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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)

**GRANT OF FURTHER EXTENSION OF WAIVER FROM STRICT COMPLIANCE
WITH THE MINIMUM PUBLIC FLOAT REQUIREMENT**

Reference is made to the announcement of Prosper Construction Holdings Limited (the “Company”) dated 12 October 2018 in relation to, among other things, the grant of temporary waiver (the “Waiver”) from strict compliance with Rule 8.08(1)(a) of the Listing Rules for the period commencing from 3 October 2018, being the Offer Closing Date, to 31 December 2018, the announcement dated 31 December 2018 in relation to the grant of extension of the Waiver for the period from 1 January 2019 to 1 February 2019, and the announcement dated 8 February 2019 in relation to the grant of further extension of the Waiver for the period from 1 February 2019 to 30 April 2019 (collectively, the “Announcements”). Unless the context requires otherwise, capitalised terms used herein shall have the same meanings as those defined in the Announcements.

The Company has been informed by the Offeror that it has been actively communicating and negotiating with certain potential investors in various industries with an aim to place additional Shares, at the placing price of \$1.3175 per Placing Share, in order to restore the public float of the Company as required under Rule 8.08(1)(a) of the Listing Rules and resume trading of the Shares as soon as possible. The Offeror is currently in the final stage of negotiation with a number of potential investors, one of which is a PRC state-owned entity, and it is expected that the documentation for the placing can be signed by mid-May 2019 and completion can take place by the end of May 2019.

As at the date of this announcement, a total of 123,265,000 Shares, representing approximately 15.41% of the entire issued share capital of the Company, are held by the

public. The Company has been informed by the Offeror that certain potential investors require additional time to obtain internal approval and, where applicable, the approval from the State-owned Assets Supervision and Administration Commission of the State Council of the PRC required for the execution and delivery of the documentation for the placing. As such, based on the current status and progress thereof, it is expected that the Offeror requires one more month to complete the final round of placing in order to restore the Company's minimum public float of at least 25% as required under Rule 8.08(1)(a) of the Listing Rules.

By 30 April 2019, being the expiry date of the Waiver, the Company was unable to fulfil the requirement under Rule 8.08(1)(a) of the Listing Rules and given the factors stated above, the Company has applied to the Stock Exchange for a further extension of the Waiver. On 2 May 2019, the Stock Exchange has granted the Company a further extension of the Waiver for the period from 1 May 2019 to 31 May 2019, subject to the publication of this announcement.

Trading in the Shares has been suspended with effect from 9:00 a.m. on Thursday, 4 October 2018 at the request of the Company and will remain suspended pending the restoration of the public float of the Shares.

Further announcement(s) will be made by the Company regarding the restoration of the public float of the Shares and the resumption of the trading in the Shares as and when appropriate pursuant to the Listing Rules.

By order of the Board
Prosper Construction Holdings Limited
Zhu Jiangfeng
Executive Director

Hong Kong, 2 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 nonexecutive Directors Mr. CHEUNG Chi Man Dennis, Mr. WANG Yaping and Mr. CHENG Xuezhao.