



SINO PROSPER HOLDINGS LIMITED

中盈控股有限公司

(Incorporated in the Cayman Islands with limited liability)
(stock code: 766)

Unusual volume movement

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

The board (the "Board") of directors (the "Directors") of the Company has noted the recent increase in trading volume of the shares of the Company and wish to state that we are not aware of any reasons for such changes save as below.

Reference is made to the announcement of the Company dated 9 February 2006.

Save as (i) Mr Leung Ngai Man, the Chairman of the Company, purchased 500,000 shares of the Company at the price of HK\$1.15 per share in the market on 10 February 2006; and (ii) the Board approved the allotment and issuance of 183,000,000 shares (which represent approximately 19.04% of the existing issued share capital of the Company) to Mr. Kan Che Kin, Billy Albert, the beneficial owner of the Warrants at the exercise price of HK\$0.19 per share on 10 February 2006 which increased Mr. Kan's shareholding from approximately 0.83% of the existing issued capital of the Company to approximately 16.69% of the enlarged issued share capital of the Company; we confirm that there are no other negotiations or agreements relating to intended acquisitions or realizations which are discloseable under rule 13.23 of the Listing Rules, neither is the Board aware of any matter discloseable under the general obligation imposed by rule 13.09 of the Listing Rules, which is or may be of a price-sensitive nature.

This statement is made by the order of the Board of Directors of which individually and jointly accept responsibility for the accuracy of this statement.

By order of the Board of
Sino Prosper Holdings Limited
Tang Yan Tian
Chief Executive Officer

Hong Kong, 10 February 2006

As at the date of this announcement, Mr. Leung Ngai Man, Mr. Yeung Kit, Mr. Wong Wa Tak and Mr. Tang Yan Tian are the executive Directors and Mr. Chan Sing Fai, Mr. Cai Wei Lun and Mr. Leung Wai Cheung are the independent non-executive Directors.

Please also refer to the published version of this announcement in International Herald Tribune.