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Prosper One International Holdings Company Limited

富一國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1470)

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE IN COMPOSITION OF BOARD COMMITTEES

Reference is made to the announcement of Prosper One International Holdings Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) dated 31 July 2018 in relation to the resignation of an independent non-executive director.

The Board is pleased to announce that Mr. Gao Jizhong (高吉忠) (“**Mr. Gao**”) has been appointed as an independent non-executive director of the Company with effect from 22 August 2018. Mr. Gao has also been appointed as a member of the audit committee and nomination committee of the board of directors of the Company (the “**Board**”).

Mr. Gao, aged 45, completed his lawyering specialty studies in 1996 and his undergraduate legal studies in 2007 at the Shandong Administrative Cadre Institute of Politics and Law* (山東政法管理幹部學院) (now known as Shandong University of Political Science and Law (山東政法學院)) in the People’s Republic of China (the “**PRC**”). Mr. Gao became qualified as a lawyer in the PRC in 1997 and has, since 1998, worked and is now a director at Shandong Wanlixing Law Firm* (山東萬里行律師事務所).

Mr. Gao has entered into an appointment contract with the Company (the “**Appointment Contract**”) for a term from 22 August 2018 to 19 September 2019 and shall retire and be subject to re-election in the forthcoming annual general meeting of the Company in accordance with the memorandum and articles of association of the Company. As set out in the Appointment Contract, Mr. Gao is entitled to an annual fee of HK\$48,000 which was determined by the Board based on the recommendation of the remuneration committee of the Board in accordance with Mr. Gao’s experience, qualifications and responsibilities within the Group and the prevailing market conditions.

As at the date of this announcement, (i) Mr. Gao does not hold any position in the Company or any of its subsidiaries, nor have any relationship with any director, senior management, substantial shareholder of controlling shareholder (having the meaning ascribed to it in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”)) of the Company; (ii) Mr. Gao does not have any current or past directorship in any public companies, the securities of which are listed on securities market(s) in Hong Kong or overseas in the last three years preceding the date of his appointment; and (iii) Mr. Gao does not have any interest in any shares, underlying shares or debentures (as defined under Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)) of the Company.

Save as disclosed above, there are no other matters relating to the appointment of Mr. Gao that need to be brought to the attention of the shareholders of the Company, nor is there any information in respect of Mr. Gao which is required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

The Board takes this opportunity to welcome Mr. Gao.

Following the appointment of Mr. Gao as an independent non-executive director of the Company and a member of the audit committee and nomination committee of the Board, the Company is in compliance with the requirements of (i) having at least three independent non-executive directors on the Board under Rule 3.10(1) of the Listing Rules, (ii) having independent non-executive directors who represent at least one-third of the Board under Rule 3.10A of the Listing Rules, (iii) the minimum number of non-executive directors for formation of the audit committee of the Board under Rule 3.21 of the Listing Rules, and (iv) having a majority of independent non-executive directors for the nomination committee of the Board under code provision A.5.1 of the Corporate Governance Code contained in Appendix 14 of the Listing Rules.

By order of the Board of
Prosper One International Holdings Company Limited
Meng Guangyin
Chairman, Chief Executive Officer and Executive Director

Hong Kong, 22 August 2018

As at the date of this announcement, the Board comprises Mr. Meng Guangyin (chairman and chief executive officer), Mr. Meng Bo, Mr. Liu Guoqing (chief financial officer), Mr. Liu Jiaqiang and Mr. Liao Pin Tsung (vice chairman and chief operating officer) being the executive directors; and Mr. Chan, Yee Ping Michael, Mr. Tian Zhiyuan and Mr. Gao Jizhong being the independent non-executive directors.

* *For identification purpose only*