

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 30/04/2015

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Sino Prosper (Group) Holdings Limited
Date Submitted	04/05/2015

I. Movements in Authorised Share Capital

1. Ordinary Shares			
(1) Stock code : <u>766</u> Descrip	tion : Ordinary	Shares	
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	40,000,000,000	HK\$0.01	HK\$400,000,000
Increase/(decrease)			
Balance at close of the month	40,000,000,000	HK\$0.01	HK\$400,000,000
(2) Stock code : <u>N/A</u> Descrip	otion :		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			

2. Preference Shares

Stock code :	N/A	Descr	iption :		
			No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close	of precedi	ng month			
Increase/(decreas	se)				
Balance at close	of the mor	ıth			
3. Other Classes	of Shares				
Stock code :	N/A	Descr	iption :		
				Par value	Authorised share

	No. of other classes of shares	(State currency)	capital (State currency)
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			

II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference	No. of other classes
	(1)	(2)	shares	of shares
Balance at close of preceding month	1,004,587,497			
Increase/ (decrease) during the month				
Balance at close of the month	1,004,587,497			

III. Details of Movements in Issued Share Capital

Particulars of share option scheme including EGM approval date (d/mm/yyyy) and Class of shares issueble issueble Granted 1. Share option scheme Meeting approved (25/04/2002) & (20/04/2012) Ordinary shares (Note 1) 2. N/A (Ordinary shares (Note 1) 3. N/A (Note 1) 3. N/A (Note 1) Total A. (Ordinary shares) (Note 1) Total A. (Ordinary shares) (Note class) Nil Total funds raised during the month from exercise of options (State currency) No. of new shares of issuer sisued during No. of new shares of issuer sisued during the month No. of new shares of issuer sisued month issuer which may be issue pursuant thereto as at close of the mont issuer which may be issued pursuant thereto as at close of the mont issuer which may be issue pursuant thereto as at close of the mont thereto issuer subares of No. of new shares of issuer subares of issuer sized month issuer which may be issue pursuant thereto (Note 1) Total A. (Ordinary shares) (Other class) N/A Total funds raised during the month from exercise of options (State currency) Nil	Share Options (under	Share Optio	n Schemes of th	e Issuer)			
including EGM approval date (dd/mm/yyy) and class of shares issuable issued pursuant Movement during the month issued pursuant thereto issued pursuant issued pursuant thereto 1. Share option scheme Granted Exercised Cancelled Lapsed Meeting approved (25/04/2002) & (20/04/2012) Ordinary shares Nil Nil 74,700,000 Ordinary shares Nil Nil 77,700,000 Nil 74,700,000 (Note 1) Shares	Particulars of share					No. of new shares of	No. of new shares of
approval date (dd/mn/yyyy) and class of shares issuable Movement during the month thereto as at close of the month class of shares issuable Granted Exercised Cancelled Lapsed 1. Share option							
Morelach during durinding (dd/mm/yyyy) and Granted Exercised Cancelled Lapsed 1. Share option scheme (25/04/2002) & (20/04/2012) (20/04/2012) (20/04/2012) (Note 1) 74,700,000 Nil 74,700,000 (Note 1) 0 Nil Nil 7,700,000 Nil 74,700,000 (Note 1) 0 Nil 7,700,000 Nil 74,700,000 (Note 1) 0 0 0 0 0 (Note 1) 0 0 0 0 0 3. N/A 0 0 0 0 0 (Note 1) 0 0 0 0 0 3. N/A 0 0 0 0 0 (Note 1) 0 0 0 0 0 0 (Note 1) 0 0 0 0 0 0 0 (Note 1) 0 0 0 0 0 0 0 (Note 1) 0 0 0 0 0 <td< td=""><td></td><td></td><td></td><td></td><td></td><td></td><td></td></td<>							
(dd/mm/yyyy) and class of shares issuable Granted Exercised Cancelled Lapsed 1. Share option scheme Meeting approved (25/04/2002) & (20/			Movement du	ring the month	h	thereto	as at close of the month
issuable Granted Exercised Cancelled Lapsed 1. Share option Scheme Meeting approved Scheme Scheme <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td>							
