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瑞港建設控股有限公司

PROSPER CONSTRUCTION HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 6816)

RESIGNATION OF EXECUTIVE DIRECTORS, APPOINTMENT OF EXECUTIVE DIRECTORS AND

CHANGE OF COMPOSITION OF VARIOUS BOARD COMMITTEES

RESIGNATION OF EXECUTIVE DIRECTORS

The board (the “**Board**”) of directors (the “**Directors**”) of Prosper Construction Holdings Limited (the “**Company**”) hereby announces that Mr. Zhu Jiangfeng (“**Mr. Zhu**”) and Mr. Xue Qingfu (“**Mr. Xue**”) have tendered their resignation as executive Directors of the Company with effect from 7 May 2019 in order to allocate more time to their other work affairs.

Mr. Zhu and Mr. Xue confirmed that they have no disagreement with the Board and there is no other matter in relation to their resignation that needs to be brought to the attention of the shareholders of the Company.

The Board wishes to take this opportunity to express its appreciation to Mr. Zhu and Mr. Xue for their invaluable contributions to the Company.

APPOINTMENT OF EXECUTIVE DIRECTORS

Mr. Yang Zhenshan (“**Mr. Yang**”) and Mr. Jiang Shuang (“**Mr. Jiang**”) have been appointed as executive Directors of the Company with effect from 7 May 2019.

Mr. Yang, aged 42, holds a bachelor degree in architectural engineering management from Qingdao University of Technology. He has been serving as the executive deputy general manager of Qingdao West Coast Construction & Development (Group) Co., Ltd.* (青島西發建設開發(集團)有限公司), since July 2018. He has approximately 20 years of experience in construction and engineering management. He was appointed as the general manager of Qingdao West Coast Construction & Development Co., Ltd.* (青島西海岸新區開發建設有限公司) since December 2015. From February 2014 to December 2015, he served as the deputy general manager of Qingdao West Coast Construction & Development Co., Ltd.* (青島西海岸新區開發建設有限公司). From November 2012 to February 2014, he worked as a project manager of Qingdao West Coast Construction & Development Co., Ltd.* (青

島西海岸新區開發建設有限公司). From June 2012 to November 2012, he worked as an engineering director of Qingdao Shenzhou Group Co., Ltd.* (青島神州集團有限公司). From July 1999 to June 2012, he served as a project manager of China Construction Eighth Engineering Division. Corp. Ltd.* (中國建築第八工程局有限公司).

Mr. Jiang, aged 37, holds a master's degree in Accounting from Chinese Academy of Fiscal Sciences and is an accredited senior accountant. Mr. Jiang is currently the legal representative of Qingdao Rongfuhuijin Asset Management Co., Ltd. * (青島融富匯金資產管理有限公司), authorised risk control officer of Qingdao Jufuhuiyin Asset Management Co., Ltd.* (青島聚富匯銀資產管理有限公司) and a director of Qingdao West Coast Property Development Co., Ltd.* (青島西發物業發展有限公司) and has over 10 years of experience in accounting and financial management. From January 2018 to July 2018, he served as the deputy general manager of Qingdao West Coast Finance Development Co., Ltd.* (青島西海岸金融發展有限公司). From April 2016 to January 2018, he has been serving as the vice minister of financial management department of Qingdao West Coast Development (Group) Limited* (青島西海岸發展(集團)有限公司) and simultaneously serving as deputy general manager and the chief financial officer of Qingdao West Coast Holding Development Limited* (青島西海岸控股發展有限公司). From April 2013 to January 2016, he served as the deputy general manager of the finance centre of Zhongrong Xinda Group Co., Ltd.* (中融新大集團有限公司). From April 2012 to April 2013, he served as the finance manager of Yantai Golden Mountain Tourism Co., Ltd.* (煙台金山旅遊開發有限公司). From July 2006 to April 2012, he worked in the Shandong branch of Aluminium Corporation of China Co., Ltd.* (中國鋁業股份有限公司) where his final position was finance supervisor.

Mr. Yang and Mr. Jiang (i) have not held any other directorships in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (ii) have not held any position with the Company and its subsidiaries; (iii) do not have any relationships with any directors, senior management, substantial or controlling shareholders of the Company; (iv) do not have any interest in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance; and (v) there is no other information that is required to be disclosed pursuant to Rule 13.51(2)(h) to 13.51(2)(v) of the Listing Rules nor there is any other matter that needs to be brought to the attention of the Shareholders in relation to his appointment.

Each of Mr. Yang and Mr. Jiang has entered into a service contract with the Company with an initial term of three year with effect from 7 May 2019 and renewable for successive term of one year each, unless terminated by either party giving not less than three months' notice in writing. Mr. Yang and Mr. Jiang are not entitled to any director's fee or salary at the time entering into the service contract, however, which may be reviewed from time to time at the discretion of the Board. Their appointment will be subject to retirement by rotation at annual general meetings of the Company

and they shall be eligible for re-election in accordance with the articles of association of the Company.

The Board would like to take this opportunity to welcome Mr. Yang and Mr. Jiang joining the Board.

CHANGE OF COMPOSITION OF VARIOUS BOARD COMMITTEES

The Board further announces the following changes to the composition of nomination committee and risk management committee with effect from 7 May 2019:

- (1) Mr. Zhu resigned as member of nomination committee of the Board, Mr. Yang was appointed as member of nomination committee of the Board; and
- (2) Mr. Xue resigned as member of risk management committee of the Board, Mr. Jiang was appointed as member of risk management committee of the Board.

By order of the Board
Prosper Construction Holdings Limited
Liu Luqiang
Executive Director

Hong Kong, 6 May 2019

As at the date of this announcement, the Board comprised executive Directors Mr. LIU Luqiang (chairman of the Board), Mr. CUI Qi, Mr. Zhu Jiangfeng and Mr. Xue Qingfu; non-executive Director Mr. WANG Xuejun; and independent non-executive Directors are Mr. CHEUNG Chi Man Dennis, Mr. WANG Yaping and Mr. CHENG Xuezhao.

* For identification purpose only