

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

## For the month ended (dd/mm/yyyy) :31/05/2013

To : Hong Kong Exchanges and Clearing Limited

| Name of Issuer | Sinocop Resources (Holdings) Limited |
|----------------|--------------------------------------|
| Date Submitted | 05/06/2013                           |

#### 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<br>(State<br>currency) | Authorised share<br>capital<br>(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<br>(State<br>currency) | Authorised share<br>capital<br>(State currency) |  |
| Balance at close of preceding month |                        |                                  |   |  |
| Increase/(decrease)                 |                        |                                  |   |  |
| Balance at close of the month       |                        |                                  |   |  |

# 2. Preference Shares

| Stock code : N/A Desc  |            | Description :      | iption : |                                  | A   |
|------------------------|------------|--------------------|----------|----------------------------------|---|
|                        |            | No. of pre<br>shar |          | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(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> Descriptio |       | otion :                        | N/A                              | <u> </u>  |
|------------------------|-----------------------|-------|--------------------------------|----------------------------------|---|
|                        |                       |       | No. of other classes of shares | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(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)<br>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) |
|--|
|--|

| Particulars of share<br>option scheme<br>including EGM |         |                  |                |              | No. of new shares of<br>issuer issued during<br>the month pursuant | No. of new shares of<br>issuer which may be<br>issued pursuant thereto |
|--|---------|------------------|----------------|--------------|--|--|
| approval date  |         | Movement duri    | ing the month  |              | thereto  | as at close of the month   |
| (dd/mm/yyyy) and -<br>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<br>(Date of expiry - dd/mm/yyyy)<br>1. N/A  | Currency of Nominal value at<br>nominal close of<br>value preceding month | Exercised<br>during the<br>month | Nominal value<br>at close of the<br>month                                     | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|---|---|----------------------------------|---|--|--|
|   |   |                                  |   |  |  |
| ( / / )<br>Stock code (if listed)<br>Class of shares<br>issuable ( <i>Note 1</i> )<br>Subscription price<br>EGM approval date |   |                                  |   |  |  |
| (if applicable)<br>(dd/mm/yyyy)   | ( / / )   |                                  |   |  |  |
| 2. N/A  | ;;  |                                  |   |  |  |
| ( / / )<br>Stock code (if listed)<br>Class of shares  |   |                                  |   |  |  |
| issuable ( <i>Note 1</i> )<br>Subscription price<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)                      | ( / / )   |                                  |   |  |  |
| 3. N/A  |   |                                  |   |  |  |
| ( / / )   |   |                                  |   |  |  |
| Stock code (if listed)<br>Class of shares<br>issuable ( <i>Note 1</i> )   |   |                                  |   |  |  |
| Subscription price<br>EGM approval date<br>(if applicable)  |   |                                  |   |  |  |
| (dd/mm/yyyy)<br>4. N/A  | ( / / )   |                                  |   |  |  |
|   |   |                                  |   |  |  |
| ( / / )<br>Stock code (if listed)<br>Class of shares<br>issuable (Note 1)   |   |                                  |   |  |  |
| Subscription price<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)  | ( / / )   |                                  |   |  |  |
|   | Total   | (Prefere                         | nary shares) <u>N/A</u><br>ence shares) <u>N/A</u><br>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<br>of preceding | during the         | Amount at close          | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>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<br>(if applicable)<br>(dd/mm/yyyy))<br>2. N/A                               | ( / /          | )                             |                    |                          |  |  |
|   |                |                               |                    |                          |  |  |
| Stock code (if listed)<br>Class of shares<br>issuable ( <i>Note 1</i> )<br>Subscription price |                |                               |                    |                          |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)<br>3. N/A                                | ( / /          | )                             |                    |                          |  |  |
| Stock code (if listed)  |                |                               |                    |                          |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )<br>Subscription price                           |                |                               |                    |                          |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)<br><u>4. N/A</u>                         | ( / /          | )                             |                    |                          |  |  |
| Stock code (if listed)  |                |                               |                    |                          |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )<br>Subscription price                           |                |                               |                    |                          |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)  | ( / /          | )                             |                    | inary shares) <u>N/A</u> |  |  |
|   |                |                               |                    | rence shares) N/A        |  |  |
|   |                |                               |                    | (Other class) N/A        |  |  |
| 1   |                |                               |                    |                          |  |  |