1. Share option scheme Meeting approved (25/04/2002) & (20/04/2012) Ordinary shares (Note 1) 2. N/A (/ / /) shares (Note 1) 3. N/A (/ / /) shares (Note 1) Total A. (Ordinary shares) (Note 1) Total A. (Ordinary shares) (Note 1) Total funds raised during the month from exercise of							
scheme Meeting approved (25/04/2002) & (25/04/2002) (25/04/2002) (25/04/2012) Ordinary shares Nil Nil 7,700,000 Ordinary shares Nil 74,700,000 (Note 1)		Granted	Exercised	Cancelled	Lapsed		
Meeting approved (25/04/2002) & (20/04/2012) Nil Nil 7,700,000 Nil 74,700,000 Ordinary shares Nil Nil 7,700,000 Nil 74,700,000 (Note 1) 2. N/A	-						
$ \begin{array}{c ccccccccccccccccccccccccccccccccccc$							
$\begin{array}{c c c c c c c c c c c c c c c c c c c $							
Ordinary shares Nil Nil Nil 7,700,000 Nil 74,700,000 $(Note 1)$ 2. N/A	(25/04/2002) &						
Ordinary shares Nil Nil 7,700,000 Nil 74,700,000 $(Note 1)$ 2. N/A	(20/04/2012)						
(Note 1) 2. N/A		Nil	Nil	Nil	7,700,000	Nil	74,700,000
2. N/A			·				<u> </u>
$\frac{\boxed{(/ /)}_{\text{shares}}}{\frac{(/ /)}{(Note 1)}} = \frac{\boxed{(/ /)}_{\text{shares}}}{\frac{(/ /)}{(Note 1)}} = \frac{\boxed{(/ /)}_{\text{shares}}}{\frac{(/ /)}{(Note 1)}} = \frac{\boxed{(/ /)}_{\text{shares}}}{\frac{(/ /)}{(Note 1)}} = \frac{\boxed{(/ /)}_{\text{shares}}}{\frac{(/ /)}{(Note 1)}} = \frac{\boxed{(/ /)}_{\text{shares}}}{\frac{(/ /)}{(Note 1)}}$ Total A. (Ordinary shares) (Ordinary shares) (Other class) $\frac{\boxed{N/A}}{\frac{N/A}}$ Total funds raised during the month from exercise of	()						
$\frac{\boxed{(/ /)}_{\text{shares}}}{\frac{(/ /)}{(Note 1)}} = \frac{\boxed{(/ /)}_{\text{shares}}}{\frac{(/ /)}{(Note 1)}} = \frac{\boxed{(/ /)}_{\text{shares}}}{\frac{(/ /)}{(Note 1)}} = \frac{\boxed{(/ /)}_{\text{shares}}}{\frac{(/ /)}{(Note 1)}} = \frac{\boxed{(/ /)}_{\text{shares}}}{\frac{(/ /)}{(Note 1)}} = \frac{\boxed{(/ /)}_{\text{shares}}}{\frac{(/ /)}{(Note 1)}}$ Total A. (Ordinary shares) (Ordinary shares) (Other class) $\frac{\boxed{N/A}}{\frac{N/A}}$ Total funds raised during the month from exercise of	2. N/A						
(Note 1) 3. N/A							
(Note 1) 3. N/A							
(Note 1) 3. N/A							
(Note 1) 3. N/A							
(Note 1) 3. N/A							
$ \frac{3. \text{N/A}}{(-//)} = \frac{1}{(Note 1)} $ Total A. (Ordinary shares) Nil (Preference shares) Nil (Other class) N/A Total funds raised during the month from exercise of					· ·		
Image: shares Image: shares Image: shares Image: shares (Note 1) Image: shares Image: Total A. (Ordinary shares) Nil (Preference shares) N/A (Other class) N/A Total funds raised during the month from exercise of N/A	(Note 1)						
Image: shares Image: shares Image: shares Image: shares (Note 1) Image: shares Image: Total A. (Ordinary shares) Nil (Preference shares) N/A (Other class) N/A Total funds raised during the month from exercise of N/A	2 XI/A						
(Note 1) Total A. (Ordinary shares) (Preference shares) Nil N/A (Other class) N/A Total funds raised during the month from exercise of N/A	<u>3. N/A</u>						
(Note 1) Total A. (Ordinary shares) (Preference shares) Nil N/A (Other class) N/A Total funds raised during the month from exercise of N/A							
(Note 1) Total A. (Ordinary shares) (Preference shares) Nil N/A (Other class) N/A Total funds raised during the month from exercise of N/A							
(Note 1) Total A. (Ordinary shares) (Preference shares) Nil N/A (Other class) N/A Total funds raised during the month from exercise of N/A							
(Note 1) Total A. (Ordinary shares) (Preference shares) Nil N/A (Other class) N/A Total funds raised during the month from exercise of N/A	(/ /)						
Total A. (Ordinary shares) Nil (Preference shares) N/A (Other class) N/A Total funds raised during the month from exercise of N/A	shares						
(Preference shares) N/A (Other class) N/A Total funds raised during the month from exercise of N/A	(Note 1)						
(Other class) N/A Total funds raised during the month from exercise of			-	Fotal A. (Or	dinary shares)	Nil	
(Other class) N/A Total funds raised during the month from exercise of				(Pref	erence shares)	N/A	
Total funds raised during the month from exercise of				× ×			
	Total funds raised du	ring the mont	th from exercise	of	、		
-F(01	Nil		
		57			·		

