

## **Monthly Return of Equity Issuer on Movements in Securities**

For the month ended (dd/mm/yyyy): 31/03/2013				
To: Hong Kong Exchanges and Cleari	ng Limited			
Name of Issuer	Sino Prosper State Go	old Resources	Holdings Limited	
Date Submitted	08/04/2013			
I. Movements in Authorised Share Cap	oital			
1. Ordinary Shares				
(1) Stock code : 766 Descr	ription: <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	HK\$200,000,000	
(2) Stock code : <u>N/A</u> Descr	ription: N/A			
	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	N/A	N/A	N/A	

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,	Preference	Shares
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Stock code : <u>N/A</u> Descr	ription: N/A		
	No. of preference 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	N/A
Balance at close of the month	N/A	N/A	N/A

# 3. Other Classes of Shares

Stock code : <u>N/A</u> Descr	iption: N/A		
	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	N/A
Increase/(decrease)	N/A	N/A	N/A
Balance at close of the month	N/A	N/A	<u>N/A</u>

Total authorised share capital at the end of the month (*State currency*):

### 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	N/A	<u>N</u> /A	<u>N</u> /A		
Increase/ (decrease) during the month	0	N/A	<u>N/A</u>	N/A		
Balance at close of the month	775,787,497	N/A	N/A	N/A		

#### III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

Particulars of share option scheme including EGM	•	enemes of the is	,		No. of new shares of issuer issued during the month pursuant	No. of new shares of issuer which may be issued pursuant thereto
approval date		Movement dur	ing the month		thereto	as at close of the month
(dd/mm/yyyy) and 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 *
(Note 1)						
2.N/A						
( / / ) shares (Note 1)	N/A	N/A	N/A	N/A	N/A	N/A
3.N/A						
( / / )	NI/A	NI/A	NI/A	NT/A	NI/A	NI/A
shares	N/A	N/A	N/A	N/A	N/A	N/A
(Note 1)		т	otal A. (Ordi	nory chorec	0	
		1		ence shares)		
				Other class)		
TP-4-1 C 1 1 1	4		(	Onici Ciass)	1 W / A	
Total funds raised duri options (State currency		rom exercise of	HK\$0			

<sup>\*</sup> Number and exercise price of share options were adjusted for the effect of the Share Consolidation as approved by shareholders at an EGM held on 24 February 2012 (as detailed in the Company's circular dated 8 February 2012 and Company's announcement dated 24 February 2012) becoming effective on 27 February 2012

Warrants to Issue Shares of the Issuer which are to be Listed

Description of warrants		Currency of nominal	Nominal value at close of	t Exercised during the	Nominal value at close of the	No. of new shares of issuer issued during the month pursuant	No. of new shares of issuer which may be issued pursuant thereto as at close of the
(Date of expiry - dd/mm/yyy	yy)	value	preceding month		month	thereto	month
1. Unlisted warrants							
		****	4.5.000.000	37/4	4.7.200.000	37/4	4 50 000 000
(21 / 12 / 2014)		HK\$	15,200,000	N/A	15,200,000	N/A	152,000,000
(31 / 12 / 2014) Stock code (if listed)	N/A						
Class of shares	11/11			=			
issuable (Note 1)	Ordin	nary		_			
Subscription price	HK\$0	0.72		_			
AGM approval date							
(if applicable) (dd/mm/yyyy)	(30/(	08/2011)					
2.N/A	( 30/(	30/2011)		_			
2.17/11							
		N/A	N/A	N/A	N/A	N/A	N/A
( / / )							
Stock code (if listed)	N/A			_			
Class of shares	37/4						
issuable (Note 1)	N/A			_			
Subscription price EGM approval date	N/A	_		_			
(if applicable)							
(dd/mm/yyyy)	N/A		( / / )	<u>)                                    </u>			
3.N/A							
		N/A	N/A	N/A	N/A	N/A	N/A
( / / ) Stock code (if listed)	N/A						
Class of shares	1N/A			_			
issuable (Note 1)	N/A						
Subscription price	N/A			_			
EGM approval date							
(if applicable) (dd/mm/yyyy)	N/A		( / / )				
4.N/A	11/71			<u>'</u>			
111 1/2 1							
		N/A	N/A	N/A	N/A	N/A	N/A
( / / )							-
Stock code (if listed)	N/A			_			
Class of shares	NT / A						
issuable (Note 1)	N/A			_			
Subscription price EGM approval date	N/A			_			
(if applicable)							
(dd/mm/yyyy)	N/A		( / / )	<u> </u>			
			TD .	1D (O 1'	1 \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \		
			Tota		nary shares) <u>N/A</u>		-
				·	ence shares) N/A Other class) N/A		-
				(	Other class) IVE	1	_

