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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)

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR, CHAIRMAN OF AUDIT COMMITTEE, MEMBER OF REMUNERATION, NOMINATION AND RISK MANAGEMENT COMMITTEES

The board (the “**Board**”) of directors (the “**Directors**”) of Prosper Construction Holdings Limited (the “**Company**”) hereby announces that Mr. Cheung Chi Man Dennis (“**Mr. Cheung**”) has been appointed as an independent non-executive Director of the Company, the chairman of the audit committee, a member of the remuneration committee, nomination committee and risk management committee with effect from 8 August 2017. At the same time as Mr. Cheung’s appointment as chairman of the audit committee, the original audit committee chairman Ms. Leung Say Fan Sylvia is re-designated to a member of the audit committee.

Mr. Cheung, aged 49, is the financial controller and company secretary of Swift Express Holding Limited, a logistic company in Hong Kong, where he is mainly responsible for overseeing the financial, treasury and company secretarial matters.

Other than the above employment, Mr. Cheung is currently an independent non-executive director of Megalogic Technology Holdings Limited (stock code: 8242) since 30 April 2015. Mr. Cheung was formerly an independent non-executive director (from November 2005 to October 2008), executive director (from October 2008 to December 2013), company secretary (from October 2008 to September 2014) and chief financial officer (from March 2014 to November 2015) of Peace Map Holding Limited (formerly known as Ming Hing Waterworks Holdings Limited) (stock code: 402), a company listed on the Main Board of the Stock Exchange of Hong Kong Limited (“**Stock Exchange**”). Mr. Cheung was also an independent non-executive Director of China Trustful Group Limited (formerly known as Powerwell Pacific Holdings Limited) (stock code: 8265) from September 2010 to September 2014, a company listed on the Growth Enterprise Market of the Stock Exchange; and was the chief finance officer of the China division of Midland Holdings Limited (stock code: 1200) from November 2004 to November 2008, a company listed on the Main Board of the Stock Exchange. Mr. Cheung was a director of Xact Integrated Marketing Limited, a private company incorporated in Hong Kong, which was dissolved by deregistration pursuant to section 291AA of the then prevailing Companies Ordinance (Chapter 32 of the Laws of Hong Kong) on 7 September 2007. To the best of the knowledge and belief of Mr. Cheung, Xact Integrated Marketing Limited was principally engaged in commercial advertising and had ceased business and was solvent at the time of it being dissolved by deregistration.

Mr. Cheung has been admitted as a certified public accountant for over 19 years. Mr. Cheung obtained a master's degree in commerce from the University of New South Wales, Australia in April 1993 and a bachelor's degree in mechanical engineering from Imperial College, London, United Kingdom in August 1990. Mr. Cheung is a fellow member of the Hong Kong Institute of Certified Public Accountants and a certified tax adviser of The Taxation Institute of Hong Kong.

Saved as disclosed above, Mr. Cheung (i) has 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) has not held any position with the Company and its subsidiaries; (iii) does not have any relationships with any directors, senior management, substantial or controlling shareholders of the Company; and (iv) does not have any interest in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

Mr. Cheung entered into an appointment letter with the Company on 8 August 2017, pursuant to which Mr. Cheung is entitled to receive a remuneration of HK\$18,000 per month and his appointment is for an initial term of two years and renewable for successive term of one year each. However, his appointment will be subject to retirement by rotation at annual general meetings of the Company and he shall be eligible for re-election in accordance with the articles of association of the Company.

Mr. Cheung has met the independence criteria as set out in the Rule 3.13 of the Rules Governing the Listing of Securities on the Stock Exchange (“**Listing Rules**”), and saved as disclosed in this announcement, the Board is not aware of any information which is required to be disclosed pursuant to of Rule 13.51(2)(h) to Rule 13.51(2)(v) of the Listing Rules and any other matters relating to the appointment of Mr. Cheung that need to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to welcome Mr. Cheung joining the Board.

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

Hong Kong, 8 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.