

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 30/11/2018

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	SMI Holdings Group Limited
Date Submitted	04/12/2018

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>00198</u> Descri	ption : Ordinary	Shares	
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding month	4,000,000,000	0.50	2,000,000,000
Increase/(decrease)	N/A	<u>N/A</u>	N/A
Balance at close of the month	4,000,000,000	0.50	2,000,000,000
(2) Stock code : <u>N/A</u> Descri	ption : <u>N/A</u>		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	N/A	N/A	N/A
Increase/(decrease)	N/A	N/A	N/A
Balance at close of the month	N/A	N/A	N/A

2. Preference Shares

Stock code : <u>N/A</u> Descr	ription : <u>N/A</u>		
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	N/A	N/A	N/A
Increase/(decrease)	N/A	N/A	N/A
Balance at close of the month	N/A	N/A	N/A

3. Other Classes of Shares

Stock code : <u>N/A</u> Descri	ption : <u>N/A</u>		
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	N/A	N/A	N/A
Increase/(decrease)	N/A	N/A	N/A
Balance at close of the month	N/A	N/A	N/A

Total authorised share capital at the end of the month (*State* HK\$2,000,000,000 currency) :

II. Movements in Issued Share Capital

	No. of ordina	ry shares	No of preference shares	No. of other classes of shares
	(1)	(2)		
Balance at close of preceding				
month	2,720,041,916	N/A	N/A	N/A
Increase/ (decrease)				
during the month	N/A	N/A	N/A	N/A
Balance at close				
of the month	2,720,041,916	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 option scheme	*				No. of new shares of issuer issued during	No. of new shares of issuer which
including EGM					the month pursuant	may be issued
approval date		Maaaaaaaaaaaaaaaaaaaaaaaaaaaaaaaaaaaaaa			thereto	pursuant thereto as
(dd/mm/yyyy) and		Movement d	uring the month			at close of the
class of shares						month
issuable	Granted	Exercised	Cancelled	Lapsed		
Share Option						
Scheme						
(30/9/2009)						
Exercise price						
HK\$4.37 per						
share						
Granted date						4
(12Oct2017)	84,000,000	0	0	0	0	42,000,000
(Note 1)						
2. N/A						
(/ /)						
shares						
(Note 1)						
3. N/A						
(/ /)						
shares						
(Note 1)					NT ()	
			Total A. (Ordin	•	N/A	
				ence shares)	N/A	
			(Other class)	N/A	
Total funds raised du		from exercise				
options (State curren	cy)		N/A			

Description of warrants (Date of expiry - dd/mm/yyyy)	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
<u>1. 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) 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 (Note 1)	· · · · _				
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)	(/ /)				
	Tota	(Prefere	nary shares) <u>N/A</u> ence shares) <u>N/A</u> Other class) <u>N/A</u>		

