



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)

**List of Directors
and their roles and functions**

The members of the board of Directors (“**Board**”) of Sino Prosper State Gold Resources Holdings Limited are set out below.

Executive Director, Chairman of the Board

Leung Ngai Man

Executive Director, Chief Executive

Sung Kin Man

Executive Directors

Ng Kwok Chu, Winfield

Yeung Kit

Independent Non-executive Directors

Leung Wai Cheung (Dr.)

Cai Wei Lun

Zhang Qingkui

Board committees

There are two Board committees. The table below provides membership information of these committees on which each Board member serves.

Director	Board Committee	Audit Committee	Remuneration Committee
Leung Ngai Man		--	M
Sung Kin Man		--	M
Ng Kwok Chu, Winfield		--	--
Yeung Kit		--	--
Leung Wai Cheung (Dr.)		C	C
Cai Wei Lun		M	M
Zhang Qingku		M	M

Notes:

C Chairman of the relevant Board committee

M Member of the relevant Board committee

Hong Kong, 26 March 2012