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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)**

### **POLL RESULTS OF THE SPECIAL GENERAL MEETING**

Reference is made to the circular (the “**Circular**”) of Prosperity International Holdings (H.K.) Limited (the “**Company**”) and the notice of the special general meeting dated 25 October 2019 (the “**SGM**”) in relation to, among other things, the Disposal of equity interest in Fuchun Dongfang. Unless defined otherwise, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

The board (the “**Board**”) of directors (the “**Director(s)**”) of the Company is pleased to announce that the proposed ordinary resolutions (the “**Resolutions**”) as out in the notice of the SGM of Company dated 25 October 2019 (the “**Notice**”) were duly passed by way of poll at the SGM held on Tuesday, 12 November 2019 as more than 50% of the votes were cast in favour of the Resolutions.

\* For identification purposes only

The poll results in respect of all the Resolutions set out in the Notice are as follows:

Ordinary Resolutions		Number of votes cast (Percentage of total number of votes cast)	
		FOR	AGAINST
1	Subject to and conditional upon the passing of each of the ordinary resolutions in this form approving the Equity Transfer Agreement and Acquisition Loan Documents contemplated thereunder for the same, to ratify, confirm, authorize and approve the Equity Transfer Agreement and the transactions contemplated thereunder; and to authorize any one or more of the directors of the Company to do all acts and things and to execute all such documents and take all steps that are desirable or expedient to carry out or to give effect to the Equity Transfer Agreement and the transactions contemplated thereunder and related matters.	969,832,794 (100%)	0 (0%)
2	Subject to and conditional upon the passing of each of the ordinary resolutions in this form approving the Equity Transfer Agreement and Acquisition Loan Documents contemplated thereunder for the same, to ratify, confirm, authorize and approve the Acquisition Loan Documents and the transactions contemplated thereunder; and to authorize any one or more of the directors of the Company to do all acts and things and to execute all such documents and take all steps that are desirable or expedient to carry out or to give effect to the Acquisition Loan Documents and the transactions contemplated thereunder and related matters.	969,832,794 (100%)	0 (0%)
3	To ratify, confirm, authorize and approve the Working Capital Loan Documents and the transactions contemplated thereunder; and to authorise any one or more of the directors of the Company to do all acts and things and to execute all such documents and take all steps that are desirable or expedient to carry out or to give effect to the Working Capital Loan Documents and the transactions contemplated thereunder and related matters.	969,832,794 (100%)	0 (0%)

Ordinary Resolutions		Number of votes cast (Percentage of total number of votes cast)	
		FOR	AGAINST
4	To ratify, confirm, authorize and approve the Su Property Mortgage Agreement, the Su Security and the transactions contemplated thereunder; and to authorise any one or more of the directors of the Company to do all acts and things and to execute all such documents and take all steps that are desirable or expedient to carry out or to give effect to the Su Property Mortgage Agreement, the Su Security and the transactions contemplated thereunder and related matters.	969,832,794 (100%)	0 (0%)

The full text of the Resolutions is set out in the Notice.

As at the date of the SGM, the issued share capital of the Company was 1,343,649,151 Shares, which was the total number of Shares entitling the holders to attend and vote for or against all the Resolutions proposed at the SGM. No Shareholder was required to abstain from voting on any of the Resolutions at the SGM. No Shareholder was entitled to attend and vote only against any of the Resolutions at the SGM.

The branch share registrar and transfer office of the Company in Hong Kong, Tricor Tengis Limited, acted as the scrutineer for the purpose of vote-taking at the SGM.

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

Hong Kong, 12 November 2019

*As at the date of this announcement, the executive Directors are Mr. Wong Ben Koon (Chairman), Ms. Gloria Wong, Mr. Xie Qiangming (Chief Executive Officer), Mr. Nie Qiaoming and Mr. Ma Xin; and the independent non-executive Directors are Mr. Zhao Gen, Mr. Guan Guisen and Mr. Yan Xiaotian.*