

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy): 30/09/2011

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Sino Prosper State Gold Resources Holdings Limited
Date Submitted	06/10/2011

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	20,000,000,000	HK\$0.01	HK\$200,000,000
Increase/(decrease)	0		0
Balance at close of the month	20,000,000,000	<u>HK\$0.01</u>	<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	<u>N/A</u>	N/A	N/A
Increase/(decrease)	<u>N/A</u>	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	iption : <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	N/A	N/A	N/A

3. Other Classes of Shares

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

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

II. Movements in Issued Share Capital

	No. of orc	linary shares	No of preference	No. of other classes		
	(1)	(2)	shares	of shares		
Balance at close of preceding month	7,834,844,971	N/A	<u>N/A</u>	<u>N/A</u>		
Increase/ (decrease) during the month	(20,480,000)	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>		
Balance at close of the month	7,814,364,971	N/A	<u>N/A</u>	<u>N/A</u>		

III. Details of Movements in Issued Share Capital

Share Options (under	er Share Option	Schemes of the	Issuer)			
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.Shar option						
scheme						
(25 /04 /2002)						
ordinary shares	0	0	0	0	0	163,600,000
(Note 1)					<u> </u>	
(11010-1)						
2.N/A						
2.1.11						
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)						
(11010-1)		Т	otal A. (Ordin	harv shares)	0	
		1		ence shares)		
			· ·	Other class)		
T . 1 C 1		c .		Uner Class)	1 N/ M	
Total funds raised d		from exercise of	DI IIVAO			
options (State current	ncy)		HK\$0			
1						

Description of warrants Date of expiry - dd/mm/yyy	/y)	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. N/A							
		N/A	N/A	N/A	N/A	N/A	N/A
(/ /)		11/11	11/11	1.771	11/11	10/11	10/11
Stock 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		(/ /)	1			
2.N/A	10/11		(/ /)	<u></u>			
		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	N/A			-			
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 (<i>Note 1</i>)	N/A						
Subscription price	N/A			-			
EGM approval date	14/11			_			
(if applicable)							
(dd/mm/yyyy)	N/A		(/ /)	<u>)</u>			
4.N/A							
	<u> </u>	NT / A		NT / A		NT / A	
		N/A	N/A	N/A	N/A	N/A	N/A
(/ /) Stock code (if listed)	NI/A						
Class of shares	N/A			-			
issuable (Note 1)	N/A			_			
Subscription price	N/A			_			
EGM approval date							
(if applicable)	NT / A						
(dd/mm/yyyy)	N/A		(/ /)	<u> </u>			
			Tota	al B. (Ordin	nary shares) N/A	A	
					ence shares) N/A		
					Other class) $\overline{N/A}$		•

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		
		NT / A			NT/ A	NT/ A		
Stock code (if listed)	N/A N/A	N/A	N/A	N/A	N/A	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/A	N/A	N/A	N/A	N/A	N/A		
Stock code (if listed)	N/A 10/11		1.011					
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								
(if applicable)								
(dd/mm/yyyy)	N/A (/	/)						
4. N/A								
	N/A	N/A	N/A	N/A	N/A	N/A		
Stock code (if listed)	N/A				- 1/ 4 4	<u> </u>		
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 sh				
					lass) 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>	_	
) 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	

Otl	or Movements	in Issued Share Capital	1		For M	Iain	Board and GEM lis	sted issuers
	ler 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)	(/ /)	NT/A	NT/ A
							<u>N/A</u>	<u>N/A</u>
				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)	(/ /)		N7/4
							<u>N/A</u>	<u>N/A</u>
				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)	(/ /)		
							<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	NT/ A
							<u>N/A</u>	<u>N/A</u>

			For Main	Board and GEM li No. of new shares of issuer issued during the month pursuant thereto	sted issuers 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 : $\frac{\text{State}}{\text{currency}}$	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(//)	<u>N/A</u>	<u>N/A</u>
		Class of shares repurchased (<i>Note 1</i>)	Ordinary shares		
6.	Repurchase of shares	Cancellation date : (dd/mm/yyyy)	(14 /09/2011)	(20,480,000)	
		AGM approval date: (dd/mm/yyyy)	(30 /08 /2011)	Please see remarks	<u>N/A</u>
		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)	(/ /)		
				<u>N/A</u>	<u>N/A</u>
		Class of shares issuable (<i>Note 1</i>)	N/A		
8.	Consideration At price : $\frac{\text{State}}{\text{currency}} \frac{\text{N/A}}{\text{N/A}}$	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(//)	N/A	N/A

			For M	Main	Board and GEM li	sted 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			
9.	Capital reorganisation	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
		Class of shares	N/2	4		
		issuable (<i>Note 1</i>)		_		
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)	(/ /)	<u>N</u> /A	<u>N/A</u>
		Total E.	(Preferen	ice s	hares) (20,480,000) hares) N/A class) N/A	

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	(20,480,000) 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): (<i>These figures should be the same as the relevant figures under II above ("Movements in Iss</i>)	ued Sh	N/A are Capital").)

Remarks (if any):
In September 2011, 21,920,000 shares have been repurchased by the Company but have not yet been cancelled

 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.*