



香港交易所

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

For the month ended (dd/mm/yyyy) : 31/03/2009

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Sino Gold Mining Limited

Date Submitted 06/04/2009

#### I. Movements in Authorised Share Capital

**All of the issued shares of Sino Gold Mining Limited comprise fully paid ordinary shares. Under Australia's Corporation Act (Cth), Australian registered companies do not have an Authorised Share Capital, and there is no concept of "par" value in respect of issued shares.**

##### 1. Ordinary Shares

(1) Stock code :	<u>1862.hk /</u> <u>SGX.ASX</u>	Description :	<u></u>	
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
Increase/(decrease)	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
Balance at close of the month	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
(2) Stock code :	<u></u>	Description :	<u></u>	
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	<u></u>	<u></u>	<u></u>	<u></u>
Increase/(decrease)	<u></u>	<u></u>	<u></u>	<u></u>
Balance at close of the month	<u></u>	<u></u>	<u></u>	<u></u>

## 2. Preference Shares

Stock code :	_____	Description :	_____
		No. of preference shares	Par value ( <i>State currency</i> )
			Authorised share capital ( <i>State currency</i> )
Balance at close of preceding month	_____	_____	_____
Increase/(decrease)	_____		_____
Balance at close of the month	_____	_____	_____

## 3. Other Classes of Shares

Stock code :	_____	Description :	_____
		No. of other classes of shares	Par value ( <i>State currency</i> )
			Authorised share capital ( <i>State currency</i> )
Balance at close of preceding month	_____	_____	_____
Increase/(decrease)	_____		_____
Balance at close of the month	_____	_____	_____

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

**N/A**

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## II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference shares	No. of other classes of shares
	(1)	(2)		
Balance at close of preceding month	<u>291,956,627</u>	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>
Increase/ (decrease) during the month	<u>50,000</u>	<u></u>	<u></u>	<u></u>
Balance at close of the month	<u>292,006,627</u>	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>

## III. Details of Movements in Issued Share Capital

## Share Options (under Share Option Schemes of the Issuer)

The terms of the Sino Gold Mining Limited Employee Option Plan were approved by the Board of Sino Gold Mining Limited prior to its listing on ASX in 2002 in accordance with Australian Corporate Law and approval to issue options under the plan refreshed by shareholders at the AGM held on 30 May 2006. Approved by HKSE as part of the listing process on the Exchange in March 2007.	Movement during 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
	Granted	Exercised	Cancelled	Lapsed		
1. December 2009 Employee Options Exercise price: AUD\$1.84						
ordinary shares (Note 1)	<u>Nil</u>	<u>10,000</u>	<u>Nil</u>	<u>Nil</u>	<u>10,000</u>	<u>See 2. below</u>

2. December  
2010 Employee  
Options

Exercise price:  
AUD\$3.13

Ordinary shares <i>(Note 1)</i>	Nil	40,000	Nil	Nil	40,000	11,029,634
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3.

( / / )  
shares

*(Note 1)*

Total A. (Ordinary shares)	50,000
(Preference shares)	Nil
(Other class)	Nil

Total funds raised during the month from exercise of  
options (State currency)

AUD\$143,600

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

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of preceding month	Exercised during the month	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. _____ _____	_____	_____	_____	_____	_____	_____
( / / ) Stock code (if listed) _____ Class of shares issuable ( <i>Note 1</i> ) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / )	_____	_____	_____	_____	_____	_____
3. _____ _____	_____	_____	_____	_____	_____	_____
( / / ) Stock code (if listed) _____ Class of shares issuable ( <i>Note 1</i> ) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / )	_____	_____	_____	_____	_____	_____
4. _____ _____	_____	_____	_____	_____	_____	_____
( / / ) Stock code (if listed) _____ Class of shares issuable ( <i>Note 1</i> ) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ ( / / )	_____	_____	_____	_____	_____	_____
Total B.				(Ordinary shares) Nil _____		
				(Preference shares) Nil _____		
				(Other class) Nil _____		