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

lass 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. 5% Convertible Notes d	lue	6					
2019 (Reference is made to		_					
· · · · · · · · · · · · · · · · · · ·	017	-					
announcement dated 19/12/2	017	-					
		<u>HK\$</u>	10,000,000		10,000,000		2,000,000
Stock code (if listed)		N/A					
Class of shares		Ordinary chara					
issuable (<i>Note 1</i>) Subscription price	UV\$5	Ordinary share 5.00 per ordinary s					
EGM approval date	ΠΚφυ	5.00 per ordinary s	share				
(if applicable)							
(dd/mm/yyyy))		N/A					
		_					
		-					
		_					
	. <u> </u>						
2 4% Convertible Bonds	due						
2. 4% Convertible Bonds of 2018/Peference is made to							
2018(Reference is made to		-					
2018(Reference is made to announcement dated 19/12/2		- - -	300.000.000	_	0		0
2018(Reference is made to announcement dated 19/12/2 (Remark 2)			300,000,000		0		0
2018(Reference is made to announcement dated 19/12/2 (Remark 2) Stock code (if listed)		 	300,000,000		0		0
2018(Reference is made to announcement dated 19/12/2 (Remark 2) Stock code (if listed) Class of shares		N/A			0		0
2018(Reference is made to announcement dated 19/12/2 (Remark 2) Stock code (if listed) Class of shares issuable (<i>Note 1</i>)	2017)	N/A Ordinary share			0		0
2018(Reference is made to announcement dated 19/12/2 (Remark 2) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price	2017)	N/A			0		0
2018(Reference is made to announcement dated 19/12/2 (Remark 2) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable)	2017)	N/A Ordinary share 3.85 per ordinary s		-	0		0
2018(Reference is made to announcement dated 19/12/2 (Remark 2) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	2017) 	N/A Ordinary share			0		0
2018(Reference is made to announcement dated 19/12/2 (Remark 2) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable)	2017) 	N/A Ordinary share 3.85 per ordinary s			0		0
2018(Reference is made to announcement dated 19/12/2 (Remark 2) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	2017) 	N/A Ordinary share 3.85 per ordinary s			0		0
2018(Reference is made to announcement dated 19/12/2 (Remark 2) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3. 4% Convertible Bonds of	2017) 	N/A Ordinary share 3.85 per ordinary s			0		0
2018(Reference is made to announcement dated 19/12/2 (Remark 2) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3. 4% Convertible Bonds of 2018(Reference is made to announcement dated 19/12/2	2017) 	N/A Ordinary share 3.85 per ordinary s N/A		-	0		
2018(Reference is made to announcement dated 19/12/2 (Remark 2) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3. 4% Convertible Bonds of 2018(Reference is made to announcement dated 19/12/2 (Remark 2)	2017) 	N/A Ordinary share 3.85 per ordinary s N/A HK\$	share				0 0
2018(Reference is made to announcement dated 19/12/2 (Remark 2) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3. 4% Convertible Bonds of 2018(Reference is made to announcement dated 19/12/2	2017) 	N/A Ordinary share 3.85 per ordinary s N/A	share				
2018(Reference is made to announcement dated 19/12/2 (Remark 2) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3. 4% Convertible Bonds of 2018(Reference is made to announcement dated 19/12/2 (Remark 2) Stock code (if listed) Class of shares issuable (<i>Note 1</i>)	2017) HK\$3 due 2017) Ordir	N/A Ordinary share 3.85 per ordinary s N/A HK\$ N/A nary share	<u></u>				
2018(Reference is made to announcement dated 19/12/2 (Remark 2) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3. 4% Convertible Bonds of 2018(Reference is made to announcement dated 19/12/2 (Remark 2) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price	2017) HK\$3 due 2017) Ordir	N/A Ordinary share 3.85 per ordinary s N/A HK\$ N/A	<u></u>				
2018(Reference is made to announcement dated 19/12/2 (Remark 2) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3. 4% Convertible Bonds of 2018(Reference is made to announcement dated 19/12/2 (Remark 2) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date	2017) HK\$3 due 2017) Ordir	N/A Ordinary share 3.85 per ordinary s N/A HK\$ N/A nary share	<u></u>				
2018(Reference is made to announcement dated 19/12/2 (Remark 2) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3. 4% Convertible Bonds of 2018(Reference is made to announcement dated 19/12/2 (Remark 2) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable)	2017) HK\$3 due 2017) Ordir	N/A Ordinary share 3.85 per ordinary s N/A HK\$ N/A nary share	<u></u>				
2018(Reference is made to announcement dated 19/12/2 (Remark 2) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3. 4% Convertible Bonds of 2018(Reference is made to announcement dated 19/12/2 (Remark 2) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date	2017) HK\$3 due 2017) Ordir	N/A Ordinary share 3.85 per ordinary s N/A HK\$ N/A nary share	<u>share</u> 275,000,000 <u>share</u>		0		
2018(Reference is made to announcement dated 19/12/2 (Remark 2) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3. 4% Convertible Bonds of 2018(Reference is made to announcement dated 19/12/2 (Remark 2) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable)	2017) HK\$3 due 2017) Ordir	N/A Ordinary share 3.85 per ordinary s N/A HK\$ N/A nary share	<u>share</u> 275,000,000 <u>share</u>		0		
2018(Reference is made to announcement dated 19/12/2 (Remark 2) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3. 4% Convertible Bonds of 2018(Reference is made to announcement dated 19/12/2 (Remark 2) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable)	2017) HK\$3 due 2017) Ordir	N/A Ordinary share 3.85 per ordinary s N/A HK\$ N/A nary share	<u>share</u> 275,000,000 <u>share</u>	(Prefere	0		

