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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)

**MONTHLY UPDATE ON THE POSSIBLE TRANSACTION
PURSUANT TO RULE 3.7 OF THE TAKEOVERS CODE**

**SUPPLEMENTAL DEED TO THE LETTER OF INTENT
RELATING TO THE POSSIBLE TRANSACTION**

This announcement is made by Prosper Construction Holdings Limited (the “**Company**”) pursuant to Rule 3.7 of the Code on Takeovers and Mergers (the “**Takeovers Code**”) of the Securities and Futures Commission of Hong Kong.

Reference is made to the announcements of the Company dated 23 March 2018, 23 April 2018 and 23 May 2018 (the “**Announcements**”) in relation to the Possible Transaction. Unless otherwise defined, capitalised terms used herein shall have the same meanings as defined in the Announcements.

The Board wishes to update shareholders of the Company and potential investors that:

- (i) as informed by the Potential Seller, the due diligence review on the Group conducted by the Potential Purchaser, through its professional teams is still on-going as at the date of this announcement;
- (ii) as disclosed in the Announcement dated 23 March 2018, the Potential Seller and the Potential Purchaser (the “**Parties**”) agreed on the Exclusivity Period of three months pursuant to the LOI. The Exclusivity Period as stipulated in the LOI shall end on 22 June 2018; and
- (iii) as additional time is required for the due diligence review and negotiation of the terms of the Possible Transaction, the Parties have entered into a supplemental deed to the LOI (the “**Supplemental Deed**”) on 22 June 2018 to extend the Exclusivity Period by two months to 22 August 2018, or such longer period as may be further agreed by the Parties.

Except as specifically amended by the Supplemental Deed, the provisions of the LOI shall remain in full force and effect in all respects.

Save as disclosed, since the publication of the Announcements, as informed by the Potential Seller, whilst the discussions between the Parties are still on-going, no commitment or any formal or legally binding agreement has been reached or entered into, nor any material terms and conditions in respect of the Possible Transaction have been agreed as at the date of this announcement.

In compliance with Rule 3.7 of the Takeovers Code, monthly announcement(s) setting out the progress of the Possible Transaction will be made by the Company as and when appropriate or required in accordance with the Listing Rules and the Takeovers Code (as the case may be) on a monthly basis until announcement of firm intention to make an offer under Rule 3.5 of the Takeovers Code or of a decision not to proceed with an offer is made.

WARNINGS: There is no assurance that the Possible Transaction will materialize or eventually be consummated and the relevant discussions may or may not lead to a general offer under Rule 26.1 of the Takeovers Code. The Possible Transaction may or may not proceed. Shareholders and potential investors should exercise caution when dealing in the securities of the Company, and if they are in doubt about their position, they should consult their professional adviser(s).

By order of the Board
Prosper Construction Holdings Limited
Kui Ching Wah
Executive Director

Hong Kong, 22 June 2018

As at the date of this announcement, the executive Directors are Mr. CUI Qi (chairman of the Board), Mr. YU Ming, Ms. KUI Ching Wah and Mr. TAO Yang and the independent non-executive Directors are Mr. CHEUNG Chi Man Dennis, Ms. LEUNG Sau Fan Sylvia and Mr. LEUNG Yee Tak.

The Directors of the Company jointly and severally accept full responsibility for the accuracy of information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.