

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy): 31/12/2012

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	South Sea Petroleum Holdings Limited		
Date Submitted	2 January 2013		

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>76</u> Description : <u>South Sea Petro</u>					
	No. of ordinary shares	Par value (USD)	Authorised share capital (USD)		
Balance at close of preceding month	500,000,000,000	0.001	500,000,000		
Increase/(decrease)			0		
Balance at close of the month (See Remarks)	500,000,000,000	0.001	500,000,000		
(2) Stock code :Descri	ption :				
	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 :Dea	scription :		
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	L		
Increase/(decrease)			
Balance at close of the month			

3. Other Classes of Shares

Stock code :Descri	ption :		
	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 (USD) : 500,000,000

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	3,343,176,530				
Increase/ (decrease) during the month	258,000,000				
Balance at close of the month	3,711,176,530				

III. Details of Movements in Issued Share Capital

Share O	ntions	under	Share	Ontion	Schemes	of the	Issuer)
Share O	puons	unuer	Share	Option	Schemes	or the	155001)

including EGM approval date <u>Movement during the month</u> (dd/mm/yyyy) and class of shares issuable <u>Granted Exercised Cancelled Lapsed</u> <u>1.</u>	ch may be ant thereto
(dd/mm/yyyy) and class of shares issuable Granted Exercised Cancelled Lapsed	
issuable Granted Exercised Cancelled Lapsed	
shares	
(Note 1)	
<u>2.</u>	
shares (Note 1)	
(Note 1)	
Total A. (Ordinary shares)	
(Preference shares)	
(Other class)	
Total funds raised during the month from exercise of options (State currency)	

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

	For Main Board and GEM listed issuers
1)	

Convertibles (i.e. Convertible	e 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. Convertible debentures						
	USD	15,447,120	3,307,692	12,139,428	258,000,000	52,157,214
Stock code (if listed) Class of shares	76					
issuable (Note 1)	Ordinary					
Subscription price	floating					
EGM approval date (if applicable)						
(dd/mm/yyyy))	(07/ 03 /2012)				
2. Convertible debentures						
	USD	232,442,963		232,442,963		7,000,000,000
Stock code (if listed) Class of shares	76					
issuable (Note 1)	Ordinary					
Subscription price EGM approval date	floating					
(if applicable)						
(dd/mm/yyyy)	(20/11/2012)				
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)	(/ /)					
(((() 1111)/ y y y y)			Total C. (Ordi	nary shares) 25	58,000,000	
				ence shares) $\frac{N/A}{N/A}$		-
			((Other class) N/A	4	-

	No. of new shares of issuer issued during the month pursuant	No. of new shares of issuer which may be
Full particulars including EGM approval date (dd/mm/yyyy),	thereto	issued pursuant thereto as at close of the month
if applicable, and class of shares issuable:		as at close of the month
1.		
Shares (Note 1)		
2.		
$\frac{(/ /)}{2}$		
shares (Note 1)		
3.		
shares (Note 1)		
Total D. (Ordinary shares)		
(Preference shares)		
(Other class)		

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

Otl		Issued Share Capital				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				monui
			(Note 1)				
1.	Rights issue	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/	/))	
			EGM approval date: (dd/mm/yyyy)	(/	/)	
			Class of shares issuable				
2.	Open offer	At price : State	(<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy)	(/	/)	
			EGM approval date: (dd/mm/yyyy)	(/	/)	
			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)	(/	/)	
			Class of shares issuable (<i>Note 1</i>)				
4.	Bonus issue		Issue and allotment date : (dd/mm/yyyy)	(/	/)	
			EGM approval date: (dd/mm/yyyy)	(/	/)	

	Type of Issue		For	Main	n Boar	d and GEM liss No. of new shares of issuer issued during the month pursuant thereto	ted issuers No. of new shares of issuer which may be issued pursuant thereto as at close of the month
	21. · · · · · ·						
5.	Scrip dividend 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)	()		
		Class of shares repurchased (<i>Note 1</i>)					
6.	Repurchase of shares	Cancellation date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)		
		Class of shares redeemed (<i>Note 1</i>)					
7.	Redemption of shares	Redemption date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)		
		Class of shares issuable (<i>Note 1</i>)					
8.	Consideration issue At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)		

			I	For Main Boar	d and GEM lis	ted 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
			Class of shares issuable (<i>Note 1</i>)			
9.	Capital reorganisation		Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuable (Note 1)			
10.	Other (Please specify)	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Total E. (C (Pr	Ordinary share eference share (Other clas	s)	-

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	258,000,000
	(2)	0
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 Is	sued Sha	re Capital").)

Remarks	(if	any)):
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Submitted by: <u>Vivian Lam</u>
Company Secretary (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.