



12 May 2017

Dear Shareholders

**Revised Proxy Form for use at the Annual General Meeting to be held on 16 June 2017
(or any adjournment thereof)**

Our Company's Annual General Meeting will be held at Suite 2418, 24/F., Jardine House, 1 Connaught Place, Central, Hong Kong on Friday, 16 June 2017 at 2:30 p.m. Notice of the Annual General Meeting (contained in the Circular dated 31 March 2017) was sent to you together with the Annual Report for 2016 on 31 March 2017.

We now enclose (i) Supplemental Appendix II – Supplemental Biography of Directors to be re-elected at the Annual General Meeting and (ii) a revised proxy form for the Annual General Meeting setting out the resolutions to be considered at the meeting. The revised proxy form supersedes the proxy form sent to you earlier.

If you wish to cast your votes on the resolutions by way of proxy, please deposit the duly executed revised proxy form to our Company's principal place of business in Hong Kong at Unit 3912, 39th Floor, COSCO Tower, 183 Queen's Road Central, Hong Kong by no later than 2:30 p.m. on Wednesday, 14 June 2017.

Yours faithfully

For and on behalf of

China Bio Cassava Holdings Limited

Kwan Kin Chung

Managing Director

Reference is made to the circular (the “Circular”) of China Bio Cassava Holdings Limited (the “Company”) dated 31 March 2017, by which the Company convenes an annual general meeting to be held on Friday, 16th June 2017 at 2:30 p.m. at Suite 2418, 24/F., Jardine House, 1 Connaught Place, Central, Hong Kong and this supplemental appendix II shall be read together with the Circular. Capitalised terms used in this supplemental appendix II shall have the same meanings as defined in the Circular unless otherwise stated.

As required by the GEM Listing Rules, the following are the particulars of the Directors appointed subsequent to the date of the Circular and these Directors shall be re-elected at the Annual General Meeting.

EXECUTIVE DIRECTORS

TANG Lap Chin Richard (“Mr. Tang”)

Aged 64, Mr. Tang was appointed as an executive director of the Company in March 2017. He had completed 34 years of public service, including 3 years in the Fire Services Department and 31 years with the Police Force. Mr. Tang was holding the rank of Chief Inspector of Police before his retirement. During his service in the Police Force, he had held key positions in different departments acquiring extensive experience in the fields of investigation, operation, training, staff relation, public relation and human resource management.

Mr. Tang joined National United Resources Holdings Limited (formerly known as eCyberChina Holdings Limited) (“**NUR Holdings**”), a company whose shares are listed on the Main Board of the Stock Exchange (Stock Code: 254) as a chief operating officer in November 2007 upon his retirement from the Government of the Hong Kong Special Administrative Region and was appointed as an executive director of NUR Holdings in from December 2009 to July 2015.

Save as disclosed above, (i) Mr. Tang does not hold any other position with the Company and other members of the Company’s group; (ii) Mr. Tang is not related to any directors, senior management, substantial shareholders or controlling shareholders of the Company; and (iii) Mr. Tang does not hold any directorships in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years or does not have other major appointments and professional qualifications.

As at the date of this supplemental Appendix II, Mr. Tang did not have any interests in the shares of the Company within the meaning of Part XV of SFO. Mr. Tang has entered into a service agreement with the Company for a term of three years and is subject to retirement by rotation and re-election in accordance with the Articles of Association. Mr. Tang is entitled to a monthly remuneration of HK\$50,000, which is determined by his duties and responsibilities with the Company and the prevailing market condition, and a discretionary bonus payment in such amount and payable at such time as shall be determined by the Board in its absolute discretion.

Save as disclosed above, there are no other matters relating to his re-election that need to be brought to the attention of the Shareholders and there is no other information required to be disclosed pursuant to rules 17.50(2)(h) to 17.50(2)(v) of the GEM Listing Rules.