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Liste
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Convertibles (i.e. Convertible	into Shares of the	Issuer which are t	to be Listed)			
Class and description	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
4. 4% Convertible Bonds du	ie					
2018 (Reference is made to						
announcement dated 19/12/201	7)					
(Remark 2)	HK\$	184,000,000	-	0	-	0
Stock code (if listed)						
Class of shares						
issuable (Note 1)	Ordinary shar	e				
Subscription price	HK\$3.85 per ordinar	y share				
EGM approval date						
(if applicable)						
(dd/mm/yyyy))	(/ /)					
5. 4% Convertible Bonds du	e					
2018 (Reference is made to						
announcement dated 19/12/20	17)					
(Remark 2)	HK\$	40,000,000	-	0	-	0
Stock code (if listed)	N/A					
Class of shares						
issuable (Note 1)	Ordinary shar					
	HK\$3.85 per ordinar	y share				
EGM approval date						
(if applicable) (dd/mm/yyyy)	N/A					
6. 7.5% Convertible Loans of 2020 (Beforence is mode to	uc					
2020 (Reference is made to						
announcement dated 02/05/20		651,550,000		651,550,000		1 40 000 = 1
		031,330,000		031,330,000	-	169,233,766
Stock code (if listed) Class of shares	N/A					
issuable (Note 1)	Ordinary shar	e				
-	HK\$3.85 per ordinar					
EGM approval date	•	<u></u>				
(if applicable)	NT / A					
(dd/mm/yyyy)	N/A					
7.						
				<u> </u>		
Stock code (if listed)	N/A					
Class of shares issuable (<i>Note 1</i>)						
Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /))				
-				nary shares) <u>N/A</u>		_
				ence shares) N/A		_
			(Other class) <u>N/A</u>		_

Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable: 1. <u>N/A</u>	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
2. <u>N/A</u>		
(/ /) shares (Note 1)		
3. <u>N/A</u>		
(/ /) shares (Note 1)		
Total D. (Ordinary shares) (Preference shares) (Other class)	N/A N/A N/A	

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

Other Movements	in	Issued	Share	Capital
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			ed Share Capital			No. of new shares of issuer issued during the month pursuant thereto	pursuant thereto as at close of the
	Type of Issue				NT/ 4		month
				Class of shares issuable (<i>Note 1</i>)	N/A		
1.	Rights issue	At price :	State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
				Class of shares issuable (Note 1)	N/A		
2.	Open offer	At price :	State	Issue and allotment date : (dd/mm/yyyy)	(//)		
				EGM approval date: (dd/mm/yyyy)	(//)		
				Class of shares issuable (Note 1)	N/A		
3.	Placing	At price :	State	Issue and allotment date : (dd/mm/yyyy)	(//)		
				AGM approval date: (dd/mm/yyyy)	(//)		
				Class of shares issuable	N/A		
				(<i>Note 1</i>) Issue and allotment	(//)		
4.	Bonus issue			date : (dd/mm/yyyy)			
				EGM approval date: (dd/mm/yyyy)	(/ /)		

				For Main Boa	rd and GEM listed i No. of new	ssuers No. of new
					shares of issuer issued during the month pursuant thereto	shares of issuer which may be issued pursuant thereto as at close of the
	Type of Issue					month
			Class of shares issuable (Note 1)	N/A		
5.	Scrip At dividend price :	State currency —	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
	-		EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares repurchased (<i>Note 1</i>)	Ordinary		
6.	Repurchase of shares	9,648,000 shares	Cancellation date : (dd/mm/yyyy)	(Remark 1)		
			AGM approval date: (dd/mm/yyyy)	(31/05/2018)		
			Class of shares	N/A		
7.	Redemption of shares		redeemed (<i>Note 1</i>) Redemption date :	(//)		
			(dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(//)		
			Class of shares issuable (Note 1)	N/A		
8.	Consideration At sissue price :	State	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
					Class of shares issuable (Note 1)	N/A		
9.	Capital reorganisation				Issue and allotment date : (dd/mm/yyyy)			
					EGM approval date: (dd/mm/yyyy)			
10	Other (Please specify)				Class of shares issuable (Note 1)	N/A		
10.		At price :	State		Issue and allotment date : (dd/mm/yyyy)	(/ /)		
					EGM approval date: (dd/mm/yyyy)	(/ /)		
					Total	E. (Ordinary sha (Preference sha (Other cla	res) N/A	

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	N/A			
	(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").)					

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Remarks (if any):

Remark 1:

The Group repurchased a total of 9,648,000 ordinary shares on 5 June 2018, 6 June 2018, 7 June 2018, 15 June 2018, 29 June 2018, 4 July 2018, 5 July 2018, 6 July 2018, 10 July 2018, 13 July 2018, 30 July 2018, 31 July 2018, 3 August 2018 and 31 August 2018, but such shares were not yet cancelled as at the month end date of 30 November 2018.

Remark 2:

4 trenches of 4% Convertible Bonds amounting to HK\$300,000,000, HK\$275,000,000, HK\$184,000,000 and HK\$40,000,000 respectively, convertible in to ordinary shares at HK\$3.85 per ordinary share were matured during the month.

Submitted by: CHAN Sing Nun

 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.