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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)

CLARIFICATION ANNOUNCEMENT REGARDING POLL RESULTS
OF THE ANNUAL GENERAL MEETING HELD ON
24 SEPTEMBER 2012

Reference is made to the announcement (“**Announcement**”) dated 24 September 2012 in relation to the poll results of the annual general meeting of Sino Prosper State Gold Resources Holdings Limited (“**the Company**”).

The Board wishes to clarify that in connection with resolution no. 5 (concerning the grant of a general mandate to the directors of the Company to repurchase the Company’s shares) as stated on page 2 of the Announcement, due to an inadvertent clerical error, the number of votes cast in favour of such resolution was incorrectly stated as “434,233,299”, and the correct figure should read “434,223,299”.

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

By order of the Board
Sino Prosper State Gold Resources Holdings Limited
Ng Kwok Chu, Winfield
Executive Director

Hong Kong, 31 October 2012

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