies will be refunded, without interest.

4. Action required by investors

Investors who have not previously made any Application

All new applications for Shares can only be accepted on the Application Form attached to or accompanying this Supplementary Prospectus. The Application Form should be completed in accordance with the instructions set out on the back of the form. Applications must not be made on the Application Form attached to or accompanying the Prospectus.

Investors who have lodged an Application Form

The Company has determined to give each existing Applicant one (1) month from the date of this Supplementary Prospectus to withdraw their application and be repaid. If you intend to withdraw your application, please contact Boardroom Pty Limited, Share Registry to the Offer, per the contact details provided in the Application Form attached to this Supplementary Prospectus.

5. Content supplemented

The Prospectus is supplemented by making the following amendments to the Prospectus:

Important Dates - Page 10 of the Prospectus

The Directors have resolved to extend the Closing Date of the Offer until 29 September 2017, and as such the Important Dates in the table on page 10 of the Prospectus are now as follows:

Event	Date and Time (Australian Eastern Standard Time)
Lodgement of Original Prospectus with ASIC	6 July 2017
Lodgement of Replacement Prospectus	19 July 2017
Opening Date	21 July 2017
Lodgement of the Supplementary Prospectus	17 August 2017
Closing Date	29 September 2017
Issue of New Shares	2 October 2017
Expected dispatch of Holding Statements	3 October 2017
Shares expected to begin trading on ASX	5 October 2017

These dates are indicative only and may change. The Company reserves the right to vary the dates and times set out above subject to Corporations Act and other applicable laws. In particular, the Company reserves the right to shorten or close the Offer early or extend the Closing Date without notice. You are encouraged to submit your Applications as soon as possible after the Opening Date.

7. Directors' authorisation

This Supplementary Prospectus is issued by the Company and its issue has been authorised by a resolution of the Directors.

The Directors believe that the Prospectus, when read together with this Supplementary Prospectus, contains all the information that would be required by sections 710 and 711 of the Corporations Act and does not contain any material statement that is misleading or deceptive. In accordance with section 720 of the Corporations Act, each Director has consented to the lodgement of this Supplementary Prospectus with ASIC and has not withdrawn that consent prior to lodgement.

Signed for and on behalf of Haixi Pharmaceutical International Holdings Limited.

Dated 17 August 2017

A handwritten signature in black ink, appearing to read 'Jack Wang', with a long, sweeping flourish extending from the end of the name.

Jack Wang
Chairman

Haixi Pharmaceutical International Holdings Limited

ACN 616 806 574

General Offer Application Form – Supplementary Prospectus

This is an Application Form for Shares in Haixi Pharmaceutical International Holdings Limited (**Company**) on the terms set out in the Prospectus dated 19 July 2017 and the Supplementary Prospectus dated 17 August 2017 (together the 'Prospectus'). Defined terms in the Prospectus have the same meaning in this Application Form. You may apply for a minimum of 4,000 Shares. This Application Form and your cheque or bank draft must be received by **5.00pm (Sydney Time) on the Closing Date.** **Alternatively, you can apply online at www.haixipharmaceutical.com and pay by BPAY. Completed Application Forms and Application Monies must be received by the Company by 5.00pm (Sydney time) on the Closing Date.**

This Application Form is important. If you are in doubt as to how to deal with this Application Form, please contact your accountant, lawyer, stockbroker or other professional adviser. The Prospectus contains information relevant to a decision to invest in the Shares of the Company and you should read the entire Prospectus carefully before applying for Shares.

The Share Registry's Privacy Policy (**Privacy Policy**) also sets out important information relating to the collection, use and disclosure of all personal information that you provide to the Company. Please ensure that you and all relevant individuals have read the Privacy Policy carefully before submitting this Application Form. The Privacy Policy can be found on the website <http://www.boardroomlimited.com.au/Privacy.html>

To meet the requirements of the *Corporations Act 2001* (Cth), this Application Form must not be distributed to another person unless included in, or accompanied by the Prospectus. A person who gives another person access to this Application Form must, at the same time and by the same means, give the other person access to the Prospectus. During the Offer period the Company will send you a free paper copy of the Prospectus if you have received an electronic Prospectus and you ask for a paper copy before the Prospectus expires on 17 September 2018.

PLEASE FOLLOW THE INSTRUCTIONS TO COMPLETE THIS APPLICATION FORM (SEE REVERSE) AND PRINT CLEARLY IN CAPITAL LETTERS USING BLACK OR BLUE PEN.

