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

APPOINTMENT OF INDEPENDENT NON-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, Ms. CHEN Yan (“**Ms. Chen**”) has been appointed an independent non-executive Director with effect from 20 December 2023.

The biographical details of the Ms. Chen are set out below.

Ms. Chen Yan (陳艷), aged 48, graduated in accountancy from Shandong University of Finance* (山東財政學院) in 2001 and obtained a master’s degree in engineering (software engineering) from Tianjin University (天津大學) in 2012 and is qualified as a senior corporate compliance officer and holds title of senior economist.

Ms. Chen is experienced in corporate management, industry investment, construction, operation and technology research with state-owned enterprise and has over 20 years of management experience in financial, operation, investment and corporate compliance functions and is the associate dean of The University of Hong Kong Shenzhen Institute of Research and Innovation since February 2022. Ms. Chen was a deputy general manager of Global Digital Creations Holdings Limited, a company listed on GEM of the Stock Exchange (stock code: 8271), from February 2021 to March 2022. During the period from February 2016 to February 2021, Ms. Chen served various position within the Qilu Culture and Tourism Group Limited* (齊魯文旅集團有限公司), including acting as deputy general manager from 2016 until May 2020 and chairman of the supervisory committee from May 2020 until February 2021.

Ms. Chen will enter into a letter of appointment with the Company with an initial term of one year effective from 20 December 2023 and renewable for successive term of one year each, unless terminated by either party giving not less than three months' notice in writing. However, her appointment will be subject to retirement by rotation at annual general meetings of the Company and she shall be eligible for re-election in accordance with the articles of association of the Company. Ms. Chen is entitled to a monthly remuneration of HK\$21,600 which is determined with reference to his duties, responsibilities, the prevailing market conditions and has been approved the by the Board and the remuneration committee of the Company.

Ms. Chen 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, Ms. Chen (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 her appointment.

The Board extends a warm welcome to Ms. Chen for joining.

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

The Board further announces that upon the appointment of Ms. Chan Yan as an independent non-executive Director, she is simultaneously appointed a member of the Board's audit committee, remuneration committee, nomination committee, risk management committee, and strategy and investment committee with effect from 20 December 2023.

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

Hong Kong, 20 December 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, Mr. CHENG Xuezhao and Ms. CHEN Yan.

* For identification purpose only