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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)

RETIREMENT OF DIRECTORS

Reference is made to the announcement of Sino Prosper State Gold Resources Holdings Limited (the “**Company**”) dated 30 August 2010 in respect of, among other matters, the retirement of certain directors.

Regarding the retirement from the offices of directors of Mr. Chan Sing Fai and Mr. Wong Wa Tak on 30 August 2010, the Company has not received any notice of disagreement from either of the former directors, and each of the said former directors gave a confirmation to the Company that there were no circumstances connected with his retirement that should be brought to the attention of shareholders of the Company.

By order of the Board

Sino Prosper State Gold Resources Holdings Limited

Yeung Kit

Executive Director

Hong Kong, 31 August 2010

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