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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)

VOLUNTARY ANNOUNCEMENT ENTERING INTO PROJECT COOPERATION FRAMEWORK AGREEMENT

This announcement is published on a voluntary basis to keep the shareholders of Prosper Construction Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) and potential investors informed of the latest business development of the Group.

Background

Parties

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| The Owner: (“ Owner ”) | A project management committee under a city government in the People’s Republic of China (“ PRC ”) |
| Main Contractor: (“ Main Contractor ”) | A company established in the PRC and a non-wholly-owned subsidiary of a state-owned enterprise. |
| Company | Prosper Construction Holdings Limited, a company incorporate in the Cayman Islands, which shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited |

The Project (“**Project**”)

A project in the form of public private partnership by “build, operate and transfer” for stage 1 development of the supportive facilities to an energy generation facility located in Qingdao, PRC.

The Main Contractor submitted a tender to bid for the Project, which was chosen by the Owner as the winning tender. According to the tender document, a project company (“Project Company”) will be formed, which will be the entity to execute the Project. After further contemplation, the Owner and Main Contractor resolved that it would be beneficial and preferable to have a foreign (outside of the PRC) partner with relevant marine construction experience in foreign locations to partake in the Project and therefore invited the Company to take up certain interest in the Project Company.

Entering into of agreements

The Owner, on the one part, and the Main Contractor and the Company, on the counter part, have on 15 August 2017 entered into a project agreement, which set out and reaffirmed (i) the participation of the Owner and the Project Company in relation to the Project; and (ii) the participation of the Main Contractor and the Company in relation to the Project.

The Main Contractor and the Company have on 15 August 2017 entered into a project cooperation framework agreement, pursuant to which the Company will be taking up of certain interest in the Project Company in the sum of not exceeding RMB15.0 million (or equivalent in Hong Kong Dollars), the details of which, including but not limited to the subject of investment, the form of investment, the investment amount and percentage shareholding, are subject to due diligence, further negotiation between the parties concerned.

The Company shall publish further announcement in relation to the Group’s participation in the Project when appropriate.

Shareholders of the Company and potential investors are advised to exercise caution when dealing in the shares of the Company.

By order of the Board
Prosper Construction Holdings Limited
Kui Ching Wah
Executive Director

Hong Kong, 15 August 2017

As at the date of this 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, Mr. GE Zhenming, Ms. LEUNG Sau Fan Sylvia and Mr. LEUNG Yee Tak.