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PROSTEN HEALTH HOLDINGS LIMITED

長達健康控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8026)

COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

Placing Agent



**恒明珠證券有限公司
ETERNAL PEARL SECURITIES LTD.**

The Board is pleased to announce that all the conditions set out in the Placing Agreement had been fulfilled and completion of the Placing took place on 30 April 2018 in accordance with the terms and conditions of the Placing Agreement.

An aggregate of 240,000,000 Placing Shares, representing approximately 16.54% of the total number of issued shares of the Company as at the date of this announcement immediately after the completion of the Placing, have been successfully placed to not less than six Placees, who and whose beneficial owners are Independent Third Parties, at the Placing Price of HK\$0.27 per Placing Share. The gross and net proceeds from the Placing are approximately HK\$64,800,000 and approximately HK\$63,713,000 respectively.

Reference is made to the announcement of Prosten Health Holdings Limited (the “**Company**”) dated 17 April 2018 (the “**Announcement**”) in relation to, among other things, the proposed placing (the “**Placing**”), on a best effort basis, of up to 240,000,000 new Shares at placing price of HK\$0.27 per Placing Share. Unless otherwise defined, capitalised terms used herein shall have the same meanings as defined in the Announcement.

COMPLETION OF THE PLACING

The Board is pleased to announce that all the conditions set out in the Placing Agreement had been fulfilled and completion of the Placing took place on 30 April 2018 in accordance with the terms and conditions of the Placing Agreement. An aggregate of 240,000,000 Placing Shares, representing approximately 16.54% of the total number of issued shares of the Company as at the date of this announcement immediately after the completion of the Placing, have been successfully placed to not less than six Placees at the Placing Price of HK\$0.27 per Placing Share.

To the best of the Directors' knowledge, information and belief after having made all reasonable enquiries, (i) each of the Placees and where appropriate, their respective ultimate beneficial owners, is an Independent Third Party; and (ii) none of the Placees has become a substantial Shareholder (as defined under the GEM Listing Rules) upon completion of the Placing.

The gross and net proceeds after deducting the placing commission and other related expense from the Placing are approximately HK\$64,800,000 and approximately HK\$63,713,000 respectively. The Company intends to utilise the net proceeds for the expansion of the Group's trading and jewelry business.

EFFECT OF THE PLACING ON SHAREHOLDING

Shareholders	Immediately before completion of the Placing		Immediately upon completion of the Placing	
	<i>Number of issued Shares</i>	<i>Approximate percentage</i>	<i>Number of issued Shares</i>	<i>Approximate percentage</i>
Brilliant Chapter Limited <i>(Note)</i>	822,319,294	67.91%	822,319,294	56.67%
<i>Public Shareholders</i>				
The Placees	–	–	240,000,000	16.54%
Other Shareholders	388,644,431	32.09%	388,644,431	26.79%
Total:	<u>1,210,963,725</u>	<u>100.00%</u>	<u>1,450,963,725</u>	<u>100.00%</u>

Note: Brilliant Chapter Limited is a limited liability company incorporated in the Republic of Seychelles, the entire issued share capital of which is beneficially owned as to 80% by Mr. ZHANG Chunhua and as to 20% by Source Mega Limited, a company incorporated in the Republic of Seychelles. The directors of Brilliant Chapter Limited are Mr. ZHANG Chunhua and Ms. ZHANG Chunping and the sole director of Source Mega Limited is Ms. ZHANG Chunping. Mr. ZHANG Chunhua is the brother of Ms. ZHANG Chunping.

By Order of the Board
Prosten Health Holdings Limited
Zhang Chunhua
Chairman

Hong Kong, 2 May 2018

As at the date of this announcement, the Board comprises the following directors:

Mr. Zhang Chunhua (Executive Director (Chairman))
Ms. Zhang Chunping (Executive Director)
Mr. Xu Zhigang (Non-executive Director)
Ms. Chan Mei Yan Hidy (Independent Non-executive Director)
Mr. Kwan Chi Hong (Independent Non-executive Director)
Ms. Lee Kwun Ling, May Jean (Independent Non-executive Director)

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the GEM website at www.hkgem.com on the “Latest Company Announcements” page for at least 7 days from the date of its posting and the Company’s website at www.prosten.com.