

## Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : <u>31/08/2016</u>

To : Hong Kong Exchanges and Clearing Limited

| Name of Issuer | Prosper Construction Holdings Limited |
|----------------|---------------------------------------|
| Date Submitted | 02/09/2016                            |

I. Movements in Authorised Share Capital

| 1. | Ordinary | Shares |
|----|----------|--------|
|----|----------|--------|

| (1) Stock code : <u>6816</u> Descri | ck code : <u>6816</u> Description : |                                  |   |
|-------------------------------------|-------------------------------------|----------------------------------|---|
|                                     | No. of ordinary shares              | Par value<br>(HK\$)              | Authorised share<br>capital<br>(HK\$)           |
| Balance at close of preceding month | 4,000,000,000                       | 0.01                             | 40,000,000.00                                   |
| Increase/(decrease)                 | Nil                                 |                                  | Nil   |
| Balance at close of the month       | 4,000,000,000                       | 0.01                             | 40,000,000.00                                   |
| (2) Stock code : <u>N/A</u> Descri  | ption :                             | N/A                              |   |
|                                     | No. of ordinary shares              | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(State currency) |
| Balance at close of preceding month |                                     |                                  |   |
| Increase/(decrease)                 |                                     |                                  |   |
| Balance at close of the month       |                                     |                                  |   |

## 2. Preference Shares

| Stock code :          | : <u>N/A</u> Description : |                             | N/A                                 |   |  |
|-----------------------|----------------------------|-----------------------------|-------------------------------------|---|--|
|                       |                            | No. of preference<br>shares | Par value<br>ce (State<br>currency) | Authorised share<br>capital<br>(State currency) |  |
| Balance at close of p | preceding r                | nonth                       |                                     |   |  |
| Increase/(decrease)   |                            |                             |                                     |   |  |
| Balance at close of t | he month                   |                             |                                     |   |  |

## 3. Other Classes of Shares

| Stock code :        | ode : <u>N/A</u> Description : |                                | N/A                              | A   |
|---------------------|--------------------------------|--------------------------------|----------------------------------|---|
|                     |                                | No. of other classes of shares | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(State currency) |
| Balance at close of | preceding 1                    | nonth                          |                                  |   |
| Increase/(decrease) |                                |                                | _                                |   |
| Balance at close of | the month                      |                                |                                  |   |

Total authorised share capital at the end of the month (HK\$): 40,000,000.00

## II. Movements in Issued Share Capital

|  | No. of ordinary shares |     | No of preference | No. of other classes |  |
|--|------------------------|-----|------------------|----------------------|--|
|  | (1)                    | (2) | shares           | of shares            |  |
| Balance at close of preceding month      | 800,000,000            | N/A | N/A              | N/A                  |  |
| Increase/ (decrease)<br>during the month | N/A                    | N/A | N/A              | N/A                  |  |
| Balance at close of the month            | 800,000,000            | N/A | N/A              | N/A                  |  |

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

| Particulars of share option scheme    |         |                    |               |               | No. of new shares of issuer issued during | No. of new shares of issuer which may be |
|---------------------------------------|---------|--------------------|---------------|---------------|---|--|
| including EGM                         |         |                    |               |               | the month pursuant                        | issued pursuant thereto                  |
| approval date                         |         | Movement dur       | ing the month |               | thereto                                   | as at close of the month                 |
| (dd/mm/yyyy) and -                    |         |                    | -             |               |   |  |
| class of shares<br>issuable           | Granted | Exercised          | Cancelled     | Lapsed        |   |  |
| 1. Share option                       |         |                    |               |               |   |  |
| scheme                                |         |                    |               |               |   |  |
|                                       |         |                    |               |               |   |  |
|                                       |         |                    |               |               |   |  |
|                                       |         |                    |               |               |   |  |
|                                       |         |                    |               |               |   |  |
|                                       |         |                    |               |               |   |  |
| (22/06/2016)                          |         |                    |               |               |   |  |
| Ordinary shares                       | NIL     | NIL                | NIL           | NIL           | NIL                                       | NIL                                      |
| (Note 1)                              |         |                    |               |               |   |  |
| 2.                                    |         |                    |               |               |   |  |
| 2.                                    |         |                    |               |               |   |  |
|                                       |         |                    |               |               |   |  |
|                                       |         |                    |               |               |   |  |
|                                       |         |                    |               |               |   |  |
| · · · · · · · · · · · · · · · · · · · |         |                    |               |               |   |  |
|                                       |         |                    |               |               |   |  |
| <u>( / / )</u>                        |         |                    |               |               |   |  |
| (Note 1)                              |         |                    |               |               |   |  |
| (1010-1)                              |         |                    |               |               |   |  |
| 3.                                    |         |                    |               |               |   |  |
|                                       |         |                    |               |               |   |  |
| ·                                     |         |                    |               |               |   |  |
|                                       |         |                    |               |               |   |  |
| ( / / )<br>shares                     |         |                    |               |               |   |  |
| (Note 1)                              |         |                    |               |               |   |  |
| (1.000 1)                             |         |                    | Total A. (Ord | inary shares) | N/A                                       |  |
|                                       |         |                    |               | rence shares) | N/A                                       |  |
|                                       |         |                    |               | (Other class) | N/A                                       |  |
| Total funds raised dur                |         | n from exercise of | of            |               |   |  |
| options (State currence               | cy)     |                    |               | N/A           |   |  |
|                                       |         |                    |               |               |   |  |