A Number of Shares you are applying for <div style="border: 1px solid black; height: 20px; width: 350px; margin-top: 5px;"></div> <div style="text-align: center; margin-top: 5px;">Minimum of 4,000 Shares to be applied for</div>	B Total amount payable <div style="display: flex; align-items: center; margin-top: 5px;"><div style="margin-right: 10px;">x \$0.50 per Share =</div><div style="border: 1px solid black; width: 100px; height: 20px;"></div></div> <div style="margin-top: 5px;">\$ <div style="border: 1px solid black; width: 100px; height: 20px;"></div></div>
C Write the name(s) you wish to register the Shares in (see reverse for instructions) Applicant #1 <div style="border: 1px solid black; height: 20px; width: 100%;"></div> Name of Applicant #2 or <Account Designation> <div style="border: 1px solid black; height: 20px; width: 100%;"></div> Name of Applicant #3 or <Account Designation> <div style="border: 1px solid black; height: 20px; width: 100%;"></div>	
D Write your postal address here Number/Street <div style="border: 1px solid black; height: 20px; width: 100%;"></div> <div style="border: 1px solid black; height: 20px; width: 100%;"></div> Suburb/Town <div style="border: 1px solid black; height: 20px; width: 60%;"></div> <div style="display: inline-block; width: 15%; text-align: center;">State <div style="border: 1px solid black; height: 20px; width: 40px;"></div></div> <div style="display: inline-block; width: 20%; text-align: center;">Postcode <div style="border: 1px solid black; height: 20px; width: 60px;"></div></div>	
E CHESS participant – Holder Identification Number (HIN) <div style="display: flex; align-items: center; margin-top: 5px;"><div style="margin-right: 5px;">X</div><div style="border: 1px solid black; width: 250px; height: 20px;"></div></div>	
F Enter your Tax File Number(s), ABN, or exemption category Applicant #1 <div style="border: 1px solid black; width: 250px; height: 20px; margin-top: 5px;"></div> Applicant #2 <div style="border: 1px solid black; width: 250px; height: 20px; margin-top: 5px;"></div> Applicant #3 <div style="border: 1px solid black; width: 250px; height: 20px; margin-top: 5px;"></div>	
G Cheque payment details – * PIN CHEQUE(S) HERE. Cheque to be made payable to "Haixi Pharmaceutical International Holdings Limited" and crossed Not Negotiable. Enter cheque details below. <div style="display: flex; justify-content: space-between; margin-top: 10px;"><div style="width: 30%;">Name of drawer of cheque</div><div style="width: 15%;">Cheque no.</div><div style="width: 15%;">BSB no.</div><div style="width: 15%;">Account no.</div><div style="width: 20%;">Cheque Amount A\$</div></div> <div style="display: flex; justify-content: space-between; margin-top: 5px;"><div style="width: 30%; border: 1px solid black; height: 20px;"></div><div style="width: 15%; border: 1px solid black; height: 20px;"></div><div style="width: 15%; border: 1px solid black; height: 20px;"></div><div style="width: 15%; border: 1px solid black; height: 20px;"></div><div style="width: 20%; border: 1px solid black; height: 20px;"></div></div>	
H Contact telephone number (daytime/work/mobile) <div style="display: flex; align-items: center; margin-top: 5px;"><div style="border: 1px solid black; width: 80px; height: 20px; margin-right: 10px;"></div><div style="border: 1px solid black; width: 300px; height: 20px;"></div></div> <div style="margin-top: 5px;">Contact Name <div style="border: 1px solid black; width: 400px; height: 20px;"></div></div> <div style="margin-top: 10px;">E-mail Address <div style="border: 1px solid black; width: 750px; height: 20px;"></div></div>	

Important please note if the name and address details above in sections C and D do not match exactly with your registration details held at CHESS, any Shares issued as a result of your Application will be held on the Issuer Sponsored subregister.

Alternatively you can apply online at www.haixipharmaceutical.com and pay by BPAY. If you apply online, you do not need to complete a paper Application Form. See details on reverse.

Declaration

By submitting this Application Form with your Application Monies, I/we declare that I/we:

- ✓ have received a copy of, and read, the Prospectus in full;
- ✓ have received this Application Form in accordance with the Prospectus; and
- ✓ have completed the Application Form in accordance with the instructions on the form and in the Prospectus;
- ✓ declare that all details and statements made by me/us are complete and accurate;
- ✓ agree and consent to the Company collecting, holding, using and disclosing my/our personal information in accordance with the Prospectus;
- ✓ where I/we have been provided information about another individual, warrant that I/we have obtained that individual's consent to the transfer of their information to the Company;
- ✓ acknowledge my/our Application Form may not be withdrawn;
- ✓ apply for the number of Shares set out in this Application (or a lower number allocated in a manner allowed under the Prospectus);
- ✓ acknowledge that my/our Application may be rejected by the Company in its absolute discretion;
- ✓ authorise the Company and their respective officers and agents to do anything on my/our behalf necessary (including the completion and execution of documents) to enable the Shares to be allocated to me/us;
- ✓ am/are over 18 years of age;
- ✓ agree to be bound by the constitution of the Company;
- ✓ acknowledge that neither the Company nor any person or entity guarantees any particular rate of return on the Shares, nor do they guarantee the repayment of capital;
- ✓ represent, warrant and agree that I/we am/are not in the United States or a US Person and am/are not acting for the account or benefit of a US Person; and
- ✓ represent, warrant and agree that I/we have not received this Prospectus outside Australia or New Zealand and am/are not acting on behalf of a person resident outside Australia or New Zealand.

Guide to the Application Form

YOU SHOULD READ THE PROSPECTUS CAREFULLY BEFORE COMPLETING THIS APPLICATION FORM.

