

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

# For the month ended (dd/mm/yyyy): 28/02/2013

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Sinocop Resources (Holdings) Limited
Date Submitted	04/03/2013

#### I. Movements in Authorised Share Capital

1. Ordinary Shares				
(1) Stock code : <u>476</u> Descrip	otion : <u>SINOCO</u>	P RES		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)	
Balance at close of preceding month	50,000,000,000	HK\$0.01	HK\$500,000,000.00	
Increase/(decrease)	Nil		Nil	
Balance at close of the month	50,000,000,000	HK\$0.01	HK\$500,000,000.00	
(2) Stock code : <u>N/A</u> Descrip	otion :	N/A		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)	
Balance at close of preceding month				
Increase/(decrease)				
Balance at close of the month				

# 2. Preference Shares

Stock code : N/A Dea		Description :	N/4	A
		No. of pre shar	Par value (State currency)	Authorised share capital (State currency)
Balance at close of p	receding 1	nonth	 	
Increase/(decrease)				
Balance at close of th	ne month		 	

### 3. Other Classes of Shares

Stock code :	<u>N/A</u> Description :		otion :	N/A			
			No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)		
Balance at close of p	receding 1	nonth					
Increase/(decrease)							
Balance at close of th	he month						

Total authorised share capital at the end of the month (*State currency* : HK\$500,000,000.00

## II. Movements in Issued Share Capital

	No. of ordina	ary shares	No of preference	No. of other classes		
	(1)	(2)	shares	of shares		
Balance at close of preceding month	1,384,396,800	N/A	N/A	N/A		
Increase/ (decrease) during the month	Nil	N/A	N/A	<u>N/A</u>		
Balance at close of the month	1,384,396,800	N/A	N/A	N/A		

## III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)
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Particulars of share option scheme including EGM					No. of new shares of issuer issued during the month pursuant	No. of new shares of issuer which may be issued pursuant thereto
approval date		Movement duri	ing the month		thereto	as at close of the month
(dd/mm/yyyy) and - class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Exercise Price:	Nil	Nil	Nil	Nil	Nil	43,500,000
HK\$0.86	1411	1411		1411	111	+5,500,000
11K\$0.80						
(05/01/2004)						
Ordinary shares						
(Note 1)						
2. Exercise Price:	Nil	Nil	Nil	Nil	Nil	5,000,000
HK\$2.95						
(05/01/2004)						
Ordinary shares						
(Note 1)						
3. Exercise Price:	Nil	Nil	Nil	Nil	Nil	65,900,000
HK\$0.46						
(05/01/2004)						
Ordinary shares						
(Note 1)		-			X 7/1	
		Te	otal A. (Ordin			
				nce shares)		
				Other class)	N/A	
Total funds raised dur		from exercise of				
options (State currenc	y)		Nil			

Description of warrants (Date of expiry - dd/mm/yyyy) 1. N/A	Currency of Nominal value at nominal close of value 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
( / / ) Stock code (if listed) Class of shares issuable ( <i>Note 1</i> ) Subscription price EGM approval date					
(if applicable) (dd/mm/yyyy)	( / / )				
2. N/A	;;				
( / / ) Stock code (if listed) Class of shares					
issuable ( <i>Note 1</i> ) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	( / / )				
3. N/A					
( / / )					
Stock code (if listed) Class of shares issuable ( <i>Note 1</i> )					
Subscription price EGM approval date (if applicable)					
(dd/mm/yyyy) 4. N/A	( / / )				
( / / ) Stock code (if listed) Class of shares issuable (Note 1)					
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	( / / )				
	Total	(Prefere	nary shares) <u>N/A</u> ence shares) <u>N/A</u> Other class) <u>N/A</u>		

#### For Main Board and GEM listed issuers

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Convertibles (i.e. Convertib	le into Shares	of the Issuer wh	ich are to be List	ted)		
Class and description	amount	Amount at clo of preceding	during the	Amount at close	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 and description 1. N/A	outstanding	month	month	of the month		
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)) 2. N/A	( / /	)				
Stock code (if listed) Class of shares issuable ( <i>Note 1</i> ) Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy) 3. N/A	( / /	)				
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> ) Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy) <u>4. N/A</u>	( / /	)				
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> ) Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	( / /	)		inary shares) <u>N/A</u>		
				rence shares) N/A		
				(Other class) N/A		
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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)