| Description of warrants<br>(Date of expiry - dd/mm/yyyy)                  | Currency of Nominal value a<br>nominal close of<br>value preceding month | during the | Nominal value<br>at close of the<br>month |
|---|--|------------|---|
| 1.  |  |            | -   |
|   |  |            |   |
| ( / / )<br>Stock code (if listed)<br>Class of shares<br>issuable (Note 1) |  | _          |   |
| Subscription price<br>EGM approval date<br>(if applicable)                |  | -          |   |
| (dd/mm/yyyy)2.  | ( / / )  | _          |   |
| ( / / )   |  |            | ·   |
| Stock code (if listed)  |  | _          |   |

Warrants to Issue Shares of the Issuer which are to be Listed

| For Main Board and GEM listed issuers |
|---------------------------------------|

No. of new

No. of new

| Description of warrants<br>(Date of expiry - dd/mm/yyyy)  | Currency of Nominal val<br>nominal close of<br>value preceding m | during | g the at close of the              |            | shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|---|--|--------|------------------------------------|------------|--|
| 1.  | <u> </u>   |        |                                    |            |  |
| ( / / )<br>Stock code (if listed)<br>Class of shares<br>issuable (Note 1)<br>Subscription price<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)<br>2. |  |        |                                    |            |  |
| ( / / )   | -<br>  |        |                                    |            |  |
| Stock code (if listed)  |  |        |                                    |            |  |
| Class of shares<br>issuable (Note 1)<br>Subscription price<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)<br>3.                                      | ( / / )  |        |                                    |            |  |
| ( / / )   | - <u> </u>   |        |                                    |            |  |
| Stock code (if listed)<br>Class of shares<br>issuable ( <i>Note 1</i> )   |  |        |                                    |            |  |
|   | ( / / )  |        |                                    |            |  |
| 4   | -  |        |                                    |            |  |
| ( / / )<br>Stock code (if listed)<br>Class of shares  |  |        |                                    |            |  |
| issuable (Note 1)   |  |        |                                    |            |  |
| Subscription price<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)  | ( / / )  |        |                                    |            |  |
|   |  |        | Ordinary shares)                   | N/A        | _  |
|   |  | (Pi    | reference shares)<br>(Other class) | N/A<br>N/A | _  |
|   |  |        |                                    |            | -  |

| Convertibles (i.e. Convertible i   | nto Sharoa of the l | laguar which are to                      |                                  | For Main Board and GEM listed issuers |  |  |  |
|--|---------------------|--|----------------------------------|---------------------------------------|--|--|--|
| Class and description  |                     | Amount at close<br>of preceding<br>month | Converted<br>during the<br>month | Amount at<br>close of the<br>month    | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |  |
| 1.   |                     |  |                                  |                                       |  |  |  |
|  |                     |  |                                  |                                       |  |  |  |
|  |                     |  |                                  |                                       |  |  |  |
| Stock code (if listed)<br>Class of shares<br>issuable ( <i>Note 1</i> )<br>Subscription price<br>EGM approval date |                     |  |                                  |                                       |  |  |  |
| (if applicable)  |                     |  |                                  |                                       |  |  |  |
| (dd/mm/yyyy))2.  | ( / / )             |  |                                  |                                       |  |  |  |
| 2.   |                     |  |                                  |                                       |  |  |  |
|  |                     |  |                                  |                                       |  |  |  |
|  |                     |  |                                  |                                       |  |  |  |
| Stock code (if listed)   |                     |  |                                  |                                       |  |  |  |
| Class of shares issuable ( <i>Note 1</i> )   |                     |  |                                  |                                       |  |  |  |
| Subscription price   |                     |  |                                  |                                       |  |  |  |
| EGM approval date  |                     |  |                                  |                                       |  |  |  |
| (if applicable)  |                     |  |                                  |                                       |  |  |  |
| (dd/mm/yyyy)3.   | ( / / )             |  |                                  |                                       |  |  |  |
| 5.   |                     |  |                                  |                                       |  |  |  |
|  |                     |  |                                  |                                       |  |  |  |
|  |                     |  |                                  |                                       |  |  |  |
| Stock code (if listed)   |                     |  |                                  |                                       |  |  |  |
| Class of shares issuable ( <i>Note 1</i> )   |                     |  |                                  |                                       |  |  |  |
| Subscription price   |                     |  |                                  |                                       |  |  |  |
| EGM approval date  |                     |  |                                  |                                       |  |  |  |
| (if applicable)<br>(dd/mm/yyyy)  |                     |  |                                  |                                       |  |  |  |
| 4.   | ( / / )             |  |                                  |                                       |  |  |  |
|  |                     |  |                                  |                                       |  |  |  |
|  |                     |  |                                  |                                       |  |  |  |
|  |                     |  |                                  |                                       |  |  |  |
| Stock code (if listed)   |                     |  |                                  |                                       |  |  |  |
| Class of shares issuable ( <i>Note 1</i> )   |                     |  |                                  |                                       |  |  |  |
| Subscription price   |                     |  |                                  |                                       |  |  |  |
| EGM approval date  |                     |  |                                  |                                       |  |  |  |
| (if applicable)  |                     |  |                                  |                                       |  |  |  |
| (dd/mm/yyyy)   | ( / / )             |  | Total C. (Ordin                  | nary shares)                          | N/A  |  |  |
|  |                     |  | (Prefere                         | ence shares)                          | N/A  | -  |  |
|  |                     |  | (                                | Other class)                          | N/A  | _  |  |

