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(Incorporated in the Cayman Islands with limited liability) (Stock code: 6816)

PROFIT WARNING

This announcement is made by Prosper Construction Holdings Limited (the "**Company**", together with its subsidiaries, the "**Group**") pursuant to Rule 13.09(2)(a) of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the "Listing Rules") and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The board of directors ("Board") of the Company wishes to inform shareholders of the Company and potential investors that, based on a preliminary review of the unaudited consolidated financial statements of the Group for the year ended 31 December 2018 ("Year 2018"), the Group is expected to record a decrease in profit for the Year 2018 by not less than 40% as compared to that for the year ended 31 December 2017 ("Year 2017"). Such decrease in profit was mainly attributable to (i) the decrease in revenue recognised in marine construction works which was primarily due to the delay in progress in the Group's on-going project in Macao owing to the change in construction design by the project owner, which is out of the control and the scope of responsibilities of the Group; and (ii) a portion of management time and resources being diverted to handle non-recurring matters relating to the takeover of the controlling shareholdings in the Company, leading to less resources available for deployment to business development. Meanwhile, the decrease in profit was partially offset by increase in revenue derived from leasing of vessel and equipment in the Pakistan as the lease commenced in second half of the Year 2017 and continued in a material time during the Year 2018.

The Company is still in the process of finalising the annual results of the Group for the Year 2018. Information contained in this announcement is only based on the Board's preliminary review of the unaudited consolidated financial statements of the Group for the Year 2018, which are subject to review by the Company's auditor and audit committee, and are therefore subject to changes. Shareholders and potential investors should pay attention to the Group's audited annual results for the Year 2018, which will announced by the end of March 2019. Shareholders and the potential investors are advised to exercise caution when dealing in the shares of the Company.

By order of the Board **Prosper Construction Holdings Limited Zhu Jiangfeng** *Executive Director*

Hong Kong, 22 February 2019

As at the date of this announcement, the Board comprised executive Directors Mr. LIU Luqiang (chairman of the Board), Mr. CUI Qi, Mr. ZHU Jiangfeng and Mr. XUE Qingfu; non-executive Director Mr. WANG Xuejun; and independent non-executive Directors Mr. CHEUNG Chi Man Dennis, Mr. WANG Yaping and Mr. CHENG Xuezhan.