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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)**

## UPDATE ON SUFFICIENCY OF PUBLIC FLOAT AND SUSPENSION OF TRADING

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**”) and 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. Unless the context requires otherwise, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

### STATUS OF SUFFICIENCY OF PUBLIC FLOAT

Immediately after the close of the Offer, 29,065,000 Shares, representing approximately 3.63% of the total number of the issued Shares are held by the public (within the meanings of the Listing Rules). The Company has been informed by the Offeror that it has engaged Guotai Junan Securities (Hong Kong) Limited as placing agent (the “**Placing Agent**”) and has completed placing of 94,200,000- Shares at a placing price of \$1.3175 per Share, representing approximately 11.78% of the entire issued share capital of the Company, through the Placing Agent to a number of places on 19 December 2018.

The Company has further been informed by the Offeror that it has been and is 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 Share, to other independent third parties 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.

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 additional time is required to place down further Shares in view of (i) the black-out period of 60 days before the Company's announcement of its annual results which is currently expected to be issued by end of March 2019; (ii) the current market condition and sentiment before the Chinese New Year; and (iii) the possibility that the potential investors may need additional time to arrange for overseas funding through channels such as QDII which per se are time consuming.

The Company has been informed by the Offeror of the following tentative timetable and plan to restore the Company's minimum public float of at least 25% as required under Rule 8.08(1)(a) of the Listing Rules.

Timetable	Actions
Now to late March 2019	To observe the Company's black-out period for dealings.
Late March 2019 (after the Company's annual results are announced) to mid-April 2019	(i) Offeror and Placing Agent to discuss list of potential investors / placees. (ii) Offeror and Placing Agent to negotiate with potential investors / placees.
The third week of April 2019	Confirmation of placee(s) and preparation of transaction documents.
The last week of April 2019	Completion of placing.

*Note: The above tentative timetable and plan may be subject to further change(s) depending on the actual situation and progress of the placing.*

As the Waiver will expire on 1 February 2019 and the public float of the Company will fall below the minimum public float requirement of 25% under the Listing Rules, and given the factors stated above, the Company has applied to the Stock Exchange for a further extension of the Waiver for the period from 1 February 2019 to 30 April 2019.

## STATUS OF TRADING SUSPENSION

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 public float and resumption of 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, 30 January 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 Mr. CHEUNG Chi Man Dennis, Mr. WANG Yaping and Mr. CHENG Xuezhao.*