



CAPITAL PROSPER LIMITED

(Incorporated in Bermuda with limited liability)

Stock Code: 1003

RIGHTS ISSUE

OF

426,180,000 RIGHTS SHARES OF HK\$0.01 EACH

AT HK\$0.050 PER RIGHTS SHARE

ON THE BASIS OF ONE RIGHTS SHARE FOR EVERY TWO EXISTING SHARES

HELD ON THE RECORD DATE

PAYABLE IN FULL ON ACCEPTANCE

RESULTS OF THE RIGHTS ISSUE

FINANCIAL ADVISER TO CAPITAL PROSPER LIMITED



Kingsway Capital Limited

The Directors are pleased to announce that 34 valid forms of provisional allotment letter of Rights Shares have been received for a total of 262,577,000 Rights Shares (approximately 61.61% of the total Rights Shares) and 31 valid forms of excess applications have been received for a total of 131,560,030 Shares. Accordingly, the Rights Issue was about 92.48% subscribed (including all valid applications).

Immediately following the completion of the Rights Shares, the Underwriter and its associates will be interested in 118,342,970 Shares, representing approximately 9.26% of the enlarged issued share capital of the Company.

The Rights Issue has become unconditional on 29 March, 2004.

Unless otherwise defined, terms used in this announcement shall have the same meanings as those used in the prospectus of Capital Prosper Limited (the "Company") dated 9 March, 2004 (the "Prospectus").

RESULTS OF THE RIGHTS ISSUE

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As regards the 31 valid forms for a total of 131,560,030 Rights Shares by way of excess application, the Directors have resolved to allot, from among the Rights Shares allotted provisionally but not accepted, to each of the applicants such number of Rights Shares as it has made valid application for.

Charm Management Limited, is beneficially owned as to 50% by Leung Wai Ho (Chairman of the Company) and as to 50% by Wong Chung Shun (Deputy Chairman of the Company), and the single largest shareholder of the Company, has taken up its provisional allotment of 100,500,000 Rights Shares under the Rights Issue and settled the subscription money therefor. No application for excess Rights Shares was made by Charm Management Limited. Accordingly, its shareholding in the Company remains unchanged at about 23.58% of the issued share capital of the Company as enlarged by the Rights Issue.

UNDER-SUBSCRIPTION OF THE RIGHTS SHARES

Immediately following the completion of the Rights Issue, the Underwriter and its associates will be interested in 118,342,970 Shares, representing approximately 9.26% of the enlarged issued share capital of the Company. As advised by the Underwriter, it is the Underwriter's present intention to hold the Shares as marketable securities at the moment and depending on the market conditions, may dispose of the Shares at appropriate time.

Immediately after the completion of the Rights Issue, the shareholding structure of the Company will be as follows:

	Shares	Approximately %
Charm Management Limited	301,500,000	23.58
Other public Shareholders	858,697,030	67.16
Underwriter and its associates	118,342,970	9.26
Total:	<u>1,278,540,000</u>	<u>100.00</u>

DESPATCH OF CERTIFICATES FOR RIGHTS SHARES AND COMMENCEMENT OF DEALINGS

All of the conditions of the Rights Issue as set out in the Prospectus have been fulfilled. It is expected that certificate(s) in respect of the Rights Shares will be despatched to those entitled thereto at their own risk by ordinary post on Wednesday, 31 March, 2004.

Dealings in the Rights Shares, in their fully-paid form, are expected to commence on Friday, 2 April, 2004.

By Order of the Board
Capital Prosper Limited
Leung Wai Ho
Chairman