## 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. _____ _____ _____						
Stock code (if listed) Class of shares issuable ( <i>Note 1</i> ) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	_____	_____	_____	_____	_____	_____
2. _____ _____ _____						
Stock code (if listed) Class of shares issuable ( <i>Note 1</i> ) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	_____	_____	_____	_____	_____	_____
3. _____ _____ _____						
Stock code (if listed) Class of shares issuable ( <i>Note 1</i> ) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	_____	_____	_____	_____	_____	_____
4. _____ _____ _____						
Stock code (if listed) Class of shares issuable ( <i>Note 1</i> ) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	_____	_____	_____	_____	_____	_____
Total C. (Ordinary shares) Nil (Preference shares) Nil (Other class) Nil						

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. _____ _____ _____ ( / / ) shares ( <i>Note 1</i> )		
2. _____ _____ _____ ( / / ) shares ( <i>Note 1</i> )		
3. _____ _____ _____ ( / / ) shares ( <i>Note 1</i> )		
Total D. (Ordinary shares)	Nil	
(Preference shares)	Nil	
(Other class)	Nil	

Other Movements in Issued Share Capital

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
1. Rights issue	At price : State currency _____	Class of shares issuable _____ (Note 1)	Issue and allotment date : (dd/mm/yyyy) _____  EGM approval date: (dd/mm/yyyy) _____	( / / ) _____	( / / ) _____
2. Open offer	At price : State currency _____	Class of shares issuable _____ (Note 1)	Issue and allotment date : (dd/mm/yyyy) _____  EGM approval date: (dd/mm/yyyy) _____	( / / ) _____	( / / ) _____
3. Placing	At price : State currency _____	Class of shares issuable _____ (Note 1)	Issue and allotment date : (dd/mm/yyyy) _____  EGM approval date: (dd/mm/yyyy) _____	( / / ) _____	( / / ) _____
4. Bonus issue		Class of shares issuable _____ (Note 1)	Issue and allotment date : (dd/mm/yyyy) _____  EGM approval date: (dd/mm/yyyy) _____	( / / ) _____	( / / ) _____



For Main Board and GEM listed 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
5.	Scrip dividend At price : State currency _____	<p>Class of shares issuable _____ (Note 1)</p> <p>Issue and allotment date : ( / / )</p> <p>EGM approval date: ( / / ) (dd/mm/yyyy)</p>	_____
6.	Repurchase of shares	<p>Class of shares repurchased _____ (Note 1)</p> <p>Cancellation date : ( / / ) (dd/mm/yyyy)</p> <p>EGM approval date: ( / / ) (dd/mm/yyyy)</p>	_____
7.	Redemption of shares	<p>Class of shares redeemed _____ (Note 1)</p> <p>Redemption date : ( / / ) (dd/mm/yyyy)</p> <p>EGM approval date: ( / / ) (dd/mm/yyyy)</p>	_____
8.	Consideration issue At price : State currency _____	<p>Class of shares issuable _____ (Note 1)</p> <p>Issue and allotment date : ( / / )</p> <p>EGM approval date: ( / / ) (dd/mm/yyyy)</p>	_____

For Main Board and GEM listed 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
9. Capital reorganisation	Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	_____	_____
10. Other (Please specify)	At price : State currency _____ Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	_____	_____
		Total E. (Ordinary shares) Nil	_____
		(Preference shares) Nil	_____
		(Other class) Nil	_____

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1) 50,000
	(2) Nil
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):	Nil
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):	Nil
<i>(These figures should be the same as the relevant figures under II above (“Movements in Issued Share Capital”).)</i>	

Remarks (if any):

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Submitted by: Ivo Polovineo \_\_\_\_\_

Title: Secretary \_\_\_\_\_  
(Director, Secretary or other duly authorised officer)

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*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.*