Ful	l particulars including EGM approval date (dd/mm/yyyy), pplicable, 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.	According to the Acquisition Agreement dated 29 March 2012		
	entered between the Purchaser, the Vendors and the Company, the		
-	Company has agreed to issue to the Vendors or their nominee(s) the		
	followings being full payment of the Consideration :-		
-	(i) a total of 120,000,000 Consideration Shares at an issue		
	price of HK\$0.75 per Consideration Share; and		
-	(ii) Convertible Notes in an aggregate principal amount of		
	HK\$2,910,000,000.00 which entitles the holder(s) to		
-	convert into an aggregate of 3,880,000,000 Conversion		
	Shares at an initial conversion price of HK\$0.75 per		
.	Conversion Share.		
-	For details, please refer to the Company's announcement dated 29 March 2012.		
	March 2012.		
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-	(Subject to approval at SGM)		
-	Ordinary shares (Note 1)	Nil	Nil
2.	According to the Placing Agreement dated 29 March 2012 entered between the Placing Agent and the Company, the		
	Company has agreed to place not less than 265,000,000 Placing		
	Shares but not more than 333,300,000 Placing Shares through the		
	Placing Agent, at the price of no less than HK\$0.60 per share but		
	not more than HK\$0.75 per share, to not less than six independent		
	placees at different intervals during the Placing Period. For details,		
	please refer to the Company's announcement dated 29 March 2012.		
	(Subject to approval at SGM)		2.71
-	Ordinary shares (Note 1)	Nil	Nil
3	N/A		
5.	1 1/ / 1		
· ·			
-	( / / )		
	shares (Note 1)		
	Total D. (Ordinary shares)	Nil	
	(Preference shares)	N/A	
	(Other class)	N/A	
		l	

	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 issuable ( <i>Note 1</i> )				
1.	Rights issue	At price : State	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	NT/ A
						<u>N/A</u>	N/A
			Class of shares issuable (Note 1)				
2.	Open offer	At price : State	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
						<u>N/A</u>	N/A
			Class of shares issuable ( <i>Note 1</i> )				
3.	Placing	At price : State	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
						<u>N/A</u>	N/A
			Class of shares issuable (Note 1)				
4.	Bonus issue		Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	N/A

			Fo	r Main B	oard	and GEM listed is No. of new	suers No. of new
	Type of Issue					shares of issuer issued during the month pursuant thereto	shares of issuer which may be issued pursuant thereto as at close of the month
			Class of shares issuable ( <i>Note 1</i> )				
5.	Scrip dividend At p	orice : State currency ——	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
						<u>N/A</u>	N/A
			Class of shares repurchased ( <i>Note 1</i> )				
6.	Repurchase of shares		Cancellation date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
						<u>N/A</u>	N/A
			Class of shares redeemed ( <i>Note 1</i> )				
7.	Redemption of shares		Redemption date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)	NT/ A	N/A
						<u>N/A</u>	N/A
			Class of shares issuable (Note 1)				
8.	Consideration issue At p	orice : State currency ——	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	N/A

			For Main Board and GEM listed issuers			
	Type of Issue				No. of new shares of issuer issued during the month pursuant thereto	
			Class of shares issuabl ( <i>Note 1</i> )	e		
9.	Capital reorganisation		Issue and allotment date : (dd/mm/yyyy)	( / / )	)	
			EGM approval date: (dd/mm/yyyy)	( / / )	) N/A	N/A
					1071	
			Class of shares issuabl (Note 1)	e		
10.	Other (Please specify)	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	( / / )	)	
			EGM approval date: (dd/mm/yyyy)	( / / )	) <u>N/A</u>	N/A
			Total E. (P	(Ordinary shar Preference shar (Other cla	res) N/A	

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	Nil			
	(2)	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):		N/A			
(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)					

Remarks (if any):
N/A
Submitted by: Tricor Tengis Limited
Title:       Hong Kong Branch Share Registrar         (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.*