For Main Board and GEM listed issuers Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed) No. of new No. of new shares of shares of issuer issuer which may be issued pursuant Amount at issued during thereto as at close of close of Converted Currency of Amount at the month the month amount preceding during the close of the pursuant Class and description outstanding month month month thereto 1. N/A N/A N/A N/A N/A N/A N/AStock code (if listed) N/A Class of shares issuable (Note 1) N/A Subscription price EGM approval date (if applicable) (dd/mm/yyyy)) N/A 2. N/A N/A N/A N/AN/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/AN/A N/AN/A N/AStock code (if listed) N/A Class of shares issuable (Note 1) Subscription price NA EGM approval date (if applicable) (dd/mm/yyyy) N/A ( / / ) 4. 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 ( / / ) Total C. (Ordinary shares) N/A

> (Preference shares) N/A(Other class) N/A

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>	-	
		27/4
shares (Note 1)	N/A	N/A
2. N/A		
shares (Note 1)	N/A	N/A
3. <u>N/A</u>	_	
	-	
	-	
shares (Note 1)	N/A	N/A
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	•
(Other class)	N/A	•

Ot	her Movements	in Issued Share Capital	-					
							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/4
							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	NYA
							N/A	N/A
				Class of shares issuable (Note 1)	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	shares of issuer
	Type of Issue					
		Class of shares issuable ( <i>Note 1</i> )	N/A	<b>\</b> _		
5.	Scrip dividend At price : State currer	$\frac{N/A}{\text{acy}}  \frac{N/A}{\text{date} : (dd/mm/yyyy)}$	( / /	)		
		EGM approval date: (dd/mm/yyyy)	( / /	)		
		(			N/A	N/A
		Class of shares repurchased (Note 1)	N/A			
6.	Repurchase of shares	Cancellation date : (dd/mm/yyyy)	( / /	)		
		EGM approval date: (dd/mm/yyyy)	( / /	)		
		(ca min yyyy)			N/A	N/A
		Class of shares redeemed ( <i>Note 1</i> )	N/A_			
7.	Redemption of shares	Redemption date : (dd/mm/yyyy)	( / /	)		
		EGM approval date: (dd/mm/yyyy)	( / /	)	NI/A	NT/A
					N/A	N/A
		Class of shares issuable ( <i>Note 1</i> )	N/A			
8.	Consideration issue At price : State current	$\frac{N/A}{\text{date : (dd/mm/yyyy)}}$ Issue and allotment date :	( / /	)		
		EGM approval date:	( / /	)		
		(dd/mm/yyyy)			N/A	N/A

For Main Board and GEM listed issuers

N/A

				of issuduring t	new shares er issued the month nt thereto	No. of new shares of issue which may be issued pursuan thereto as at close of the month
	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)	( / / )	27/1		
				N/A	1	N/A
		Class of shares issuable ( <i>Note 1</i> )	N/A_			
10.	Other (Please specify) At price : State currency M/A	Issue and allotment date : (dd/mm/yyyy)	( / / )			
		EGM approval date: (dd/mm/yyyy)	( / / )	N/A	<u> </u>	N/A
		Total E.	(Preference sl		'A	
То	otal increase / (decrease) in ordinary shares duri	ng the month (i.e. Total of	A to E):	(1)	0	
	, , , , , , , , , , , , , , , , , , ,		<b>,</b> ·	(2)	N/A	
Ta	otal increase / (decrease) in preference shares du	iring 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):

(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)

Remarks (if any	Remarks (if any):					
-						
	Chiu Ngan Ling Annie					
Title:	Company secretary					
(Direct	(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.