For Main Board and GEM listed issuers Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

|   | No. of new shares of<br>issuer issued during<br>the month pursuant | No. of new shares of<br>issuer which may be<br>issued pursuant thereto |
|---|--|--|
| Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable: | thereto  | as at close of the month   |
| 1   |  |  |
|   |  |  |
| shares (Note 1)   | -  |  |
| 2   |  |  |
|   | -  |  |
|   |  |  |
| 3.  |  |  |
|   | -  |  |
|   |  |  |
| shares (Note 1)   |  |  |
| Total D. (Ordinary shares)<br>(Preference shares)   | N/A<br>N/A   |  |
| (Other class)   | N/A<br>N/A   |  |
|   |  |  |

|    | Type of Issue | Issued Share Capital |   |       |     | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be<br>issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|----|---------------|----------------------|---|-------|-----|--|---|
|    |               |                      | Class of shares issuable                                  |       |     |  |   |
| 1. | Rights issue  | At price : State     | (Note 1) Issue and allotment                              | ( / , | / ) |  |   |
|    | -             | - currency           | date : (dd/mm/yyyy)<br>EGM approval date:<br>(dd/mm/yyyy) | ( / ) | ( ) |  |   |
|    |               |                      | ( ))))))  |       |     | N/A  | N/A   |
|    |               |                      | Class of shares issuable ( <i>Note 1</i> )                |       |     |  |   |
| 2. | Open offer    | At price : State     | Issue and allotment<br>date : (dd/mm/yyyy)                | ( / , | )   |  |   |
|    |               |                      | EGM approval date:<br>(dd/mm/yyyy)                        | ( / , | )   | N/A  | N/A   |
|    |               |                      |   |       |     |  |   |
|    |               |                      | Class of shares issuable ( <i>Note 1</i> )                |       |     |  |   |
| 3. | Placing       | At price : State     | Issue and allotment<br>date : (dd/mm/yyyy)                | ( / ) | / ) |  |   |
|    |               |                      | EGM approval date:<br>(dd/mm/yyyy)                        | ( / ) | )   | N/A  | N/A   |
|    |               |                      |   |       |     |  |   |
|    |               |                      | Class of shares issuable ( <i>Note 1</i> )                |       |     |  |   |
| 4. | Bonus issue   |                      | Issue and allotment<br>date : (dd/mm/yyyy)                | ( / , | )   |  |   |
|    |               |                      | EGM approval date:<br>(dd/mm/yyyy)                        | ( / ) | / ) | N/A  | N/A   |
|    |               |                      |   |       |     | 1N/A   | A   |

