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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: 8139)

ANNOUNCEMENT OF RESULTS OF ANNUAL GENERAL MEETING

At the annual general meeting of the Company, the ordinary resolutions approving, among other things, the general mandate to issue and to repurchase Shares, refreshment of the Scheme Mandate Limit, granting of options and the re-election of Directors were duly passed.

Reference is made to the notice of annual general meeting and the circular to Shareholders both dated 18 July 2006 in relation to, among other things, the general mandate to issue and to repurchase Shares, refreshment of the Scheme Mandate Limit, granting of options and the re-election of Directors. Unless the context requires otherwise, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that at the AGM held on 14 August 2006, ordinary resolutions approving, among other things, the general mandate to issue and to repurchase Shares, refreshment of the Scheme Mandate Limit, granting of options and the re-election of Directors were duly passed.

The ordinary resolution relating to the grant of share options to Mr. Wong Ben Koon was passed by Shareholders by way of a poll at the AGM. The poll results are as follows:

Resolution No.	Ordinary Resolution	Number of votes and percentages		
		For	Against	Abstain
9.	To authorize the Board to grant an option to subscribe for 6,000,000 Shares under the Share Option Scheme to Mr. Wong Ben Koon	2,107,200 (100%)	0 (0%)	85,302,706

* *for identification only*

As at the date of AGM, the total number of Shares entitling the holders to attend and vote for or against resolution no. 9 at the AGM (being the total number of Shares in issue less the Shares held by Mr. Wong Ben Koon and his associates (as defined in the Listing Rules)) was 53,714,400 Shares and there is no share in the Company entitling the Shareholders to attend and vote only against resolution no. 9 at the AGM.

The Company's branch share registrar in Hong Kong, namely, Tengis Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

In accordance with the statement in the Circular that Mr. Wong Ben Koon and his associates (as defined in the Listing Rules) would abstain from voting. Mr. Wong Ben Koon and his associates abstained from voting on resolution no. 9 at the AGM.

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

Hong Kong, 15 August 2006

As at the date of this announcement, the executive Directors of the Company are Mr. Wong Ben Koon (Chairman), Mr. Ng Hon Fai, Mdm. Hon Ching Fong and Mr. Kong Siu Keung; the independent non-executive Directors of the Company are Mr. Mo Kwok Choi, Mr. Yuen Kim Hung, Michael and Mr. Yung Ho.

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The Directors of the Company having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, (i) the information contained in this announcement is accurate and complete in all material respects and not misleading; (ii) there are no other matters the omission of which would make any statement in this announcement misleading; and (iii) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

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