



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 Director

Ng Kwok Chu, Winfield

Independent Non-executive Directors

Niu Zhihui

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		—	—
Niu Zhihui		C	C
Cai Wei Lun		M	M
Zhang Qingkui		M	M

Notes:

C Chairman of the relevant Board committee

M Member of the relevant Board committee

Hong Kong, 28 June 2013