Please complete all relevant sections of the appropriate Application Form using BLOCK LETTERS. These instructions are cross-referenced to each section of the Application Form.

Instructions

- A** If applying for Shares insert the **number** of Shares for which you wish to subscribe at Item **A** (not less than 4,000 Shares representing a minimum investment of \$2,000.00). Multiply by A\$0.50 to calculate the total Application Monies for Shares and enter the **A\$amount** at Item **B**.
- C** Write your **full name**. Initials are not acceptable for first names.
- D** Enter your **postal address** for all correspondence. All communications to you from the Company will be mailed to the person(s) and address as shown. For joint Applicants, only one address can be entered.
- E** If you are sponsored in CHESS by a stockbroker or other CHESS participant you may enter your CHESS HIN if you would like the allocation to be directed to your HIN. **NB: your registration details provided must match your CHESS account exactly.**
- F** Enter your Australian tax file number ("TFN") or ABN or exemption category, if you are an Australian resident. Where applicable, please enter the TFN/ABN of each joint Applicant. Collection of TFNs is authorised by taxation laws.
- Quotation of your TFN is not compulsory and will not affect your Application Form. However, if no TFN is quoted your dividends and distributions may be taxed at the highest marginal tax rate plus medicare levy
- G** Complete **cheque details** as requested. Make your cheque payable to "Haixi Pharmaceutical International Holdings Limited". Cross it and mark it 'Not negotiable'. Cheques must be in Australian currency, and must be drawn on a bank or financial institution in Australia. **Alternatively you can apply online at www.haixipharmaceutical.com and pay by BPAY. If you apply online, you do not need to complete a paper Application Form. See below.**
- H** Enter your **contact details, including name, phone number and e-mail address**, so we may contact you regarding your Application Form or Application Monies.
- By providing an e-mail address you are electing to receive notices of meetings, annual reports and other communications from the Company electronically to the provided e-mail address.

Payment by BPAY

You may apply for shares online and pay your Application Monies by BPAY. Applicants wishing to pay by BPAY should complete the online Application Form accompanying the electronic version of the Prospectus available at www.haixipharmaceutical.com and follow the instructions on the online Application Form. When completing your BPAY payment please ensure you use the specific Biller Code and Unique CRN provided in the online Application Form and confirmation e-mail. If you do not use the correct Biller Code and CRN, your Application will not be recognised as valid. It is your responsibility to ensure payment is received by 5:00pm (Sydney time) on the Closing Date. Applicants should be aware that their own financial institution may implement earlier cut off times with regards to electronic payment and should therefore take this into consideration when making payment. Neither Boardroom Pty Limited nor VGI Partners Global Investments Limited accepts any responsibility for loss incurred through incorrectly completed BPAY payments.

Correct Form of Registrable Title

Note that ONLY legal entities can hold the Shares. The Application must be in the name of a natural person(s), companies or other legal entities acceptable to the Company. At least one full given name and surname is required for each natural person. Examples of the correct form of registrable title are set out below.

Type of Investor	Correct Form of Registrable Title	Incorrect Form of Registrable Title
Individual	Mr John David Smith	J D Smith
Company	ABC Pty Ltd	ABC P/L or ABC Co
Joint Holdings	Mr John David Smith & Mrs Mary Jane Smith	John David & Mary Jane Smith
Trusts	Mr John David Smith <J D Smith Family A/C>	John Smith Family Trust
Deceased Estates	Mr Michael Peter Smith <Est Lte John Smith A/C>	John Smith (deceased)
Partnerships	Mr John David Smith & Mr Ian Lee Smith	John Smith & Son
Clubs/Unincorporated Bodies	Mr John David Smith <Smith Investment A/C>	Smith Investment Club
Superannuation Funds	John Smith Pty Limited <J Smith Super Fund A/C>	John Smith Superannuation Fund

Lodgment

Mail or deliver your completed Application Form with your cheque(s) or bank draft attached to one of the following addresses:

Mailing address:

Haixi Pharmaceutical International Holdings Limited
C/-Boardroom Pty Limited
GPO Box 3993
SYDNEY NSW 2001

Delivery address:

Haixi Pharmaceutical International Holdings Limited
C/-Boardroom Pty Limited
Level 12, 225 George Street
SYDNEY NSW 2000

The Offer closes at 5:00 p.m. (Sydney Time) on 29 September 2017, unless varied in accordance with the Corporations Act and ASX Listing Rules.

It is not necessary to sign or otherwise execute the Application Form.

If you have any questions as to how to complete the Application Form, please contact Boardroom Pty Limited on 1300 737 760 within Australia and +61 2 9290 9600 outside Australia.

Privacy Statement

Haixi Pharmaceutical International Holdings Limited advises that Chapter 2C of the Corporations Act requires information about its shareholders (including names, addresses and details of Shares held) to be included in the Company's share register. Information is collected to administer your securityholding and if some or all of the information is not collected then it might not be possible to administer your securityholding. Your personal information may be disclosed to the Company. To obtain access to your personal information or more information on how the Company collects, stores, uses and discloses your information please contact the Company at the address or telephone number shown in the Prospectus.