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),<br>pplicable, and class of shares issuable:              | No. of new shares of<br>issuer issued during<br>the month pursuant<br>thereto | No. of new shares of<br>issuer which may be<br>issued pursuant thereto<br>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<br>March 2012.                                  |   |  |
|     | March 2012.  |   |  |
| -   |  |   |  |
| -   | (Subject to approval at SGM)   |   |  |
| -   | Ordinary shares (Note 1)   | Nil   | Nil  |
| 2.  | According to the Placing Agreement dated 29 March 2012<br>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<br>shares of issuer<br>issued during the<br>month pursuant<br>thereto | No. of new<br>shares of<br>issuer<br>which may<br>be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|----|---------------|------------------|--|-------|---|--|---|
|    |               |                  | Class of shares issuable ( <i>Note 1</i> ) |       |   |  |   |
| 1. | Rights issue  | At price : State | Issue and allotment<br>date : (dd/mm/yyyy) | ( / / | ) |  |   |
|    |               |                  | EGM approval date:<br>(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<br>date : (dd/mm/yyyy) | ( / / | ) |  |   |
|    |               |                  | EGM approval date:<br>(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<br>date : (dd/mm/yyyy) | ( / / | ) |  |   |
|    |               |                  | EGM approval date:<br>(dd/mm/yyyy)         | ( / / | ) |  |   |
|    |               |                  |  |       |   | <u>N/A</u>   | N/A   |
|    |               |                  | Class of shares issuable (Note 1)          |       |   |  |   |
| 4. | Bonus issue   |                  | Issue and allotment<br>date : (dd/mm/yyyy) | ( / / | ) |  |   |
|    |               |                  | EGM approval date:<br>(dd/mm/yyyy)         | ( / / | ) | N/A  | N/A   |

|    |                          |                              | Fo  | r Main B | oard | and GEM listed is<br>No. of new                                    | suers<br>No. of new   |
|----|--------------------------|------------------------------|---|----------|------|--|---|
|    | Type of Issue            |                              |   |          |      | shares of issuer<br>issued during the<br>month pursuant<br>thereto | shares of<br>issuer<br>which may<br>be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|    |                          |                              | Class of shares issuable ( <i>Note 1</i> )    |          |      |  |   |
| 5. | Scrip dividend At p      | orice : State<br>currency —— | Issue and allotment<br>date : (dd/mm/yyyy)    | ( / /    | )    |  |   |
|    |                          |                              | EGM approval date:<br>(dd/mm/yyyy)            | ( / /    | )    |  |   |
|    |                          |                              |   |          |      | <u>N/A</u>   | N/A   |
|    |                          |                              | Class of shares repurchased ( <i>Note 1</i> ) |          |      |  |   |
| 6. | Repurchase of shares     |                              | Cancellation date :<br>(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 :<br>(dd/mm/yyyy)             | ( / /    | )    |  |   |
|    |                          |                              | EGM approval date:<br>(dd/mm/yyyy)            | ( / /    | )    | NT/ A  | N/ 4  |
|    |                          |                              |   |          |      | <u>N/A</u>   | N/A   |
|    |                          |                              | Class of shares issuable (Note 1)             |          |      |  |   |
| 8. | Consideration issue At p | orice : State<br>currency —— | Issue and allotment<br>date : (dd/mm/yyyy)    | ( / /    | )    |  |   |
|    |                          |                              | EGM approval date:<br>(dd/mm/yyyy)            | ( / /    | )    | N/A  | N/A   |

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