



## Monthly Return for Equity Issuer and Hong Kong Depositary Receipts listed under Chapter 19B of the Exchange Listing Rules on Movements in Securities

For the month ended: 31 January 2023

Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: Sino Prosper (Group) Holdings Limited

Date Submitted: 02 February 2023

### I. Movements in Authorised / Registered Share Capital

1. Type of shares	Ordinary shares	Class of shares	Not applicable	Listed on SEHK (Note 1)	Yes	
Stock code	00766	Description				
	Number of authorised/registered shares	Par value		Authorised/registered share capital		
Balance at close of preceding month	30,283,500,000	HKD	0.01	HKD	302,835,000	
Increase / decrease (-)				HKD		
Balance at close of the month	30,283,500,000	HKD	0.01	HKD	302,835,000	

2. Type of shares	Preference shares	Class of shares	Other class (specify in description)	Listed on SEHK (Note 1)	No	
Stock code	N/A	Description	Unlisted preference shares			
	Number of authorised/registered shares	Par value		Authorised/registered share capital		
Balance at close of preceding month	971,650,000	HKD	0.1	HKD	97,165,000	
Increase / decrease (-)				HKD		
Balance at close of the month	971,650,000	HKD	0.1	HKD	97,165,000	

Total authorised/registered share capital at the end of the month: HKD 400,000,000

**II. Movements in Issued Shares**

1. Type of shares	Ordinary shares	Class of shares	Not applicable	Listed on SEHK (Note 1)	Yes	
Stock code	00766	Description				
Balance at close of preceding month			2,303,820,199			
Increase / decrease (-)						
Balance at close of the month			2,303,820,199			

2. Type of shares	Preference shares	Class of shares	Other class (specify in description)	Listed on SEHK (Note 1)	No	
Stock code	N/A	Description	Unlisted preference shares			
Balance at close of preceding month			211,650,000			
Increase / decrease (-)						
Balance at close of the month			211,650,000			

### III. Details of Movements in Issued Shares

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

1. Type of shares issuable	Ordinary shares	Class of shares	Not applicable	Shares issuable to be listed on SEHK (Note 1)	Yes		
Stock code of shares issuable (if listed on SEHK) (Note 1)		00766					
Particulars of share option scheme	Number of share options outstanding at close of preceding month	Movement during the month		Number of share options outstanding at close of the month	No. of new shares of issuer issued during the month pursuant thereto (A)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month	The total number of securities which may be issued upon exercise of all share options to be granted under the scheme at close of the month
1). Share Option Scheme	28,500,000			28,500,000	0	28,500,000	0
General Meeting approval date (if applicable)		20 April 2012					

Total A (Ordinary shares): \_\_\_\_\_ 0

Total funds raised during the month from exercise of options: HKD \_\_\_\_\_ 0

#### (B). Warrants to Issue Shares of the Issuer which are to be Listed Not applicable

#### (C). Convertibles (i.e. Convertible into Issue Shares of the Issuer which are to be Listed)

1. Type of shares issuable	Ordinary shares	Class of shares	Not applicable	Shares issuable to be listed on SEHK (Note 1)	Yes		
Stock code of shares issuable (if listed on SEHK) (Note 1)		00766					
Description of the Convertibles	Currency	Amount at close of preceding month	Movement during the month		Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto (C)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1). Non-redeemable and Convertible preference shares	HKD	21,165,000			21,165,000	0	211,650,000
Type of convertibles		Preference Shares					

Stock code of the Convertibles (if listed on SEHK) (Note 1)	_____	
Subscription/Conversion price	HKD _____	0.1
General Meeting approval date (if applicable)	17 April 2018	

Total C (Ordinary shares): \_\_\_\_\_ 0

**(D). Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be listed, including Options (other than Share Options Schemes)** Not applicable

**(E). Other Movements in Issued Share** Not applicable

Total increase / decrease (-) in Ordinary shares during the month (i.e. Total of A to E)	_____ 0
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**IV. Information about Hong Kong Depositary Receipt (HDR)** Not applicable

**V. Confirmations**

Not applicable
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Submitted by: Chan Yuen Ying Stella

Title: Company Secretary

(Director, Secretary or other Duly Authorised Officer)

**Notes**

1. SEHK refers to Stock Exchange of Hong Kong.
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 Main Board Rule 13.25A / GEM Rule 17.27A 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 submit additional document.
5. In the context of repurchase of shares:
  - "shares issuable to be listed on SEHK" should be construed as "shares repurchased listed on SEHK"; and
  - "stock code of shares issuable (if listed on SEHK)" should be construed as "stock code of shares repurchased (if listed on SEHK)"; and
  - "type of shares issuable" should be construed as "type of shares repurchased"; and
  - "issue and allotment date" should be construed as "cancellation date"
6. In the context of redemption of shares:
  - "shares issuable to be listed on SEHK" should be construed as "shares redeemed listed on SEHK"; and

- . “stock code of shares issuable (if listed on SEHK)” should be construed as “stock code of shares redeemed (if listed on SEHK)”; and
- . “type of shares issuable” should be construed as “type of shares redeemed”; and
- . “issue and allotment date” should be construed as “redemption date”