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**SINO PROSPER HOLDINGS LIMITED**  
**中盈控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

(Stock Code: 766)

**NOTICE OF BOARD MEETING**

The board of directors (the “Board”) of Sino Prosper Holdings Limited (the “Company”) hereby announces that a meeting of the Board will be held at Units 1702-04, 17/F., Shui On Centre, 6-8 Harbour Road, Wanchai, Hong Kong on Friday, 24 July 2009 at 11:30 a.m. for the following purposes:

1. To consider and approve the audited consolidated financial statements of the Company and its subsidiaries (collectively, the “Group”) for the financial year ended 31 March 2009 and approve the draft announcement of final results of the Group to be published on the websites of the Stock Exchange of Hong Kong Limited and the Company;
2. To consider and approve the Directors’ Report and the Corporate Governance Report;
3. To consider the payment of final dividend, if any;
4. To consider the closure of the Register of Members, if necessary;
5. To consider the time and venue of the forthcoming annual general meeting of the members of the Company; and
6. To transact any other business.

By order of the Board  
**Sino Prosper Holdings Limited**  
**Yeung Kit**  
*Executive Director*

Hong Kong, 10 July 2009

*As of the date hereof, the executive directors of the Company are Mr. Leung Ngai Man, Mr. Ng Kwok Chu, Winfield, Mr. Wong Wa Tak and Mr. Yeung Kit and the independent non-executive directors of the Company are Mr. Cai Wei Lun, Mr. Chan Sing Fai and Dr. Leung Wai Cheung.*