

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/01/2013

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Sino Prosper State Gold Resources Holdings Limited
Date Submitted	05/02/2013

I. Movements in Authorised Share Capital

1. Ordinary Shares			
(1) Stock code : <u>766</u> Descr	iption : <u>N/A</u>		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	2,000,000,000	HK\$0.1	HK\$200,000,000
Increase/(decrease)			0
Balance at close of the month	2,000,000,000	HK\$0.1	<u>HK\$200,000,000</u>
(2) Stock code : <u>N/A</u> Descr	iption : <u>N/A</u>		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	N/A	N/A	N/A
Increase/(decrease)	N/A	N/A	<u>N/A</u>
Balance at close of the month	<u>N/A</u>	N/A	<u>N/A</u>

2. Preference Shares

Stock code : <u>N/A</u> Descr	ription : <u>N/A</u>		
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	N/A	N/A	<u>N/A</u>
Increase/(decrease)	<u>N/A</u>	N/A	<u>N/A</u>
Balance at close of the month	<u>N/A</u>	N/A	N/A

3. Other Classes of Shares

Stock code : <u>N/A</u> Des	cription : <u>N/A</u>		
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	N/A	N/A	<u>N/A</u>
Increase/(decrease)	<u>N/A</u>	N/A	<u>N/A</u>
Balance at close of the month	N/A	<u>N/A</u>	N/A

Total authorised share capital at the end of the month (*State* **HK\$200,000,000 :**

II. Movements in Issued Share Capital

	No. of or	dinary shares	No of preference	No. of other classes
	(1)	(2)	shares	of shares
Balance at close of preceding month	775,787,497	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
Increase/ (decrease) during the month	0	N/A	<u>N/A</u>	<u>N/A</u>
Balance at close of the month	775,787,497	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>

III. Details of Movements in Issued Share Capital

Share Options (under	Share Option S	chemes of the Is	ssuer)			
Particulars of share					No. of new shares of	No. of new shares of
option scheme					issuer issued during	issuer which may be
including EGM					the month pursuant	issued pursuant thereto
approval date		Movement dur	ing the month		thereto	as at close of the month
(dd/mm/yyyy) and			0		_	
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1.Share option						
scheme						
Meeting approved						
(25/04/2002) * &						
(20/04/2012)						
Ordinary shares	47,900,000	0	0	0	0	91,660,000 *
	47,900,000	0	0	0	0	91,000,000
(Note 1)						
2.21/4						
<u>2.N/A</u>						
(/ /)						
shares	N/A	N/A	N/A	N/A	N/A	N/A
(Note 1)						
(11010-1)						
3.N/A						
<u>3.1N/A</u>						
(/ /)						
shares	N/A	N/A	N/A	N/A	N/A	N/A
(Note 1)						
		Т	otal A. (Ordin	nary shares)	0	
				ence shares)		
			•	Other class)		
Total funds missed dum	ing the month f	ham avanaisa of			1.0.11	
Total funds raised dur, options (State currenc		rom exercise of	HK\$0			
options (State currenc	y)		ΠΚφυ			
* Number and	avaraisa prica	of share options	wara adjusted f	or the offect	of the Share Consolidation	on as approved by
					npany's circular dated 8	
					on 27 February 2012	rooruary 2012 allu
Company's a		iaieu 24 reoruai	y 2012) becom	ing enective (n 27 rediuary 2012	

Description of warrants (Date of expiry - dd/mm/yy)			Nominal value at close of preceding month	during the	Nominal value at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. Unlisted warrants							
		***	15 200 000		15 200 000	T / 1	1.52 000 000
(31/12/2014)		HK\$	15,200,000	N/A	15,200,000	N/A	152,000,000
(517 12 7 2014) Stock code (if listed)	N/A						
Class of shares	11,11			_			
issuable (Note 1)	Ordin			_			
Subscription price	HK\$	0.72		-			
AGM approval date (if applicable)							
(dd/mm/yyyy)	(30/0	08/2011)					
2.N/A	`	· · · ·		-			
		N/A	N/A	N/A	N/A	N/A	N/A
Stock code (if listed) Class of shares	N/A			_			
issuable (Note 1)	N/A						
Subscription price	N/A			-			
EGM approval date				-			
(if applicable) (dd/mm/yyyy)	N/A		(/ /)				
3.N/A	1N/ A		(/ /)				
0.1 1/11							
		N/A	N/A	N/A	N/A	N/A	N/A
(/ /)							
Stock code (if listed)	N/A			_			
Class of shares issuable (<i>Note 1</i>)	N/A						
Subscription price	N/A			-			
EGM approval date	1 1/ 1 2			_			
(if applicable)							
(dd/mm/yyyy)	N/A		(/ /)	<u> </u>			
4.N/A							
		N/A	N/A	N/A	N/A	N/A	N/A
(/ /)		11/71	11/71		11/71	11/17	11//71
Stock code (if listed)	N/A						
Class of shares				-			
issuable (Note 1)	N/A			-			
Subscription price EGM approval date	N/A			-			
(if applicable)							
(dd/mm/yyyy)	N/A		(/ /)	<u> </u>			
			Tate	1 D (Ordin	omu charac) N/A		
			100		nary shares) <u>N/A</u> ence shares) N/A		-
					Other class) N/A		-
				(-

