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CO-PROSPERITY HOLDINGS LIMITED

協盛協豐控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 707)

PROFIT WARNING

This announcement is made by the Company pursuant to Rule 13.09 of the Listing Rules.

The Board wishes to inform the Shareholders and potential investors that the Group expects to record a considerable increase in its consolidated net loss for the year ended 31 December 2010 as compared to the consolidated net loss for the year ended 31 December 2009.

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

This announcement is made by Co-Prosperity Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The board of directors of the Company (the “**Board**”) wishes to inform the shareholders of the Company (the “**Shareholders**”) and potential investors that the annual results of the Group for the year ended 31 December 2010 are expected to be adversely impacted by the difficult operating environment and the impairment provision in respect of certain assets of its certain business units in line with relevant accounting regulations. The Group expects to record a considerable increase in its consolidated net loss for the year ended 31 December 2010 as compared to the consolidated net loss for the year ended 31 December 2009.

Despite the abovementioned situation, the Board considers that the overall financial condition and operations of the Group as a whole remain sound and healthy.

The Company is in the process of finalizing the annual results of the Group for the year ended 31 December 2010 and this profit warning announcement is only based on the preliminary assessment of the information currently available to the Company. Details of the Group's results and performance will be disclosed when the annual results of the Group for the year ended 31 December 2010 is announced.

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

By Order of the Board
Co-Prosperity Holdings Limited
Sze Siu Hung
Chairman

Hong Kong, 14 January 2011

As at the date of this announcement, Mr. Sze Siu Hung, Mr. Qiu Fengshou, Madam Cai Peilei and Mr. Sze Chin Pang are the executive Directors; and Professor Zeng Qingfu, Professor Zhao Bei and Mr. Lui Siu Keung are the independent non-executive Directors.

* *For identification purposes only*