NG Chung Yuen Frank (“Mr. Ng”)

Aged 64, Mr. Ng was appointed as an executive director of the Company in April 2017. He served as a board member of the 2nd Council of China Environmental Protection Foundation and has always attached importance to promote the cause of environmental protection in the development of the People Republic of China (“PRC”). He joined China Investment and Financing Group Limited, a company whose shares are listed on the Main Board of the Stock Exchange (Stock Code: 1226), as vice president from November 2011 to February 2017. Mr. Ng has many years of experience in the management of listed companies in Hong Kong and has extensive contacts and business channels between Hong Kong and the PRC. He has served as executive director and president of China Asia Pacific Assets & Property Rights Exchange Limited since in June 2015 and has a wealth of experience in mergers and acquisitions of assets and property rights.

Save as disclosed above, (i) Mr. Ng does not hold any other position with the Company and other members of the Company’s group; (ii) Mr. Ng is not related to any directors, senior management, substantial shareholders or controlling shareholders of the Company; and (iii) Mr. Ng does not hold any directorships in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years or does not have other major appointments and professional qualifications.

As at the date of this supplemental Appendix II, Mr. Ng did not have any interests in the shares of the Company within the meaning of Part XV of SFO. Mr. Tang has entered into a service agreement with the Company for a term of three years and is subject to retirement by rotation and re-election in accordance with the Articles of Association. Mr. Tang is entitled to a monthly remuneration of HK\$50,000, which is determined by his duties and responsibilities with the Company and the prevailing market condition, and a discretionary bonus payment in such amount and payable at such time as shall be determined by the Board in its absolute discretion.

Save as disclosed above, there are no other matters relating to his re-election that need to be brought to the attention of the Shareholders and there is no other information required to be disclosed pursuant to rules 17.50(2)(h) to 17.50(2)(v) of the GEM Listing Rules.

INDEPENDENT NON-EXECUTIVE DIRECTOR**YAM Chiu Fan Joseph (“Mr. Yam”)**

Aged 62, was appointed as an independent non-executive director of the Company in April 2017. He has served the Hong Kong Police Force for over 32 years. He joined the Royal Hong Kong Police (currently known as the Hong Kong Police Force) as a probationary inspector in 1977. He was promoted to a senior inspector and a chief inspector in 1987 and November 1990, respectively. He was further promoted to a superintendent in June 2004. Mr. Yam has retired from the Hong Kong Police Force in December 2009 and subsequently joined Hong Yip Service Co. Ltd. as the head of security in June 2010. Mr. Yam also joined Prime Intelligence Solutions Group Limited as a director in November 2015. Prime Intelligence Solutions Group Limited is a solution provider of biometrics identification systems in Hong Kong, Macau and the PRC.

Mr. Yam has been an independent non-executive director of Sing On Holdings Limited, a company whose shares are listed on the GEM of the Stock Exchange (Stock code: 8352), since November 2016, responsible for providing independent judgment on its strategy, performance, resources and standard of conduct.

Save as disclosed above, (i) Mr. Yam does not hold any other position with the Company and other members of the Company’s group; (ii) Mr. Yam is not related to any directors, senior management, substantial shareholders or controlling shareholders of the Company; and (iii) Mr. Yam does not hold any directorships in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years or does not have other major appointments and professional qualifications.

As at the date of this supplemental Appendix II, Mr. Yam did not have any interests in the shares of the Company within the meaning of Part XV of SFO. Mr. Yam has entered into an appointment letter for a term of three years with the Company and he is subject to retirement by rotation and is eligible for re-election at the annual general meeting of the Company in accordance with the articles of association of the Company. Mr. Yam is entitled to receive a director’s fee of HK\$120,000 per annum which is determined with reference to his duties and responsibilities with the Company and the prevailing market condition.

Save as disclosed above, there are no other matters relating to his re-election that need to be brought to the attention of the Shareholders and there is no other information required to be disclosed pursuant to rules 17.50(2)(h) to 17.50(2)(v) of the GEM Listing Rules.