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SINO PROSPER STATE GOLD RESOURCES HOLDINGS LIMITED
中盈國金資源控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 766)

DELAY IN DESPATCH OF CIRCULAR

As additional time is required to prepare the information to be presented in the Circular, especially the technical report and the valuation report for the Target Mine which are expected to be available in end April or early May 2010. The Directors therefore expect that the despatch of the Circular has to be postponed and the Company has applied to the Stock Exchange for a waiver from strict compliance of the requirements of Rule 14.38A of the Listing Rules for an extension of the deadline for the despatch of the Circular to no later than 31 May 2010.

Reference is made to the announcement of the Company dated 25 January 2010 (the “Announcement”) in relation to the Acquisition. Terms used herein shall have the same meanings as defined in the Announcement.

Pursuant to Rule 14.38A of the Listing Rules, the Company is required to despatch to the Shareholders a circular in relation to the Acquisition (the “Circular”) within 21 days after the publication of the Announcement, that is, on or before 15 February 2010.

However, the Directors expect that additional time is required to prepare the information to be presented in the Circular, especially the technical report and the valuation report for the Target Mine which are expected to be available in end April or early May 2010. The Directors therefore expect that the despatch of the Circular has to be postponed and the Company has applied to the Stock Exchange for a waiver from strict compliance of the requirements of Rule 14.38A of the Listing Rules for an extension of the deadline for the despatch of the Circular to no later than 31 May 2010.

By order of the Board of
Sino Prosper State Gold Resources Holdings Limited
Yeung Kit
Executive Director

Hong Kong, 28 January 2010

As at the date of this announcement, the executive Directors of the Company are Mr. Leung Ngai Man, Mr. Sung Kin Man, Mr. Yeung Kit, Mr. Wong Wa Tak and Mr. Ng Kwok Chu, Winfield, and the independent non-executive Directors of the Company are Mr. Chan Sing Fai, Mr. Cai Wei Lun and Dr. Leung Wai Cheung.