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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)

**POLL RESULTS OF EXTRAORDINARY GENERAL MEETING
HELD ON 11 DECEMBER 2013**

The Board is pleased to announce that the Resolutions were duly passed by way of poll at the EGM held on 11 December 2013.

Reference is made to the circular (the “**Circular**”) of Sino Prosper State Gold Resources Holdings Limited (the “**Company**”) dated 18 November 2013 in relation to the proposed capital reduction and proposed change of company name of the Company. Terms used in this announcement shall have the same meanings as those defined in the Circular unless defined otherwise herein.

The Board is pleased to announce that the resolutions (“**Resolutions**”) set out in the notice of the EGM dated 18 November 2013 were duly passed by the Shareholders by way of poll at the EGM held on 11 December 2013.

No Shareholder was required to abstain from voting on the Resolutions at the EGM. As at the date of the EGM, the total number of Shares entitling the Shareholders to attend and vote for or against the Resolutions was 813,587,497 Shares, representing the entire issued share capital of the Company as at the date of the EGM. The Company’s branch share registrar in Hong Kong, Tricor Securities Limited, was appointed as the scrutineer for the vote-taking at the EGM.

The poll results in respect of the Resolutions were as follows:

Special Resolutions		For <i>Number of Shares</i> <i>(approximate %)</i>	Against <i>Number of Shares</i> <i>(approximate %)</i>
1	To approve the Capital Reduction, Application of Credit and Subdivision as defined in the Company's circular dated 18 November 2013	158,618,000 (92.23%)	13,356,000 (7.77%)
2	To approve the Change of Name as defined in the Company's circular dated 18 November 2013, from "Sino Prosper State Gold Resources Holdings Limited" to "Sino Prosper (Group) Holdings Limited" and to adopt "中盈(集團)控股有限公司" as the dual foreign name of the Company to replace "中盈國金資源控股有限公司"	171,974,000 (100.00%)	0 (0.00%)

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

Hong Kong, 11 December 2013

As at the date of this announcement, the executive Directors of the Company are Mr. Leung Ngai Man, Mr. Sung Kin Man and Mr. Ng Kwok Chu, Winfield, and the independent non-executive Directors of the Company are Ms. Xuan Hong, Mr. Cai Wei Lun and Mr. Zhang Qingkui.