

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyy	y): <u>31/05/2013</u>		
To: Hong Kong Exchanges and Cle	aring Limited		
Name of Issuer	Sino Prosper State G	old Resources	Holdings Limited
Date Submitted	04/06/2013		
I. Movements in Authorised Share C	Capital		
1. Ordinary Shares			
(1) Stock code : <u>766</u> Des	scription: N/A		
	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> Des	scription: 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	<u>N/A</u>
Increase/(decrease)	N/A	N/A	<u>N/A</u>
Balance at close of the month	N/A	N/A	<u>N/A</u>

2.	Preference	Shares

Increase/(decrease)

Balance at close of the month

2. Preference Shar				
Stock code:	N/A Descr	ription: N/A		
		No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of	f preceding month	N/A	N/A	N/A
Increase/(decrease)	N/A	N/A	N/A
Balance at close or	f the month	N/A	N/A	N/A
3. Other Classes of	f Shares			
Stock code:	N/A Descr	ription: N/A		
		No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close or	f preceding month	N/A	N/A	N/A

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

N/A

N/A

N/A

N/A

N/A

<u>N</u>/A

II. Movements in Issued Share Capital

	No. of or	dinary shares	No of preference	No. of other classes of shares	
	(1)	(2)	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	N/A	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					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 during 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	14,000,000	0	8,040,000	0	0	97,620,000 *
(Note 1)						
,						
2.N/A						
(/ /)						
shares	N/A	N/A	N/A	N/A	N/A	N/A
(Note 1)						
,						
3.N/A						
(/ /)						
shares	N/A	N/A	N/A	N/A	N/A	N/A
(Note 1)						
		T	otal A. (Ordin	nary shares)	0	
			(Prefere	ence shares)	N/A	
			(Other class)	N/A	
Total funds raised duri	ng the month f	rom exercise of				
options (State currency	y)		HK\$0			

^{*} 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 (Date of expiry - dd/mm/yyy	yy)	Currency of nominal value	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							
		HK\$	15,200,000	N/A	15,200,000	N/A	152,000,000
(31 / 12 / 2014)		Πιτφ	13,200,000	IV/A	13,200,000	11/A	132,000,000
Stock code (if listed)	N/A						
Class of shares	0 11			-			
issuable (Note 1)	Ordin			_			
Subscription price AGM approval date	HK\$	0.72		-			
(if applicable)							
(dd/mm/yyyy)	(30/0	08/2011)		_			
2.N/A							
_		N/A	N/A	N/A	N/A	N/A	N/A
(/ /)		11/A	14/A	TV/A	11/14	11/A	11/14
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		(/ /)	-			
3.N/A							
		N/A	N/A	N/A	N/A	N/A	N/A
(/ /)		11/11	1771	11/11	11/11	11/11	11/11
Stock code (if listed)	N/A			_			
Class of shares	NT/A						
issuable (<i>Note 1</i>) Subscription price	N/A N/A			-			
EGM approval date	1 V /A			_			
(if applicable)							
(dd/mm/yyyy)	N/A		(/ /)	_			
4.N/A							
		N/A	N/A	N/A	N/A	N/A	N/A
(/ /)		14/11	1771	14/11	11/11	11/11	14/11
Stock code (if listed)	N/A			_			
Class of shares	27/1			-			
issuable (Note 1)	N/A			_			
Subscription price EGM approval date	N/A			-			
(if applicable)							
(dd/mm/yyyy)	N/A		(/ /)	_			
			Tota	al B. (Ordi	nary shares) N/A	4	
			1011		ence shares) N/A		_
				·	Other class) $\frac{N}{N}$		- -

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 during issued pursuant Amount at thereto as at close of Converted Currency of close of Amount at the month amount preceding during the close of the pursuant the month month Class and description outstanding 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 N/A EGM approval date (if applicable) (dd/mm/yyyy)) N/A 2. N/A N/AN/AN/AN/A N/AStock 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/AN/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. N/A (/ /) shares (Note 1)	N/A	N/A
2. N/A (/ / /)	- - -	
3. N/A	N/A	N/A
shares (Note 1)		N/A
Total D. (Ordinary shares) (Preference shares) (Other class)	N/A	

		in Issued Share Capita					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)	(/ /)	NT/A	NI/A
							<u>N/A</u>	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 (<i>Note 1</i>)	_N/A			
3.	Placing	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_			
4.	Bonus issue		N/A	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
				V 199997			N/A	N/A

For Main Board and GEM listed issuers

			1 Of Iviali	n Board and GEM II	
				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_		
5.	Scrip dividend At price : State currency N/A	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	NT/A
				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)	(/ /)		
				N/A	N/A
		Class of shares redeemed (Note 1)	N/A		
7.	Redemption of shares	Redemption date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	NT/A
				N/A	N/A
		Class of shares issuable (Note 1)	N/A		
8.	Consideration issue At price : State currency 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

N/A

				No. of new share of issuer issued during the month pursuant thereto	shares of issue which may be
	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)	(/ /)	NY/A	NT/A
				N/A	<u>N/A</u>
		Class of shares issuable (Note 1)	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	N/A
		Total E.	(Preference s		
То	otal increase / (decrease) in ordinary shares durin	ng the month (i.e. Total of	A to E):	(1) 0	
				(2) N/A	
To	otal increase / (decrease) in preference shares du	aring 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 an	y):				
~					
	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.