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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)

**UNUSUAL PRICE AND TRADING VOLUME MOVEMENTS**

This announcement is made at the request of The Stock Exchange of Hong Kong Limited.

The board of directors (the “**Board**”) of Sino Prosper State Gold Resources Holdings Limited (the “**Company**”) has noted today’s increase in price and increase in trading volume of the shares of the Company. The Board, after having made such enquiry as is considered necessary in the circumstances, confirms that save as disclosed below, the Board is not aware of any reasons for these price and volume movements or of any information which must be announced to avoid a false market in the Company’s securities or of any inside information that needs to be disclosed under Part XIVA of the Securities and Futures Ordinance.

Reference is made to the circular (the “**Circular**”) of the Company dated 3 September 2013 in relation to the further extension of the long stop date in respect of a major and connected transaction. Capitalised terms used in the following paragraph have the same meanings as defined in the Circular.

Subsequent to the approval by the Independent Shareholders on 30 September 2013 of the further extension of the Long Stop Date, the Board has noted that the international gold price has maintained a decreasing trend in general. In view of this, the Company has commenced negotiation with the Vendor for a possible early termination of the Acquisition Agreement. As at the date of this announcement, no detailed terms have been concluded and no binding agreement has been entered into for the above-mentioned possible early termination of the Acquisition Agreement. **Accordingly, early termination of the Acquisition Agreement may or may not materialise.**

**Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.**

This announcement is made by the order of the Company. The Directors collectively and individually accept responsibility for the accuracy of this statement.

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

Hong Kong, 2 January 2014

*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.*