For Main Board and GEM listed issuers

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

Class and description 1. N/A	Currency of amount outstanding	Amount at close of preceding month	Converted during the month	Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month	
1. 10/11							
	N/A	N/A	N/A	N/A	N/A	N/A	
Stock code (if listed) Class of shares	N/A						
issuable (Note 1)	N/A						
Subscription price	N/A N/A	<u> </u>					
EGM approval date	IN/A						
(if applicable)							
(dd/mm/yyyy))	N/A (/	′ /)					
2. N/A	10/11 (/	, ,					
2. IN/A							
	N/A	N/A	N/A	N/A	N/A	N/A	
Stock code (if listed)	N/A						
Class of shares							
issuable (Note 1)	N/A						
Subscription price	NA						
EGM approval date							
(if applicable)							
(dd/mm/yyyy)	N/A (/	′/)					
3. N/A							
	N/A	N/A	N/A	N/A	N/A	N/A	
Stock code (if listed)	N/A				·		
Class of shares							
issuable (Note 1)	N/A						
Subscription price	NA						
EGM approval date		<u> </u>					
(if applicable)							
(dd/mm/yyyy)	N/A (/	′/)					
4. N/A							
	N/A	N/A	NT / A	N/A	N/A	NT / A	
Stock and (if lists 1)		1N/A	N/A	1N/A	1N/A	N/A	
Stock code (if listed) Class of shares	N/A						
issuable (<i>Note 1</i>)	N/Λ						
. , , , , , , , , , , , , , , , , , , ,	N/A NA	<u>.</u>					
Subscription price	INA						
EGM approval date							
(if applicable)							
(dd/mm/yyyy)	N/A (/	/ /)	T. (. 1. C		A A A A A A A A A A A A A A A A A A A		
	Total C. (Ordinary shares) $\frac{N/A}{N/4}$						
				(Preference sh			
				(Other c	class) <u>N/A</u>		

For Main Board and GEM listed issuers

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. <u>N/A</u>	_	
) N/A	N/A
2. N/A		
	_	
	N/A	N/A
3. N/A		
) N/A	N/A
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	
(Other class)	N/A	

	her Movements i		<u>no Cupru</u>	L				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
	Type of Issue								
					Class of shares issuable (<i>Note 1</i>)	N/A			
1.	Rights issue	At price :	State currency	N/A	Issue and allotment date : (dd/mm/yyyy)	(/ /			
					EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
					Class of shares issuable (<i>Note 1</i>)	_N/A			
2.	Open offer	At price :	State currency	N/A	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
					EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
					Class of shares issuable (Note 1)	_N/A			
3.	Placing	At price :	State currency	N/A	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
					EGM approval date: (dd/mm/yyyy)	(/ /)	NI/A	N1/ A
								<u>N/A</u>	<u>N/A</u>
					Class of shares issuable (<i>Note 1</i>)	N/A_	_		
4.	Bonus issue			N/A	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
					EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A

					For Main Board and GEM listed issuers					
							No. of new shares of issuer issued during the month pursuant thereto			
	Type of Issue									
				Class of shares issuable (<i>Note 1</i>)	N/A_	-				
5.	Scrip dividend	At price :	State currency <u>N/A</u>	Issue and allotment date : (dd/mm/yyyy)	(/ /)				
				EGM approval date: (dd/mm/yyyy)	(/ /)	NT/ A	NT / A		
							<u>N/A</u>	<u>N/A</u>		
				Class of shares repurchased (Note 1)	N/A					
6.	Repurchase of shares			Cancellation date : (dd/mm/yyyy)	(/ /)				
				EGM approval date: (dd/mm/yyyy)	(/ /)				
							<u>N/A</u>	<u>N/A</u>		
				Class of shares redeemed (Note 1)	N/A	_				
7.	Redemption of shares			Redemption date : (dd/mm/yyyy)	(/ /)				
				EGM approval date: (dd/mm/yyyy)	(/ /)	N7/4			
							<u>N/A</u>	<u>N/A</u>		
				Class of shares issuable (<i>Note 1</i>)	N/A	_				
8.	Consideration issue	At price :	State <u>N/A</u> currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)				
				EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A		
							<u> </u>			

		For Main Board and GEM listed issuers					
				d	lo. of new shares of issuer issued luring the month pursuant thereto		
	Type of Issue						
		Class of shares issuable (<i>Note 1</i>)	_N/A				
9.	Capital reorganisation	Issue and allotment date : (dd/mm/yyyy)	(/ /)			
		EGM approval date: (dd/mm/yyyy)	(/ /)			
		(dd/hill/yyyy)			<u>N/A</u>	N/A	
		Class of shares issuable (<i>Note 1</i>)	N/A	<u> </u>			
10.	Other (Please specify) At price : $\frac{\text{State}}{\text{currency}} \frac{\text{N/A}}{\text{-}}$	Issue and allotment date : (dd/mm/yyyy)	(/ /)			
		EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A	
		Total E.	(Ordinar (Preferenc (Oth	e sha			

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	0	
	(2)	N/A	
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		N/A	
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):		N/A	
(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)			

Remarks (if any):

Submitted by:	Chiu Ngan Ling Annie
Title:	Company secretary

(Director, Secretary or other duly authorised officer)

Notes :

- 1. State the class of shares (e.g. ordinary, preference or other).
- 2. If there is insufficient space, please append the prescribed continuation sheet.