



Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/05/2011

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer SouthGobi Resources Ltd

Date Submitted June 08, 2011

I. Movements in Authorised Share Capital

1. Ordinary Shares

| | | | |
|-------------------------------------|-------------------------------------|----------------------------------|---|
| (1) Stock code : | <u>1878.HK (S)</u> <u>SGQ.TO</u> | Description : | <u>Common Shares</u> |
| | No. of ordinary shares | Par value (HK\$) | Authorised share capital (HK\$) |
| Balance at close of preceding month | <u>Unlimited</u> | <u>No par value</u> | <u>Unlimited</u> |
| Increase/(decrease) | _____ | _____ | _____ |
| Balance at close of the month | _____ | _____ | _____ |
| (2) Stock code : | _____ | Description : | _____ |
| | 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 : | _____ | Description : | _____ |
| | | No. of preference shares | Par value (<i>State currency</i>) |
| | | | Authorised share capital (<i>State currency</i>) |
| Balance at close of preceding month | _____ | _____ | _____ |
| Increase/(decrease) | _____ | | _____ |
| Balance at close of the month | _____ | _____ | _____ |

3. Other Classes of Shares

| | | | |
|-------------------------------------|-------|--------------------------------|---|
| Stock code : | _____ | Description : | _____ |
| | | No. of other classes of shares | Par value (<i>State currency</i>) |
| | | | Authorised share capital (<i>State currency</i>) |
| Balance at close of preceding month | _____ | _____ | _____ |
| Increase/(decrease) | _____ | | _____ |
| Balance at close of the month | _____ | _____ | _____ |

Total authorised share capital at the end of the month (*HK\$*) : _____ N/A

II. Movements in Issued Share Capital

| | No. of ordinary shares | | No of preference shares | No. of other classes of shares |
|---------------------------------------|------------------------|-----------------------------|-----------------------------|--------------------------------|
| | (1) | (2) | | |
| Balance at close of preceding month | <u>183,849,498</u> | <u> </u> | <u> </u> | <u> </u> |
| Increase/ (decrease) during the month | <u>(47,500)</u> | <u> </u> | <u> </u> | <u> </u> |
| Balance at close of the month | <u>183,801,998</u> | <u> </u> | <u> </u> | <u> </u> |

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

| Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable | Movement during 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 |
|--|---------------------------|---------------|----------------------------|---------------------|--|---|
| | Granted | Exercised | Cancelled | Lapsed | | |
| 1 Equity Incentive Plan | | | | | | |
| (17/05/2011) | | | | | | |
| Common Shares | <u>250,000</u> | <u>19,000</u> | <u>15,000</u> | <u>0</u> | <u>19,000</u> | <u>8,966,831</u> |
| (Note 1) | | | | | | |
| 2. | | | | | | |
| (/ /) | | | | | | |
| shares | | | | | | |
| (Note 1) | | | | | | |
| 3. | | | | | | |
| (/ /) | | | | | | |
| shares | | | | | | |
| (Note 1) | | | | | | |
| | | | Total A. (Ordinary shares) | | <u>19,000</u> | |
| | | | (Preference shares) | | <u> </u> | |
| | | | (Other class) | | <u> </u> | |
| Total funds raised during the month from exercise of options (State currency) | | | | <u>Cdn \$39,900</u> | | |

Warrants to Issue Shares of the Issuer which are to be Listed

| Description of warrants (Date of expiry - dd/mm/yyyy) | Currency of nominal value | Nominal value at close of 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 |
|--|---------------------------------|---|----------------------------------|---|--|--|
| 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) (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) _____ (/ /) | _____ | _____ | _____ | _____ | _____ | _____ |
| Total B. (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)

| 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. Employee Share Purchase Plan (17/05 /2011) shares (Note 1) | 0 | 496,813 |
| 2. (/ /) shares (Note 1) | | |
| 3. (/ /) shares (Note 1) | | |
| Total D. (Ordinary shares) (Preference shares) (Other class) | 0 | |

Other Movements in Issued Share Capital

| Other Movements in 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 | | | | | |
| 1. | Rights issue | 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) _____ | (/ /) | (/ /) |
| 2. | Open offer | 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) _____ | (/ /) | (/ /) |
| 3. | Placing | 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) _____ | (/ /) | (/ /) |
| 4. | Bonus issue | | Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) _____ EGM approval date: (dd/mm/yyyy) _____ | (/ /) | (/ /) |

For Main Board and GEM listed 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 |
|-------------------------|---------------------------------|--|---|
| 5. Scrip dividend | At price : State currency _____ | Class of shares issuable _____ (Note 1) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | _____ |
| 6. Repurchase of shares | | Class of shares repurchased (Note 1) <u>Ordinary Shares</u> Cancellation date : (24,25,27,30 &31 May 2011) (dd/mm/yyyy) EGM approval date: (08/06/2010) (dd/mm/yyyy) | <u>(66,500)</u> |
| 7. Redemption of shares | | Class of shares redeemed (Note 1) _____ Redemption date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) | _____ |
| 8. Consideration issue | At price : State currency _____ | Class of shares issuable _____ (Note 1) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | _____ |

For Main Board and GEM listed 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 |
|---------------------------|--|--|---|
| 9. Capital reorganisation | Class of shares issuable _____ (Note 1) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /) (dd/mm/yyyy) | _____ | _____ |
| 10. Other | At price : State currency _____ Class of shares issuable _____ Ordinary Shares (Note 1) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /) (dd/mm/yyyy) | _____ | _____ |
| | | Total E. (Ordinary shares) (66,500) | _____ |
| | | (Preference shares) | _____ |
| | | (Other class) | _____ |

| | |
|---|--------------|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): | (1) (47,500) |
| | (2) _____ |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E): | _____ |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E): | _____ |
| <i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i> | |

