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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 SPECIAL GENERAL MEETING HELD ON 29 SEPTEMBER 2025; (2) VERY SUBSTANTIAL DISPOSAL IN RELATION TO PROPOSED VOLUNTARY LIQUIDATION OF A SUBSIDIARY; (3) UPDATES ON PLACING OF NEW SHARES UNDER SPECIFIC MANDATE; AND (4) CONTINUED SUSPENSION OF TRADING

Reference is made to the circular (the "**Circular**") and the notice (the "**Notice**") of the special general meeting (the "**SGM**") of Prosperity Investment Holdings Limited (the "**Company**"), both dated 12 September 2025. Unless otherwise defined herein, terms used in this announcement shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE SGM

The Board is pleased to announce that all the resolutions proposed at the SGM were duly passed by the Shareholders as ordinary resolutions by way of poll at the SGM held on 29 September 2025.

The poll results of the SGM were set out below:

ORDINARY RESOLUTIONS		Number of Votes (%)	
		For	Against
1.	To approve the Proposed Liquidation *(Note)*	46,533,926 (99.99%)	450 (0.01%)
2.	To approve, confirm and ratify the Placing Agreement and the transactions contemplated thereunder (including the grant of the Specific Mandate) *(Note)*	46,533,926 (99.99%)	450 (0.01%)

Note: The description of each resolution herein is by way of summary only. The full text of the resolutions are set out in the Notice.

As at the date of the SGM, the total number of issued Shares was 121,132,020 Shares, which was the total number of Shares entitling the Shareholders to attend and vote on the resolution at the SGM. There were no restrictions on any Shareholders to cast votes on the proposed resolutions at the SGM. There were no Shares entitling the holders to attend and abstain from voting in favour of the resolutions at the SGM as set out in Rule 13.40 of the Listing Rules and there were no Shares requiring the holders to abstain from voting at the SGM under the Listing Rules. None of the Shareholders have indicated in the Circular that they intended to vote against or to abstain from voting on the resolutions proposed at the SGM.

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

As more than 50% of the votes were cast in favour of each of the ordinary resolutions set out above, all the resolutions proposed at the SGM were duly passed by the Shareholders as ordinary resolutions by way of poll at the SGM.

All Directors attended the SGM.

PROPOSED LIQUIDATION

The Board is also pleased to announce that as all the conditions precedent to the Proposed Liquidation as stated in the Circular have been fulfilled, the liquidators to Easy Ace will be appointed and the Proposed Liquidation will commence no later than 30 September 2025.

The process and procedures of the Proposed Liquidation will be implemented by the liquidators in accordance with the procedures as set out in the section headed "PROCESS AND PROCEDURES OF THE PROPOSED LIQUIDATION" in the Circular.

UPDATES ON PLACING OF NEW SHARES UNDER SPECIFIC MANDATE

As stated in the Circular, the completion of the Placing under the Placing Agreement is conditional upon:

(i) the Proposed Liquidation having commenced;

(ii) the passing of relevant resolution(s) by the Shareholders at the SGM approving the Placing Agreement, the transactions contemplated thereunder and the grant of Specific Mandate to allot and issue the Placing Shares;

(iii) the Stock Exchange having conditionally or unconditionally approved or decided to allow the Company to proceed with the Resumption and all the conditions of the Resumption Guidance to such approval or decision (if any) having been fulfilled or waived by the Stock Exchange (or the Stock Exchange indicating that subject to the fulfilment of all the Resumption Guidance in writing, the trading of the Shares will be resumed);

(iv) the listing of and permission to deal in all of the Placing Shares to be issued under the Placing having been granted by the Stock Exchange (either unconditionally or subject to conditions) and such permission not having been subsequently revoked or withdrawn;

(v) each of the warranties given by the Company to the Placing Agent being true and accurate in all material respects when made, and being true and accurate in all materials respects for the period from the date of the Placing Agreement and ending on the Placing Completion Date; and

(vi) the Placing Agreement not having been terminated in accordance with its terms.

As at the date of this announcement, condition (ii) has been fulfilled. Further announcement(s) will be made by the Company when completion of the Placing takes place or otherwise.

Shareholders and potential investors of the Company should note that completion of the Placing is conditional upon satisfaction of the conditions set out in the paragraph headed "Conditions of the Placing" in the Circular. Accordingly, the Placing may or may not proceed.

CONTINUED SUSPENSION OF TRADING

At the request of the Company, trading in the Shares of the Company on the Stock Exchange has been suspended with effect from 9:00 a.m. on 2 April 2024, in accordance with Rule 13.50A of the Listing Rules, and will remain suspended until further notice.

By Order of the Board
Prosperity Investment Holdings Limited
Lau Tom Ko Yuen
Chairman

Hong Kong, 29 September 2025

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.

* *For identification purpose only*