

For the month ended

Monthly Return of Equity Issuer on Movements in Securities

(dd/mm/yyyy) :	_3	1/05/2021					
To : Hong Kong Exchanges an	d Clearing	Limited					
	Name of Issuer Sino Prosper (Group) Holdings Limited 04/06/2021						
Date Submitted 0	4/06/2021						
. Movements in Authorised Share Capital							
1. Ordinary Shares							
1) Stock code : 766 Description : Ordinary Shares							
	No	. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)			
Balance at close of preceding	month 30	283,500,000	HK\$0.01	HK\$302,835,000			
Increase/(decrease)							
Balance at close of the month	30,	283,500,000	HK\$0.01	HK\$302,835,000			
(2) Stock code : N/A	Description	:					
	No	. of ordinary shares	Par value (State currency)	capital			
Balance at close of preceding	month						
Increase/(decrease)							
Balance at close of the month							

2. Preference Shares						
Stock code : <u>766</u> Descrip	tion : <u>Prefere</u>	nce Shares				
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)			
Balance at close of preceding month	971,650,000	HK\$0.10	HK\$97,165,000			
Increase/(decrease)		-				
Balance at close of the month	971,650,000	HK\$0.10	HK\$97,165,000			
3. Other Classes of Shares						
Stock code : N/A Descrip	tion :					
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)			
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):

II. Movements in Issued Share Capital

	No. of ordin	ary shares	No of preference	No. of other	
	(1)	(2)	shares	classes of shares	
Balance at close of preceding month	2,303,820,199		211,650,000		
Increase/ (decrease) during the month	<u></u>				
Balance at close of the month	2,303,820,199		211,650,000		

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer) Particulars of No. of new shares of No. of new shares of share option issuer issued during issuer which may be scheme the month pursuant issued pursuant thereto thereto as at close of including EGM Movement during the month approval date the month (dd/mm/yyyy) and class of shares issuable Granted Exercised Cancelled Lapsed 1. Share option scheme Meeting approved (20/04/2012) Ordinary shares Nil Nil Nil 28,500,000 Nil Nil (Note 1) (Note 1) shares (Note 1) Total A. (Ordinary shares) N/A (Preference shares) N/A (Other class) N/A Total funds raised during the month from exercise of options (State currency) Nil

Warrants to Issue Shares of the	e Issuer which	are to be Liste	ed			
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of preceding month	e 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. N/A						
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable)						
(dd/mm/yyyy)	(/ /)	<u> </u>			
<u>2.</u>						
(/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)	_			
3.						
(/ /) Stock code (if listed) Class of shares issuable (Note 1)						
Subscription price			<u> </u>			
EGM approval date (if applicable)						
	(/ /)	<u> </u>			
4.						
(/ /)			-			_
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /)				
				\	N1/0	
		Total		ary shares) ice shares)	N/A N/A	_
			•	other class)	N/A N/A	_
			, 0			_

Convertibles (i.e. Convertible i	into Shares of the	e Issuer which are	e 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. Non-redeemable and	<u> </u>					
Convertible preference	<u></u>					
shares	_					
	HK\$	21,165,000	Nil	21,165,000	Nil	211,650,000
Stock code (if listed)	N/A					
Class of shares issuable (Note 1)	Ordinary					
Subscription price	Ordinary HK\$0.10					
EGM approval date	ΤΠΑΦΟ.ΤΟ					
(if applicable)						
(dd/mm/yyyy))	(17/04/2018)					
2. N/A	<u></u>					
	<u></u>					
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)					
3.	,					
						
						
						
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy)	(/ /)					
4.	(' ' ' '					
	<u> </u>					
						
Stock code (if listed)				-		
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /)					
(GG/11111/yyyy)	(/ /)		otal C. (Ordina	arv shares)	N/A	
				nce shares)	N/A	_
			,	Other class)	N/A	-
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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>		
(/ /) shares (Note 1)		
2		
shares (Note 1)		
3.		
J		
shares (Note 1)		
Total D. (Ordinary shares)		
(Preference shares)		
(Other class)		

