

## Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy): 30/09/2019

To : Hong Kong Exchanges and	d Clearing Limited		
Name of Issuer	SMI Holdings Group L	.imited	
Date Submitted 0	09/10/2019		
I. Movements in Authorised Sh	are Capital		
1. Ordinary Shares			
(1) Stock code : <u>198</u> [	Description :	Ordinary	shares
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding i	month <u>4,000,000,000</u>	HK\$0.50	HK\$2,000,000,000
Increase/(decrease)	N/A		N/A
Balance at close of the month	4,000,000,000	HK\$0.50	HK\$2,000,000,000
(2) Stock code : N/A [	Description :	N/.	Α
	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		<u>N/A</u>
Balance at close of the month	N/A	N/A	N/A

2. Preference Shares				
Stock code :	N/A Descript	ion :	N/A	
		No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of pr	receding month_	N/A	N/A	N/A
Increase/(decrease)	_	N/A		N/A
Balance at close of th	e month _	N/A	N/A	N/A
3. Other Classes of Sh	hares			
Stock code :	N/A Descript	ion :	N/A	
		No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of pr	receding month_	N/A	N/A	N/A
Increase/(decrease)	_	N/A		N/A
Balance at close of th	e month _	N/A	N/A	N/A
Total authorised shar (State currency):	re capital at the e	end of the month	HK\$2,	000,000,000
II. Movements in Issue	ed Share Capital			
	No. of ordin	nary shares (2)	No of preference	ce No. of other classes of shares
Balance at close of preceding month	2,710,393,916	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	2,710,393,916	N/A	N/A	N/A

Share Options (und	er Share Opt	tion Schemes o	f the Issuer)			
Particulars of	•		,		No. of new shares of	No. of new shares of
share option					issuer issued during	issuer which may be
scheme					the month pursuant	
including EGM		Movement duri	na the month		thereto	thereto as at close of
approval date		movement dan	ing the ment		=	the month
(dd/mm/yyyy) and						
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share						
option	-	-	-	-	-	42,000,000
scheme						
(adopted on						
30/9/2009)						
Exercise						
price:						
HK\$4.37 per						
share						
(granted on						
12/10/2017)						
Ordinary						
shares						
(Note 1)						
2. N/A						
2. IN/A	-	-	-	-	-	-
( / / )						
(Note 1)						
3. N/A	-	-	-	-	-	-
$\overline{(II)}$						
\ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \						
(Note 1)			-		-	
(11010-1)						
		Ta	otal A. (Ordina	rv shares)	N/A	
		10		ce shares)		
				ther class)	N/A	
Tatal formula make a large	la continue na del como co			uici ciass)	IN/A	
Total funds raised of options (State cu		nın trom exerci	se N/A			
or obtions (state ca	ireiley)		1 N / F1			
İ						

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. N/A						
( / / ) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	( / /	)				
2. N/A						
Class of shares issuable (Note 1) Subscription price EGM approval date						
(if applicable) (dd/mm/yyyy) 3. N/A	( / /	)				
				·		_
Stock code (if listed) Class of shares						
Subscription price						
	( / /	)				
4. N/A						
				· ·		_
( / / ) Stock code (if listed) Class of shares			·			
· · · · · · · · · · · · · · · · · · ·						
EGM approval date (if applicable)	( / /	)				
		Total E	(Preferen	ary shares) <u>N/A</u> ice shares) <u>N/A</u> other class) <u>N/A</u>		- - -

Convertibles (i.e. Convertibles)  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. 5% Convertible Notes of	lue					
2019 (Reference is mad	<u>le</u>					
to announcement dated						
19/12/2017)	HK\$	10,000,000	-	10,000,000	-	2,000,000
Stock code (if listed)	198					
EGM approval date (if applicable) (dd/mm/yyyy))	Ordinary share HK\$5.00 per share N/A					
2. 7.5% Convertible Loan						
due 2020 (Reference is	<del></del>					
made to announcemen						
dated 02/05/2018)	HK\$	651,550,000		651,550,000		169,233,766
Stock code (if listed) _ Class of shares issuable (Note 1)	198 Ordinary share					
	HK\$3.85 per share	<u>,                                     </u>				
EGM approval date (if applicable) (dd/mm/yyyy)	N/A					
	IN/A	,				
3. N/A	<u> </u>					
Ot I I //f       \						
Stock code (if listed) _ Class of shares issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	( / / )					
4. N/A	<u> </u>					
Stock code (if listed)	<u> </u>					
Class of shares issuable (Note 1) Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	( / / )					
_			Total C. (Ordina		N/A	_
			`	ice shares)	N/A	_
			(0	ther class)	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)