|    | Type of Issue                        |   |       |   | rd and GEM lis<br>No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new shares of |
|----|--------------------------------------|---|-------|---|--|----------------------|
|    |                                      | Class of shares issuable ( <i>Note 1</i> )    |       |   |  |                      |
| 5. | Scrip dividend At price : State      | Issue and allotment<br>date : (dd/mm/yyyy)    | ( / / | ) |  |                      |
|    |                                      | EGM approval date:<br>(dd/mm/yyyy)            | ( / / | ) |  |                      |
|    |                                      | (dd/mm/yyyy)                                  |       |   | N/A  | N/A                  |
|    |                                      | Class of shares repurchased ( <i>Note 1</i> ) |       |   |  |                      |
| 6. | Repurchase of shares                 | Cancellation date :<br>(dd/mm/yyyy)           | ( / / | ) |  |                      |
|    |                                      | EGM approval date:<br>(dd/mm/yyyy)            | ( / / | ) |  |                      |
|    |                                      | (   |       |   | N/A  | N/A                  |
|    |                                      | Class of shares redeemed ( <i>Note 1</i> )    |       |   |  |                      |
| 7. | Redemption of shares                 | Redemption date :<br>(dd/mm/yyyy)             | ( / / | ) |  |                      |
|    |                                      | EGM approval date: (dd/mm/yyyy)               | ( / / | ) |  |                      |
|    |                                      | · · · · · · · · · · · · · · · · · · ·         |       |   | N/A  | N/A                  |
|    |                                      | Class of shares issuable ( <i>Note 1</i> )    |       |   |  |                      |
| 8. | Consideration issue At price : State | Issue and allotment<br>date : (dd/mm/yyyy)    | ( / / | ) |  |                      |
|    |                                      | EGM approval date:<br>(dd/mm/yyyy)            | ( / / | ) |  |                      |
|    |                                      |   |       |   | N/A  | N/A                  |

|     |                         |                 | For Main Board and GEM listed issuers |            |       |               |               |
|-----|-------------------------|-----------------|---------------------------------------|------------|-------|---------------|---------------|
|     |                         |                 |                                       |            |       | No. of new    | No. of new    |
|     |                         |                 |                                       |            |       | shares of     | shares of     |
|     |                         |                 |                                       |            |       | issuer issued |               |
|     |                         |                 |                                       |            |       | during the    | may be        |
|     |                         |                 |                                       |            |       | month         | issued        |
|     |                         |                 |                                       |            |       | pursuant      | pursuant      |
|     |                         |                 |                                       |            |       | thereto       | thereto as at |
|     |                         |                 |                                       |            |       |               | close of the  |
|     | Type of Issue           |                 |                                       |            |       |               | month         |
|     |                         |                 | Class of shares issuable              |            |       |               |               |
|     |                         |                 | (Note 1)                              |            |       |               |               |
|     |                         |                 | (Note 1)                              |            |       |               |               |
| 9.  | Capital                 |                 | Issue and allotment                   | ( / /      | )     |               |               |
|     | reorganisation          |                 | date : (dd/mm/yyyy)                   |            |       |               |               |
|     |                         |                 |                                       |            | ``    |               |               |
|     |                         |                 | EGM approval date:                    | ( / /      | )     |               |               |
|     |                         |                 | (dd/mm/yyyy)                          |            |       |               |               |
|     |                         |                 |                                       |            |       | N/A           | N/A           |
|     |                         |                 |                                       |            |       |               |               |
|     |                         |                 |                                       |            |       |               |               |
|     |                         |                 |                                       |            |       |               |               |
|     |                         |                 | Class of shares issuable              |            |       |               |               |
|     |                         |                 | (Note 1)                              |            |       |               |               |
| 10  |                         |                 | (Note 1)                              |            |       |               |               |
| 10. | Partial exercise of     |                 | Issue and allotment                   |            |       |               |               |
|     | over-allotment          | At price : HK\$ | date : (dd/mm/yyyy)                   | ( / /      | )     |               |               |
|     | option                  |                 |                                       |            |       |               |               |
|     |                         |                 | Shareholders' approval                |            | ``    |               |               |
|     |                         |                 | date:                                 | ( / /      | )     |               |               |
|     |                         |                 | (dd/mm/yyyy)                          |            |       | N/A           | N/A           |
|     |                         |                 |                                       |            |       |               |               |
|     |                         |                 |                                       | Ordinary s |       |               |               |
|     | (Preference shares) N/A |                 |                                       |            |       |               |               |
|     |                         |                 |                                       | (Other     | class | s) N/A        |               |
|     |                         |                 |                                       |            |       |               |               |

| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):                          | (1) | N/A |  |  |  |
|--|-----|-----|--|--|--|
|  | (2) | N/A |  |  |  |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):                        | =   | N/A |  |  |  |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):                  | -   | N/A |  |  |  |
| (These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").) |     |     |  |  |  |

| Submitted by: Lee Baldwin                              |  |
|--|--|
| Title: Joint Company Secretary                         |  |
| (Director, Secretary or other duly authorised officer) |  |

Notes :

- 1. State the class of shares (e.g. ordinary, preference or other).
- 2. If there is insufficient space, please append the prescribed continuation sheet.