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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)

CHANGE OF EXECUTIVE DIRECTORS, AND CHANGE IN COMPOSITION OF REMUNERATION COMMITTEE, NOMINATION COMMITTEE, RISK MANAGEMENT COMMITTEE, AND STRATEGY AND INVESTMENT COMMITTEE

RETIREMENT OF EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Director(s)**”) of Prosper Construction Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that, as stated in the announcement of the Company dated 29 May 2023, Mr. Yang Zhenshan did not offer himself for re-election as Director at the annual general meeting of the Company held on 27 June 2023 (the “**AGM**”); accordingly, Mr. Yang has retired as executive Director with effect from conclusion of the AGM.

Mr. Yang Zhenshan has confirmed that he has no disagreement with the Board and there is no matter in relation to his retirement that needs to be brought to the attention of the shareholders of the Company.

The Board wishes to express its sincere gratitude for the invaluable contributions of Mr. Yang during his tenure of office.

APPOINTMENT OF EXECUTIVE DIRECTOR

The Board further announces that the resolution for appointment of Mr. Du Jianzhi as executive Director has been passed at the AGM and extends a warm welcome to Mr. Du for joining the Board.

The biographical details of the Mr. Du are set out below.

Mr. Du Jianzhi (杜建志), aged 42, graduated in civil engineering from the Shandong University of Science and Technology* (山東科技大學) in the PRC and is qualified as a registered cost engineer since 2008 and a grade-one constructor since 2010.

Mr. Du has over 17 years of experience in risk control, project costing and general construction project management and is employed under Qingdao Dongjie Construction Group Co. Ltd.* 青島市東捷建設集團有限公司, a subsidiary of the Company, as deputy general manager from February 2022 until present. From October 2018 to February 2022, Mr. Du served as a deputy general manager of the general manager office of an engineering consultant company. From May 2015 to June 2018, he served the deputy head of risk control department of West Coast Development Group*. From February 2009 to May 2015, he was the head of audit (second division) of an engineering consultancy company in Qingdao. From September 2002 to May 2006, he was a deputy head of construction division of an accountant firm in Qingdao.

Mr. Du will enter into a service contract with the Company with an initial term of three years with effect passing of his appointment as Director by shareholders of the Company at the AGM, renewable for successive term of one year each, unless terminated by either party giving not less than three months' notice in writing. Mr. Du is entitled to a monthly remuneration of RMB54,300 under the aforesaid service contract, unless otherwise determined by the Board based on the recommendation of the remuneration committee of the Board. His appointment will be subject to retirement by rotation at annual general meetings of the Company and be eligible for re-election in accordance with the articles of association of the Company.

Save as disclosed above, Mr. Du (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; (iv) does not have any interest in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance; and (v) there is neither any other information that is required to be disclosed pursuant to Rule 13.51(2)(h) to 13.51(2)(v) of the Listing Rules nor any other matter that needs to be brought to the attention of the Shareholders in relation to his appointment.

CHANGE IN COMPOSITION OF REMUNERATION COMMITTEE, NOMINATION COMMITTEE, RISK MANAGEMENT COMMITTEE, AND STRATEGY AND INVESTMENT COMMITTEE

The Board further announces the following changes to the composition of the Board's remuneration committee, nomination committee, risk management committee, and strategy and investment committee with effect from 27 June 2023.

Remuneration committee

New appointment: Mr. Ni Chuchen as member

Nomination committee

New appointment: Mr. Ni Chuchen as member

Risk management committee

New appointment: Mr. Yang Honghai and Mr. Du Jianzhi as member

Strategy and investment committee

New appointment: Mr. Ni Chuchen as member

By order of the Board
Prosper Construction Holdings Limited
Ni Chuchen
Executive Director

Hong Kong, 27 June 2023

As at the date of this announcement, the Board comprised executive Directors Mr. JIANG Hongchang (chairman of the Board), Mr. LIU Yutao, Mr. YANG Honghai, Mr. NI Chuchen, Mr. DU Jianzhi; and independent non-executive Directors Mr. CHEUNG Chi Man Dennis, Mr. WANG Yaping and Mr. CHENG Xuezhao.

* For identification purpose only