

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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)

**CLARIFICATION ANNOUNCEMENT REGARDING NEXT DAY
DISCLOSURE RETURNS FOR 12 TO 22 SEPTEMBER 2011**

Reference is made to the next day disclosure returns (the “**NDD Returns**”) of Sino Prosper State Gold Resources Holdings Limited (the “**Company**”) for 12 to 22 September 2011. Terms used in this announcement shall, unless the context otherwise requires, have the same meanings as those defined in the NDD Returns.

This announcement is published for the purpose of setting out the corrections to some inaccurate figures which appeared in the NDD Returns, which arose from a trade summary report supplied by the broker for the number of Shares repurchased on 12 September 2011.

BACKGROUND

The Company through its broker repurchased some of its Shares in the past few weeks. On 23 September 2011, the Company was informed by the broker that a summary trade report for the number of Shares repurchased on 12 September 2011 as supplied by such broker contained an inadvertent error. The NDD Returns for 12 September 2011 was prepared based on such summary trade report. The correct number of Shares repurchased that date should be 2,470,000, but the summary trade report indicated a purchase quantity of 4,000,000 Shares.

According to the broker, such error is likely to be caused by input error when certain staff of the broker was not aware that certain orders placed in the previous trading session (i.e. 9 September 2011) were entered as “Good Until Cancelled” rather than “Good For Day”, and the executed “Good Until Cancelled” orders continued to appear in the reporting tool used to prepare the summary trade report without an execution date.

CORRECT INFORMATION FOR THE NDD RETURNS

In connection with the above, correct figures for the NDD Returns are set out below:

- In Part 1 of the NDD Return for 12 September 2011, the figures disclosed in the row “share repurchases on 12 September 2011” should read 2,470,000, instead of 4,000,000. The correct number of Shares repurchased and number of issued Shares as a percentage of existing issued share capital before the relevant share issue should read as follows:

Issues of Shares	No. of Shares Repurchased	Issued Shares as a % of existing issued share capital before relevant share issue
Share repurchases on 12 September 2011	2,470,000	0.032

- In Part 2A of the NDD Return for 12 September 2011, the figures disclosed in the column “number of securities purchased” and “total paid \$” should read 2,470,000 and 502,398 respectively.

- The figures appearing on Part 1 of the NDD Returns for 14 to 22 September 2011 should read as follows:

Date of NDD Return	No. of Shares repurchased but not yet cancelled	Issued Shares as a % of existing issued share capital before relevant share issue
14 Sept	6,620,000	0.085
15 Sept	7,790,000	0.097
16 Sept	8,640,000	0.111
19 Sept	10,490,000	0.134
20 Sept	11,020,000	0.141
21 Sept	11,940,000	0.153
22 Sept	13,230,000	0.169

4. The figures appearing on Part 2B of the NDD Returns for 12 to 22 September 2011 should read as follows:

Date of NDD Return	Number of such securities purchased on the Exchange in the year to date (since ordinary resolution)	% of issued share capital at time ordinary resolution passed acquired on the Exchange since date of resolution
12 Sept	10,510,000	$(10,510,000 \times 100)/7,834,844,971 = 0.13$
14 Sept	11,680,000	$(11,680,000 \times 100)/7,834,844,971 = 0.15$
15 Sept	12,530,000	$(12,530,000 \times 100)/7,834,844,971 = 0.16$
16 Sept	14,380,000	$(14,380,000 \times 100)/7,834,844,971 = 0.18$
19 Sept	14,910,000	$(14,910,000 \times 100)/7,834,844,971 = 0.19$
20 Sept	15,830,000	$(15,830,000 \times 100)/7,834,844,971 = 0.20$
21 Sept	17,120,000	$(17,120,000 \times 100)/7,834,844,971 = 0.22$
22 Sept	17,700,000	$(17,700,000 \times 100)/7,834,844,971 = 0.23$

This announcement is made supplemental to and should be read in conjunction with the NDD Returns. Except for the above information, all other information contained in the NDD Returns remains unchanged.

By order of the Board
Sino Prosper State Gold Resources Holdings Limited
Sung Kin Man
Chief Executive Officer and Executive Director

Hong Kong, 23 September 2011

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, Dr. Leung Wai Cheung and Mr. Zhang Qingkui.