

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this joint announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this joint announcement.

This joint announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for the securities of Prosper Construction Holdings Limited.



**QINGDAO WEST COAST HOLDINGS
(INTERNATION) LIMITED**
青島西海岸控股(國際)有限公司
(Incorporated in the British Virgin Islands with limited liability)

**PROSPER CONSTRUCTION
HOLDINGS LIMITED**
瑞港建設控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 6816)

JOINT ANNOUNCEMENT

EXTENSION OF THE LONG STOP DATE OF THE SHARE TRANSFER AGREEMENT

Reference is made to the joint announcement (the “**Joint Announcement**”) of Prosper Construction Holdings Limited (the “**Company**”) and Qingdao West Coast Holdings (International) Limited dated 1 August 2018 in relation to, among other things, the Share Transfer Agreement in respect of the possible sale and purchase of the Shares and the Offer. Unless otherwise stated, capitalised terms used in this joint announcement shall have the same meanings as ascribed to them in the Joint Announcement.

EXTENSION OF THE LONG STOP DATE OF THE SHARE TRANSFER AGREEMENT

Pursuant to the Share Transfer Agreement, the Share Transfer Completion is conditional upon Share Transfer Conditions being fulfilled (or, where applicable, waived by the Vendor and/or the Offeror) before the Long Stop Date (i.e. 8 August 2018).

The Company was advised by the Offeror that it may require longer time to obtain the approval from the competent governmental authorities (which refers to the approval of the Management Committee of Qingdao West Coast New Region* 青島西海岸新區管委會) in respect of the Share Transfer Agreement and the transactions contemplated thereunder, which is a Share Transfer Condition. After the trading hours of the Stock Exchange on 7 August 2018, the Vendor, the Guarantors and the Offeror, after arm’s length negotiation, entered into a supplemental agreement to the Share Transfer Agreement, whereby the parties agreed to extend the Long Stop Date for the fulfilment of Share Transfer Conditions from 8 August 2018 to 16 August 2018 (or such later date as the parties may further agree in writing). Save and except for the extension of the Long Stop Date as stated above, all other terms and conditions of the Share Transfer Agreement shall remain unchanged and continue to be in full force and effect.

WARNING: THE OFFER IS A POSSIBILITY ONLY AND IT WILL ONLY BE MADE IF THE SHARE TRANSFER COMPLETION TAKES PLACE AND THE SHARE TRANSFER COMPLETION IS CONDITIONAL UPON THE FULFILMENT (OR, WHERE APPLICABLE, WAIVER) OF THE SHARE TRANSFER CONDITIONS. ACCORDINGLY, THE TRANSACTIONS CONTEMPLATED UNDER THE SHARE TRANSFER AGREEMENT MAY OR MAY NOT COMPLETE AND THE OFFER MAY OR MAY NOT PROCEED. SHAREHOLDERS AND POTENTIAL INVESTORS ARE THEREFORE URGED TO EXERCISE CAUTION WHEN DEALING IN THE SHARES. FURTHER ANNOUNCEMENT(S) WILL BE MADE BY THE OFFEROR AND THE COMPANY ON WHETHER THE SHARE TRANSFER COMPLETION HAS TAKEN PLACE AND IF THE OFFER WILL BE MADE. INVESTORS ARE ADVISED TO READ SUCH FUTURE ANNOUNCEMENT(S) TO CONSIDER WHETHER TO ACCEPT THE OFFER. IF SHAREHOLDERS AND POTENTIAL INVESTORS ARE IN ANY DOUBT ABOUT THEIR POSITION, THEY SHOULD CONSULT THEIR OWN PROFESSIONAL ADVISERS.

By Order of the board of directors of
**Qingdao West Coast Holdings
(Internation) Limited**
YU Zhan
Director

By Order of the Board
Prosper Construction Holdings Limited
KUI Ching Wah
Executive Director

Hong Kong, 7 August 2018

As at the date of this joint announcement, the executive Directors are Mr. CUI Qi (chairman of the Board), Mr. YU Ming, Ms. KUI Ching Wah and Mr. TAO Yang and the independent non-executive Directors are Mr. CHEUNG Chi Man Dennis, Ms. LEUNG Sau Fan Sylvia and Mr. LEUNG Yee Tak.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than the information relating to the Offeror and parties acting in concert with it) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by directors of the Offeror) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statements in this joint announcement misleading.

As at the date of this joint announcement, the directors of the Offeror are Mr. WANG Zhijun, Mr. ZHANG Hao, Mr. WANG Xuejun, Mr. ZHU Jiangfeng and Mr. YU Zhan.

The directors of the Offeror jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than the information relating to the Group, the Vendor, their respective associates and parties acting in concert with them) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the Directors) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.

* *for identification purposes only*