JPIIO	ns (other than under Share Option Schemes)		
if a	I 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
	N/A		
'			
	phoros (Note 1)		
	shares (Note 1)		
2.	N/A		
	(		
	shares (Note 1)		
	enaise (nete 1)		
3.	N/A		
٥.	IV/A		
	(		
	shares (Note 1)		
	Total D. (Ordinary shares)	N/A	
	(Preference shares)	N/A	
	(Other class)	N/A	
	(0.1101 01400)		
		I	

C	No. of new shares of issuer issued during the month	No. of new shares of issuer which may be issued
Class of shares issuable (Note 1)  1. Rights issue At price: State currency Issue and allotment date: (dd/mm/yyyy)  EGM approval date: ( / / )  Class of shares issuable (Note 1)  2. Open offer At price: State currency Issue and allotment date: (dd/mm/yyyy)  EGM approval date: ( / / )  EGM approval date: ( / / )  EGM approval date: ( / / )  Class of shares ( / / )  EGM approval date: ( / / )  Class of shares issuable (Note 1)  Class of shares Issue and allotment ( / / )	pursuant thereto	pursuant thereto as at close of the month
issuable (Note 1)  1. Rights issue At price: State currency State currency State currency State currency State currency State currency Class of shares issuable (Note 1)  2. Open offer At price: State currency State currency State currency Class of shares currency State currency State currency State currency Class of shares currency State currency State currency State class of shares currency (dd/mm/yyyy)  Class of shares currency (dd/mm/yyyy)  Class of shares currency (dd/mm/yyyy)  State class of shares currency shares carrency (dd/mm/yyyy)		
Class of shares  2. Open offer At price: State lssue and allotment ( / / ) (dd/mm/yyyy)  EGM approval date: ( / / ) (dd/mm/yyyy)  Class of shares lssue and allotment ( / / ) (dd/mm/yyyy)  EGM approval date: ( / / ) (dd/mm/yyyy)  EGM approval date: ( / / ) (dd/mm/yyyy)  Class of shares issuable (Note 1)  Class of shares issuable (Note 1)		
Class of shares  2. Open offer At price: State currency Issue and allotment ( / / ) date: (dd/mm/yyyy)  EGM approval date: ( / / ) (dd/mm/yyyy)  Class of shares issuable (Note 1)  Class of shares issuable (Note 1)		
issuable (Note 1)  2. Open offer  At price: State currency  Busue and allotment date: (dd/mm/yyyy)  EGM approval date: (/ / )  (dd/mm/yyyy)  Class of shares currency  Class of shares issuable (Note 1)  3. Placing At price: State lissue and allotment (/ / )		
issuable (Note 1)  2. Open offer  At price: State currency  Busue and allotment date: (dd/mm/yyyy)  EGM approval date: (/ / )  (dd/mm/yyyy)  Class of shares currency  Class of shares issuable (Note 1)  3. Placing At price: State lissue and allotment (/ / )		
2. Open offer  At price: State currency  Basue and allotment ( / / )  date: (dd/mm/yyyy)  EGM approval date: ( / / )  (dd/mm/yyyy)  Class of shares issuable (Note 1)  3. Placing At price: State Issue and allotment ( / / )		
Class of shares issuable (Note 1)  At price: currency date: (dd/mm/yyyy)  Class of shares issuable (Note 1)		
Class of shares issuable (Note 1)  3. Placing At price : State Issue and allotment ( / / )		
issuable (Note 1)  3 Placing At price State Issue and allotment ( / / )		
issuable (Note 1)  3. Placing At price : State Issue and allotment ( / / )		
EGM approval date: ( / / ) (dd/mm/yyyy)		
Class of shares issuable (Note 1)		
4. Bonus issue Issue and allotment ( / / ) date : (dd/mm/yyyy)		
EGM approval date: ( / / ) (dd/mm/yyyy)		

