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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 SPECIAL GENERAL MEETING**

The Board of Directors (the “Board”) of Prosperity International Holdings (H.K.) Limited (the “Company”) is pleased to announce that at the Special General Meeting (the “SGM”) of the Company held on Friday, 19 February 2010, all proposed resolutions (the “Resolutions”) were duly passed by the shareholders of the Company by way of poll.

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

<b>Ordinary Resolutions</b>		<b>Number of votes (Approx. %)</b>	
		<b>FOR</b>	<b>AGAINST</b>
(a)	the disposal of the entire issued share capital of Upper Value Investments Limited pursuant to the Agreement (as defined in the circular of the Company dated 1 February 2010), which has been entered into between (i) Prosperity Minerals Holdings Limited (“PMHL”), a direct 53.89%-owned subsidiary of the Company, as warrantor; (ii) Pro-Rise Business Limited, a direct wholly-owned subsidiary of PMHL, as vendor and warrantor; and (iii) and TCC International Holdings Limited as purchaser, a copy of which has been produced to the meeting and initialed by the chairman of the meeting for the purpose of identification, and all transactions contemplated thereby be and are hereby approved, confirmed and ratified; and	853,151,060 (100%)	0 (0%)

Ordinary Resolutions		Number of votes (Approx. %)	
		FOR	AGAINST
(b)	the directors of the Company (the “Directors”) be and are authorised, for and on behalf of the Company, to take all steps necessary or expedient in their opinion to implement and/or give effect to the terms of the Agreement.”	853,151,060 (100%)	0 (0%)

The full text of the Resolutions is set out in the notice of SGM.

As at the date of the SGM, the issued share capital of the Company was 5,517,707,540 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, 19th February 2010

*As at the date of this announcement, the executive directors of Prosperity International Holdings (H.K.) Limited are Mr. Wong Ben Koon (Chairman), Mr. Sun Yong Sen (Deputy Chairman), Mr. Mao Shuzhong (Chief Executive Officer) and Mr. Kong Siu Keung. The independent non-executive directors are Mr. Mo Kwok Choi, Mr. Yuen Kim Hung, Michael and Mr. Yung Ho.*

\* *for identification purpose only*