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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)*

*(Provisional Liquidators Appointed)*

*(For Restructuring Purposes)*

**(Stock Code: 803)**

## **RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE OF AUTHORISED REPRESENTATIVE AND COMPOSITION OF THE COMMITTEES**

### **Resignation of Independent Non-executive Director, Part 16 Authorised Representative and Exchange Authorised Representative**

The board of directors (the “**Board**”) of Prosperity International Holdings (H.K.) Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that with effect from 23 June 2021, Mr. Yan Xiaotian (“**Mr. Yan**”) has resigned as (i) an independent non-executive director of the Company (“**INED**”); (ii) an authorised representative of the Company for accepting service of process and notices on behalf of the Company in Hong Kong under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) (the “**Part 16 Authorised Representative**”); and (iii) an authorised representative (the “**Exchange Authorised Representative**”) of the Company under Rule 3.05 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) in order to devote more time to his personal business affairs. Following Mr. Yan’s resignation as an INED, he ceased to be the chairman of the audit committee of the Company (the “**Audit Committee**”), the chairman of the remuneration committee of the Company (the “**Remuneration Committee**”) and a member of the nomination committee of the Company (the “**Nomination Committee**”).

*\* For identification purpose only.*

Mr. Yan has confirmed that he has no disagreement with the Board or the Company, and there is no matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company (“**Shareholders**”) or the Stock Exchange.

Following Mr. Yan’s resignation, the Company has only two INEDs, thus, including but not limited to, the number of INEDs, the composition of the Audit Committee and the Remuneration Committee fell below the requirements under Rules 3.10, 3.10A, 3.21 and 3.25 of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”).

The Board is in the process of identifying suitable candidates to fill the vacancy of INED as soon as practicable and in any event within 3 months from the date of this announcement pursuant to Rules 3.11 and 3.27 of the Listing Rules. Further announcement will be made by the Company as and when appropriate.

The Board would like to take this opportunity to express its sincere gratitude and appreciation to Mr. Yan for his valuable contribution to the Company during his tenure in office and wish him every success in the future.

### **Appointment of Part 16 Authorised Representative and Exchange Authorised Representative and Change of Composition of the Committees**

The Board is pleased to announce that Ms. Xue Shuying has been appointed as a Part 16 Authorised Representative, an Exchange Authorised Representative and the chairman of the Remuneration Committee with effect from 23 June 2021.

### **List of Directors and their roles and functions**

With effect from 23 June 2021, the members of the Board are set out below:

Executive director:

Mr. Zhang Yiwen (*Chairman and CEO*)

INEDs:

Ms. Tang Yali

Ms. Xue Shuying

The table below provides the latest membership information of the Audit Committee, Remuneration Committee and Nomination Committee on which each Board member serves:

<b>Board Committees</b>	<b>Audit Committee</b>	<b>Remuneration Committee</b>	<b>Nomination Committee</b>
<b>Directors</b>			
Mr. Zhang Yiwen	-	M	C
Ms. Tang Yali	M	M	M
Ms. Xue Shuying	M	C	M

*Notes:*

*C: Chairman of the relevant Board committees*

*M: Member of the relevant Board committees*

**Shareholders and potential investors of the Company should exercise caution when they deal or contemplate dealing in the Company's shares or other securities of the Company.**

By order of the Board  
**Prosperity International Holdings (H.K.) Limited**  
*(Provisional Liquidators Appointed)*  
*(For Restructuring Purposes)*  
**Zhang Yiwen**  
*Chairman and Chief Executive Officer*

Hong Kong, 23 June 2021

*As at the date of this announcement, the executive Director is Mr. Zhang Yiwen (Chairman and Chief Executive Officer) and the independent non-executive Directors are Ms. Tang Yali and Ms. Xue Shuying.*