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PROSPERITY INTERNATIONAL HOLDINGS (H.K.) LIMITED

昌興國際控股(香港)有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 803)

**FURTHER DELAY IN DESPATCH OF CIRCULAR
IN RELATION TO THE
MAJOR AND CONNECTED TRANSACTION
INVOLVING THE ACQUISITION OF
SHARES IN INDONESIA CONCH**

Reference is made to the announcement of Prosperity International Holdings (H.K.) Limited (the “**Company**”) dated 26 October 2016 in relation to the Acquisition and the announcement of the Company dated 13 January 2017 in relation to the delay in despatch of circular in connection with the Acquisition (the “**Delay Announcement**”) (together the “**Announcements**”). Unless otherwise specified, capitalised terms used in this announcement shall have the same meaning as those defined in the Announcements.

As disclosed in the Delay Announcement, the Circular containing, among others, (i) details of the Acquisition and the Specific Mandate, (ii) the advice from the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders in respect of the Sale and Purchase Agreement and the transactions contemplated thereunder, (iii) the recommendation from the Independent Board Committee to the Independent Shareholders in respect of the Sale and Purchase Agreement and the transactions contemplated thereunder together with (iv) the notice of SGM is expected to be despatched to the Shareholders on or before 28 February 2017.

* *for identification purpose only*

As the Company requires additional time to prepare and finalize the information in the Circular, including the financial information and management discussion and analysis of the Indonesia Conch Group, the pro-forma financial information and indebtedness statement of the Group, and to obtain the bank confirmations from the relevant banks in respect of the existing facilities of the Company for the auditor to prepare the comfort letter relating to the sufficiency of working capital for incorporation into the Circular, it is expected that the despatch of the Circular will be postponed to a date not later than 31 March 2017.

By order of the Board
Prosperity International Holdings (H.K.) Limited
Wong Ben Koon
Chairman

Hong Kong, 28 February 2017

As at the date of this announcement, the executive Directors are Mr. Wong Ben Koon (Chairman), Dr. Mao Shuzhong (Chief Executive Officer), Ms. Gloria Wong and Mr. Kong Siu Keung; the non-executive Directors are Mr. Liu Yongshun and Mr. Wu Likang; and the independent non-executive Directors are Mr. Yuen Kim Hung, Michael, Mr. Yung Ho, Mr. Chan Kai Nang and Mr. Ma Jianwu.