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of Nominal valu nominal close of value preceding mo	du	ercised ring the nonth	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.						
(/ /) Stock code (if listed) Class of shares issuable (<i>Note 1</i>)	· ·					
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
2. N/A						
(/ /) Stock code (if listed) Class of shares	·					
issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
<u>3. N/A</u>						
(/ /) Stock code (if listed) Class of shares issuable (Note 1)						
Subscription price EGM approval date (if applicable)						
(dd/mm/yyyy) 4. N/A	(/ /)					
· · · · · · · · · · · · · · · · · · ·						
Stock code (if listed) Class of shares issuable (<i>Note 1</i>)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
	, ,	Total B.	(Ordin	ary shares)	Nil	
		D -	(Preferen	nce shares)	N/A	
			(0	Other class)	N/A	

For Main Board and GEM listed issuers

Convertibles (i.e. Convertible	into Shares of the I	ssuer which are to	be Listed)			
Class and description	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. Convertible bonds						
		183,530,000	Nil	183,530,000	Nil	496,027,027
Stock code (if listed) Class of shares	N/A					
issuable (Note 1)	Ordinary					
Subscription price	HK\$0.37					
EGM approval date (if applicable) (dd/mm/yyyy)) 2. N/A	(11 / 10 / 2013	3)				
Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
<u>3. N/A</u>						
Stock code (if listed) Class of shares issuable (Note 1)						
Subscription price EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /)					
<u>4. N/A</u>	´					
	<u> </u>					
Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
			Total C. (Ordi	nary shares)	Nil N/A	-
				(Other class)	N/A 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)		
2.		
	-	
	-	
shares (Note 1)		
3.		
· · _	-	
shares (Note 1)		<u></u>
Total D. (Ordinary shares)	4	
Total D. (Ordinary shares) (Preference shares)		
(Other class)		
(• • • • • • • • • • • • • • • • • • •		

Other Movements in Issu	ued Share Capital
-------------------------	-------------------

	Type of Issue	ssued 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
			Class of shares issuable (<i>Note 1</i>)	<u>N/A</u>			
1.	Rights issue	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuable (<i>Note 1</i>)	<u>N/A</u>			
2.	Open offer	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuable (<i>Note 1</i>)	<u>N/A</u>			
3.	Placing	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuable (<i>Note 1</i>)	<u>N/A</u>			
4.	Bonus issue		Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		

				For	Main	Boa	ard and GEM l	isted issuers
	Type of Issue						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
			Class of shares issuable (Note 1)		<u>N/A</u>			
5.	Scrip dividend	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	()	/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares repurchased (<i>Note 1</i>)		<u>N/A</u>			
6.	Repurchase of shares		Cancellation date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares redeemed (<i>Note 1</i>)		<u>N/A</u>			
7.	Redemption of shares		Redemption date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuable (Note 1)		<u>N/A</u>			
8.	Consideration issue	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		

	Type of Issue			For Main B	oard and GEM I No. of new shares of issuer issued during the month pursuant thereto	isted issuers No. of new shares of issuer which may be issued pursuant thereto as at close of the month
			Class of shares issual (Note 1)	ble <u>N/A</u>		
9.	Capital reorganisation		Issue and allotment date : (dd/mm/yyyy)	(/ /)	
			EGM approval date: (dd/mm/yyyy)	(/ /))	
						<u> </u>
			Class of shares issual (Note 1)	ble <u>N/A</u>		
10.	Other (Please specify)	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/ /)	
			EGM approval date: (dd/mm/yyyy)	(/ /))	
			Total E.	(Ordinary sha (Preference sha (Other cl	res) N/A	-

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):		N/A		
	(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):
---------	-----	-------

N/A	<u>´</u>
Submitted by:	Chan Yuen Ying Stella
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.