_	her Movements	III ISSUEU SIII	are Capitar						
	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
	Type of Issue								
				Class of shares issuable (Note 1)		<u>N/A</u>			
1.	Rights issue	At price :	State currency ———	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
				Class of shares		<u>N/A</u>			
				issuable (Note 1)					
2.	Open offer	At price :	State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
				Class of shares issuable (Note 1)		<u>N/A</u>			
3.	Placing	At price :	State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
				Class of shares issuable (Note 1)		N/A			
4.	Bonus issue			Issue and allotment date: (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		

	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
	Type of Issue						
5.	Scrip dividend	At price :	State currency ———	date : (dd/mm/yyyy)	<u>N/A</u> / /)		
				EGM approval date: ((dd/mm/yyyy)	/ /)		
				Class of shares repurchased (Note 1)	<u>N/A</u>		
6.	Repurchase of shares			Cancellation date : (dd/mm/yyyy)	/ /)		
				EGM approval date: (dd/mm/yyyy)	/ /)		
				Class of shares redeemed (Note 1)	<u>N/A</u>		
7.	Redemption of shares			, ,	/ /)		
				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		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 N/A		
		issuable (Note 1)		
9.	Capital reorganisation	Issue and allotment (/ /) date : (dd/mm/yyyy)		
		EGM approval date: (/ /) (dd/mm/yyyy)		
		Class of shares <u>N/A</u> issuable (Note 1)		
10.	Other (Please specify) At price : State currency	Issue and allotment (/ /) date : (dd/mm/yyyy)		
		EGM approval date: (/ /) (dd/mm/yyyy)		_
		Total E. (Ordinary shares	s) N/A	
		(Preference shares (Other class	s) N/A	- - -
Тс	otal increase / (decrease) in ordinary shares duri	ing the month (i.e. Total of A to E): (1)	N/A
		()	2)	N/A
Тс	otal increase / (decrease) in preference shares o	during the month (i.e. Total of A to E):		N/A
	otal increase / (decrease) in other classes of sha	ares during the month (i.e. Total of A to)	N/A
). These figures should be the same as the relevan anital"))	nt figures under II above ("Movements	in Issued Si	hare

IV. Confirmations

We hereby confirm to the best knowledge, information and belief that, in relation to each of the securities issued by the issuer during the month as set out in Part III which has not been previously disclosed in a return published under rule 13.25A, it has been duly authorized by the board of directors of the listed issuer and, insofar as applicable:

(Note 2)

- (i) all money due to the listed issuer in respect of the issue of securities has been received by it;
- (ii) all pre-conditions for listing imposed by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited under "Qualifications of listing" have been fulfilled;
- (iii) all (if any) conditions contained in the formal letter grapting listing of and permission to deal in the securities have been fulfilled:
- (iv) all the securities of each class are in all respects identical (Note 3);
- (v) all documents required by the Companies (Winding Up and Miscellaneous Provisions) Ordinance to be filed with the Registrar of Companies have been duly filed and that compliance has been made with other legal requirements;
- (vi) all the definitive documents of title have been delivered/are ready to be delivered/are being prepared and will be delivered in accordance with the terms of issue;
- (vii) completion has taken place of the purchase by the issuer of all property shown in the listing document to have been purchased or agreed to be purchased by it and the purchase consideration for all such property has been duly satisfied; and
- (viii) the trust deed/deed poll relating to the debenture, loan stock, notes or bonds has been completed and executed, and particulars thereof, if so required by law, have been filed with the Registrar of Companies.

Remarks (if any):		
N/A		
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. Items (i) to (viii) are suggested forms of confirmation which may be amended to meet individual cases. Where the issuer has already made the relevant confirmations in a return published under rule 13.25A in relation to the securities issued, no further confirmation is required to be made in this return.
- 3. "Identical" means in this context:
 - the securities are of the same nominal value with the same amount called up or paid up;
 - they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and
 - they carry the same rights as to unrestricted transfer, attendance and voting at meetings and rank pari passu in all other respects.
- 4. If there is insufficient space, please append the prescribed continuation sheet.