

## Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy): 31/03/2020

To : Hong Kong Exchanges a	and Clear	ing Limited		
Name of Issuer	SMI Hol	dings Group Li	mited	
Date Submitted	06/04/20	20		
I. Movements in Authorised S	Share Ca <sub>l</sub>	oital		
1. Ordinary Shares				
(1) Stock code :198	_Descript	tion :	Ordinary	shares
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding	g month <u>4</u>	1,000,000,000	HK\$0.50	HK\$2,000,000,000
Increase/(decrease)	_	N/A		N/A
Balance at close of the mont	h <u>4</u>	4,000,000,000	HK\$0.50	HK\$2,000,000,000
(2) Stock code : N/A	_Descript	tion :	N/	A
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding	g month_	N/A	N/A	N/A
Increase/(decrease)	_	N/A		N/A
Balance at close of the mont	h _	N/A	N/A	N/A

2. Preference Shares	<b>i</b>			_
Stock code :	N/A Descript	tion :	N/A	
		No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of p	receding month_	N/A	N/A	N/A
Increase/(decrease)	_	N/A		N/A
Balance at close of th	ne month _	N/A	N/A	N/A
3. Other Classes of S	Shares			
Stock code :	N/A Descript	tion :	N/A	
		No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of p	receding month_	N/A	N/A	N/A
Increase/(decrease)	_	N/A		N/A
Balance at close of the	ne month _	N/A	N/A	N/A
Total authorised share (State currency):	e capital at the er	nd of the month	HK\$2,	000,000,000
II. Movements in Issu	ed Share Capital	I		
	No. of ordin	nary shares (2)	No of preference shares	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	<u>N/A</u>	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	der Share Op	tion Schemes	of the Issuer)			
Particulars of	-				No. of new	No. of new shares
share option					shares of issuer	of issuer which
scheme					issued during the	may be issued
including EGM		Movement du	uring the month		month pursuant	pursuant thereto
approval date			. <u> </u>		thereto	as at close of the
(dd/mm/yyyy) and						month
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share						
option	-	-	-	-	-	-
scheme						
(adopted on						
30/9/2009)						
Exercise						
price:						
HK\$4.37 per						
share						
(granted on						
12/10/2017)						
Ordinary						
shares						
(Note 1)						
(Note 1)						
2. N/A	_	_	_	_	_	_
2.1071						
<u> </u>						
( / / )						
(21 - 1)						
(Note 1)						
0.31/3						
3. N/A	-	-	-	-	-	-
( / / )						
(Note 1)						
			Total A. (Ordi	nary shares)	N/A	
			(Prefere	ence shares)	N/A	
		N/A				
Total funds raised	during the mo	nth from exerc		Other class)		
of options (State cu			N/A			
. ,			<del>-</del>			

Description of warrants	Currency of nominal	Nominal value at close of preceding	Exercised during the	Nominal value at close of the	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
(Date of expiry - dd/mm/yyyy)  1. N/A	value	month	month	month		month
1. 14// (						
( / / ) Stock code (if listed) Class of shares issuable (Note 1) Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	(	\				
2. N/A	( / /	)				
( / / )						
Stock code (if listed) Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy)	( / /	)				
3. N/A						
( / / )				<del></del>		<del>-</del>
Stock code (if listed)						
Class of shares						
Subscription price EGM approval date						
(if applicable)						
	( / /	)				
4. N/A						
( / / )						· -
Stock code (if listed)						
Class of shares issuable (Note 1)						
Cuba azintian maiaa						
EGM approval date						
(if applicable) (dd/mm/yyyy)	( / /	)				
(dd/11111/yyyy)	( / /	,				
		Total B		ary shares) N/A		<del>-</del>
			(Preferen	ice shares) N/A	1	_
			(C	other class) <u>N/A</u>		_

Convertibles (i.e. Convertible	e into Shares of tl	he Issuer which	ch are to be Liste	ed)		
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 de	ue					
2019 (Reference is mad	e					
to announcement dated						
19/12/2017)	— HK\$	10,000,000	_	10,000,000	_	2,000,000
Stock code (if listed)	198	. 0,000,000				
Class of shares issuable (Note 1)	Ordinary share					
(dd/mm/yyyy))	N/A					
2. 7.5% Convertible Loans						
due 2020 (Reference is						
made to announcement						
dated 02/05/2018)	 HK\$	651,550,000		651,550,000	_	169,233,766
Stock code (if listed)	198	031,330,000		031,330,000		103,233,700
Class of shares						
issuable (Note 1)	Ordinary share	)				
	IK\$3.85 per share	9				
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	N/A					
3. N/A						
	<u></u>					
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)	<del></del>					
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)	(					
(dd/mm/yyyy)	( / / )		Total C. (Ordina	ary charac)	N/A	
				ice shares)	N/A	_
			,	ther class)	N/A	_
İ			( -	, <u> </u>		_

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 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
1.	N/A		
	( / / )		
	shares (Note 1)		
2.	N/A		
-	( / / )		
	shares (Note 1)		
3.	N/A		
	( / / )		
.	shares (Note 1)		
	Total D. (Ordinary shares)	N/A	
	(Preference shares)	N/A	
	(Other class)	N/A	

						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
	Type of Issue						month
			Class of shares issuable (Note 1)	-			
1.	Rights issue	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			Class of shares issuable (Note 1)				
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)				
3.	Placing	At price : State currency	_ Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			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 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
	Type of foods		Class of shares			
		0	issuable (Note 1)	(		
5.	Scrip dividend	At price : State currency———	Issue and allotment date : (dd/mm/yyyy)	( / / )	1	
			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)	( / / )	)	

Ту	pe of Issue					No. of new shares of issuer issued during the month pursuant thereto	shares of issuer which may be
			Class of shares	- <u></u>			
			issuable (Note 1)				
	apital eorganisation		Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	' )		
							_
			Class of shares issuable (Note 1)				
10. O (F	other Please specify)	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	( / /	' )		
			EGM approval date: (dd/mm/yyyy)	( / /	' )		_
			Total I	E. ((	Ordina	rv	
				`	share	s) <u>N/A</u>	_
			(Prete		share er clas		<u> </u>
Total i	increase / (decre	ease) in ordinary shares durin	og the month (i.e. Total of	ΔtoF	:): (1	`	N/A
TOTAL	morease / (ucon	sase, in ordinary shares dami	ig the month (i.e. Total of	A 10 L	.). (1	′	N/A
Total i	increase / (decre	ease) in preference shares du	uring the month (i.e. Total	I of A to		, <u> </u>	N/A
Total i	,	ease) in other classes of shar	,		,		N/A
E): (Thes Capita	-	I be the same as the relevant	figures under II above ("	Mover	nents .	in Issued Sh	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	s (if any):	_ _ _ _
		_ _ _
		_ _ _
Submitte	ed by:Kam Chi Sing	
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.