	Type of legge				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			- Inonai
			issuable (Note 1)			
5.	Scrip dividend	At price : State currency ———	Issue and allotment date : (dd/mm/yyyy)	( / / )		
			EGM approval date: (dd/mm/yyyy)	( / / )		
			Class of shares repurchased (Note 1)	Ordinary		
6.	Repurchase of shares		Cancellation date : (dd/mm/yyyy)			
			EGM approval date: (dd/mm/yyyy)			
			Class of shares redeemed (Note 1)			
7.	Redemption of shares		Redemption date : (dd/mm/yyyy)	( / / )		
			EGM approval date: (dd/mm/yyyy)	( / / )		
			Class of shares issuable (Note 1)			
8.	Consideration issue	At price : State currency———	Issue and allotment date : (dd/mm/yyyy)	( / / )		
			EGM approval date: (dd/mm/yyyy)	( / / )		
						-

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)		
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 currency	Issue and allotment ( / / ) date : (dd/mm/yyyy)		
	EGM approval date: ( / / ) (dd/mm/yyyy)		
	Total E. (Ordina	rv	
	share: (Preference share: (Other class	s) N/A s) N/A	- - -
Total increase / (decrease) in ordinary shares duri	ng the month (i.e. Total of A to E): (	1)	N/A
	(2	2)	N/A
Total increase / (decrease) in preference shares d	uring the month (i.e. Total of A to E):	_	N/A
Total increase / (decrease) in other classes of sha E):	res during the month (i.e. Total of A to		N/A
(These figures should be the same as the relevant Capital").)	t figures under II above ("Movements	in Issued St	nare

## IV. Confirmations

We hereby confirm to the best knowledge, information and belief that, in relation to each of the securities issued by the issuer during the month as set out in Part III which has not been previously disclosed in a return published under rule 17.27A, it has been duly authorized by the board of directors of the listed issuer and, insofar as applicable:

(Note 2)

- (i) all money due to the listed issuer in respect of the issue of securities has been received by it;
- (ii) all pre-conditions for listing imposed by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited under "Qualifications of listing" have been fulfilled;
- (iii) all (if any) conditions contained in the formal letter granting listing of and permission to deal in the securities have been fulfilled;

(IV)	all the securities of each class are in all respects identical (Note 3);
(v)	all documents required by the Companies (Winding Up and Miscellaneous Provisions) Ordinance to be filed with the Registrar of Companies have been duly filed and that compliance has been made with other legal requirements;
(vi)	all the definitive documents of title have been delivered/are ready to be delivered/are being prepared and will be delivered in accordance with the terms of issue;
(vii)	completion has taken place of the purchase by the issuer of all property shown in the listing document to have been purchased or agreed to be purchased by it and the purchase consideration for all such property has been duly satisfied; and
(viii)	the trust deed/deed poll relating to the debenture, loan stock, notes or bonds has been completed and executed, and particulars thereof, if so required by law, have been filed with the Registrar of Companies.
Kemark	ks (if any):
Submitt	ted by: LUK CHI SHING
Title:	Company Secretary (Director, Secretary or other duly authorised officer)

## Notes:

- 1. State the class of shares (e.g. ordinary, preference or other).
- 2. Items (i) to (viii) are suggested forms of confirmation which may be amended to meet individual cases. Where the issuer has already made the relevant confirmations in a return published under rule 17.27A in relation to the securities issued, no further confirmation is required to be made in this return.
- 3. "Identical" means in this context:
  - the securities are of the same nominal value with the same amount called up or paid up;
  - they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and
  - they carry the same rights as to unrestricted transfer, attendance and voting at meetings and rank pari passu in all other respects.
- 4. If there is insufficient space, please append the prescribed continuation sheet.