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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)

NOTICE OF BOARD MEETING

The board of directors (the “Board”) of Sino Prosper State Gold Resources Holdings Limited (the “Company”) hereby announces that a meeting of the Board will be held at Units 1702-04, 17/F., Shui On Centre, 6-8 Harbour Road, Wanchai, Hong Kong on Tuesday, 28 June 2011 at 10:00 a.m. for the following purposes:

1. To consider and approve the audited consolidated financial statements of the Company and its subsidiaries (collectively, the “Group”) for the financial year ended 31 March 2011 and approve the draft announcement of final results of the Group to be published on the websites of the Stock Exchange of Hong Kong Limited and the Company;
2. To consider and approve the Directors’ Report and the Corporate Governance Report;
3. To consider the payment of final dividend, if any;
4. To consider the closure of the Register of Members, if necessary;
5. To consider the time and venue of the forthcoming annual general meeting of the members of the Company; and
6. To transact any other business.

By order of the Board

Sino Prosper State Gold Resources Holdings Limited

Yeung Kit

Executive Director

Hong Kong, 16 June 2011

As of the date hereof, 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, Dr. Leung Wai Cheung and Mr. Zhang Qingkui.