

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy)	: 31/10/2013		
To: Hong Kong Exchanges and Clear	ing Limited		
Name of Issuer	Sino Prosper St	tate Gold Reso	ources Holdings Limited
Date Submitted	5/11/2013		
I. Movements in Authorised Share Ca	pital		
1. Ordinary Shares			
(1) Stock code: 766 Desc	eription: 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	2,000,000,000	HK\$0.1	HK\$200,000,000
Balance at close of the month	4,000,000,000	HK\$0.1	HK\$400,000,000
(2) Stock code : <u>N/A</u> Desc	eription: N/A		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	N/A	<u>N/A</u>	N/A
Increase/(decrease)	N/A	N/A	<u>N/A</u>
Balance at close of the month	N/A	N/A	N/A

2.	Preference	Shares
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2. Preference Snares				
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	<u>N/A</u>	
Balance at close of the month	N/A	N/A		
3. Other Classes of Shares				
Stock code : N/A Descri	ription: 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	N/A	

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

HK\$400,000,000

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	813,587,497	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	813,587,497	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 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 thereto as at close of the month Movement during the month (dd/mm/yyyy) and class of shares issuable Granted Lapsed Exercised Cancelled 1.Share option scheme Meeting approved (25/04/2002) * & (20/04/2012) Ordinary shares 0 0 0 0 98,320,000 * (*Note 1*) 2.N/A shares N/AN/A N/A N/A N/AN/A(*Note 1*) 3.N/A N/A N/A N/A N/A shares N/AN/A (*Note 1*) Total A. (Ordinary shares) 0 (Preference shares) $\overline{N/A}$ (Other class) N/A Total funds raised during the month from exercise of options (State currency) 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)		ПКФ	13,200,000	IV/A	13,200,000	IN/A	132,000,000
Stock code (if listed)	N/A						
Class of shares				_			
issuable (Note 1)	Ordin			<u>-</u>			
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	$\frac{N/A}{N/A}$			-			
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
(/ /)		1071	1011	11/11	1071	11/11	11/11
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		(/ /)	_			
4.N/A							
		N/A	N/A	N/A	N/A	N/A	N/A
(/ /)	NT/A						
Stock code (if listed) Class of shares	N/A			_			
issuable (Note 1)	N/A						
Subscription price	N/A			-			
EGM approval date							
(if applicable)	NI/A		(/ /)				
(dd/mm/yyyy)	N/A		(/ /)	_			
			Tota	al B. (Ordi	nary shares) N/A	4	
				·	ence shares) $\frac{N/A}{N}$		_
				(Other class) N/A	4	-

Convertibles (i.e. Convertible into Shares of the Issuer 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	<u></u>					
	HK\$	0	0	75,000,000	0	202,702,702
Stock code (if listed) Class of shares	N/A					
issuable (<i>Note 1</i>) Subscription price EGM approval date	Ordinary HK\$0.37					
(if applicable) (dd/mm/yyyy)) 2. N/A	(11/10/2013)					
	N/A	N/A	<u>N/A</u>	N/A	N/A	N/A
Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price	N/A N/A NA					
EGM approval date (if applicable) (dd/mm/yyyy)	N/A (/	′ /)				
3. N/A						
Stock code (if listed) Class of shares	N/A N/A	N/A	N/A	N/A	N/A	N/A
issuable (<i>Note 1</i>) Subscription price EGM approval date	N/A NA					
(if applicable) (dd/mm/yyyy) 4. N/A	N/A (/	′ /)				
	 N/A	N/A	N/A	N/A	N/A	N/A
Stock code (if listed) Class of shares	N/A		<u>IV/A</u>			IV/A
issuable (<i>Note 1</i>) Subscription price EGM approval date	N/A NA					
(if applicable) (dd/mm/yyyy)	N/A (/	<u>′ /)</u>		. (Ordinary sh (Preference sh (Other c		

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	

				No. of new shares of issuer issued during the month pursuant thereto	shares of issuer which may be
	Type of Issue				
			Class of shares N/A issuable (Note 1)		
1.	Rights issue	At price : State currency N/A	_ Issue and allotment date : (dd/mm/yyyy))	
			EGM approval date: (/ / (dd/mm/yyyy)		NY/A
				N/A	<u>N/A</u>
			Class of shares N/A issuable (Note 1)		
2.	Open offer	At price : State currency N/A	Issue and allotment date: (dd/mm/yyyy))	
			EGM approval date: (/ / (dd/mm/yyyy))	
				N/A	<u>N/A</u>
			Class of shares N/A issuable (Note 1)	_	
3.	Placing	At price : $\frac{\text{State}}{\text{currency}} \frac{\text{N/A}}{}$	_ Issue and allotment (/ / date : (dd/mm/yyyy))	
			EGM approval date: (/ / (dd/mm/yyyy)		
				N/A	<u>N/A</u>
			Class of shares N/A issuable (Note 1)	_	
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

			For	Mair	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer
	Type of Issue					month
		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	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	<u>N/A</u>
		Class of shares issuable (<i>Note 1</i>)	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 Y/A
					N/A	N/A

For Main Board and GEM listed issuers
No. of new shares No. of ne

N/A

N/A

	T C.L				of issuer issued during the month pursuant thereto	shares of issuer 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)			N/A	N/A
		Class of shares issuable (<i>Note 1</i>)	N/A			
10.	Other (Please specify) At price : State currency N/A	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
		Total E.	(Preferei	nce s	hares) N/A hares) N/A class) N/A	
То	otal increase / (decrease) in ordinary shares durin	ng 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):

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):
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	Chiu Ngan Ling Annie
Title:	Company secretary
(Direct	or, 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.