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PROSPERITY INVESTMENT HOLDINGS LIMITED

嘉進投資國際有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 00310)

(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 31 MAY 2023;

(2) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR; AND

(3) ADOPTION OF THE AMENDED AND RESTATED BYE-LAWS

Reference is made to the circular (the “**Circular**”) of Prosperity Investment Holdings Limited (the “**Company**”) and the notice (the “**Notice**”) of Annual General Meeting (the “**AGM**”) dated 8 May 2023. Unless otherwise defined herein, terms used in this announcement shall have the same meanings as those defined in the Circular.

As at the date of the AGM, a total of 1,211,320,200 shares of the Company were in issue and the holders of which (“**Shareholders**”) were entitled to attend and to vote at the AGM. There were no restrictions on any Shareholders to cast votes on the resolutions proposed at the AGM. No party has stated its intention in the Circular to vote against the resolutions proposed at the AGM or to abstain from voting.

The Board announces that at the AGM held on 31 May 2023, all proposed resolutions as set out in the Notice were duly passed by a poll in accordance with the provisions of the Existing Bye-laws and the Listing Rules.

Tricor Secretaries Limited, the Company’s share registrar and transfer office in Hong Kong, acted as the scrutineer at the AGM for the purpose of vote-taking of the poll.

All Directors attended the AGM.

** For identification purpose only*

(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 31 MAY 2023

The poll results of the AGM are set out below:

ORDINARY RESOLUTIONS		Number of Votes (%)	
		For	Against
1.	To receive, consider and adopt the audited financial statements, the directors' report and the independent auditor's report of the Company for the year ended 31 December 2022	499,093,964 (100%)	0 (0%)
2A.	To re-elect Ms. Wong Lai Kin, Elsa as an independent non-executive director of the Company	499,093,964 (100%)	0 (0%)
2B.	To re-elect Mr. Lau Tom Ko Yuen as a non-executive director of the Company	445,693,964 (89.30%)	0 (0%)
2C.	To authorise the board of directors to fix the remuneration of the directors	499,093,964 (100%)	0 (0%)
3.	To approve the appointment of Mr. Ip Kwok Kwong as an independent non-executive director of the Company	499,093,964 (100%)	0 (0%)
4.	To re-appoint CL Partners CPA Limited as the auditor of the Company and to authorise the board of directors of the Company to fix their remuneration	499,093,964 (100%)	0 (0%)
5A.	To grant a general mandate to the board of directors of the Company to repurchase shares of the Company	499,093,964 (100%)	0 (0%)
5B.	To grant a general mandate to the board of directors of the Company to allot and issue new shares of the Company	499,093,964 (100%)	0 (0%)
5C.	To extend the general mandate granted to the board of directors of the Company to allot and issue new shares of the Company by the number of shares repurchased	499,093,964 (100%)	0 (0%)
SPECIAL RESOLUTION		Number of Votes (%)	
		For	Against
6.	To approve and adopt the Amended and Restated Bye-laws	499,093,964 (100%)	0 (0%)

(2) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that at the AGM, Mr. Ip Kwok Kwong (“**Mr. Ip**”) has been appointed as an independent non-executive Director by Shareholders with effect from the conclusion of the AGM.

Mr. Ip, aged 62, is a Chartered Valuation Surveyor, a Registered Professional Surveyor (General Practice) under the Surveyors Registration Ordinance of Hong Kong and a Registered Business Valuer of the Hong Kong Business Valuation Forum. Mr. Ip was appointed as a committee member of the People’s Political Consultative Conference of Harbin, the PRC in the second half of 2011 after having received the Outstanding Entrepreneurship Award from the Enterprise Asia, a non-governmental organisation for entrepreneurship in mid-2011.

Mr. Ip has over 30 years of experience in business valuation, surveying and corporate development. Mr. Ip is currently the executive director and the managing director of Asia Pac Financial Investment Company Limited (Stock code: 8193.HK), a company listed on GEM of the Stock Exchange.

Mr. Ip does not have a service contract with the Company. He has no fixed term of service with the Company but is subject to retirement by rotation and re-election pursuant to the Amended and Restated Bye-laws. Mr. Ip will hold office until the next AGM to be held in 2024 and will be eligible for re-election. Mr. Ip is entitled to a director’s fee of HK\$100,000 per annum which has been determined by the remuneration committee of the Company and/or the Board based on his qualifications, experience, level of responsibilities undertaken and the prevailing market conditions.

Save as disclosed above, Mr. Ip:

- i. does not hold any position in the Company or other members of the Group;
- ii. does not hold any directorship in any public companies the securities of which are listed in Hong Kong or overseas in the last three years preceding the date of his appointment;
- iii. is not interested in and does not hold any short position in any shares or underlying shares or any debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); and
- iv. is not connected and has no relationship with any directors, senior management of the Company or substantial shareholders or controlling shareholders of the Company (as defined in the Listing Rules).

Save as disclosed above, at the date of this announcement, there is no other information to be disclosed pursuant to Rule 13.51(2) of the Listing Rules and there are no matters that need to be brought to the attention of the Shareholders in relation to the appointment of Mr. Ip as an independent non-executive Director.

The Board would like to extend its warmest welcome to Mr. Ip for joining the Company.

(3) ADOPTION OF THE AMENDED AND RESTATED BYE-LAWS

The Board announces that following the passing of the special resolution approving the Proposed Amendments at the AGM, the Amended and Restated Bye-laws will take effect from 31 May 2023 and the full text of which is available on the websites of the Stock Exchange (<http://www.hkexnews.hk>) and the Company (<http://www.prosperityinvestment.hk>).

By Order of the Board
Prosperity Investment Holdings Limited
Wan Tat Kay Dominic Savio
Company Secretary

Hong Kong, 31 May 2023

As at the date of this announcement, the Board comprises one non-executive director, namely Mr. Lau Tom Ko Yuen and four independent non-executive directors, namely Mr. Feng Nien Shu, Mr. Lui Siu Tsuen, Richard, Ms. Wong Lai Kin, Elsa and Mr. Ip Kwok Kwong.

This announcement is made in English and Chinese. In case of any inconsistency, the English version shall prevail.