日KEX香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :

31/05/2020

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	SMI Holdings Group Limited	
Date Submitted	09/06/2020	

I. Movements in Authorised Share Capital

1. Ordinary Shares			
(1) Stock code : <u>198</u> Descrip	otion :	Ordinary	shares
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	4,000,000,000	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 : <u>N/A</u> Descrip	otion :	N//	4
	No. of ordinary shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close of preceding month	N/A	N/A	N/A
Increase/(decrease)	N/A		N/A
Balance at close of the month	N/A	N/A	N/A

2. Preference Shares

Stock code :N/A	Description :		N/A
	No. prefere shar	ence (State	capital
Balance at close of precedi	ng month <u>N//</u>	A <u>N/A</u>	N/A
Increase/(decrease)	N//	٩	N/A
Balance at close of the mor	nthN//	A N/A	N/A

3. Other Classes of Shares

Stock code :	ock code : <u>N/A</u> Descriptio			N/A	Λ
			No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close	e of preceding	month	N/A	N/A	N/A
Increase/(decrea	ase)	_	N/A		N/A
Balance at close	e of the month	· _	N/A	N/A	N/A

Total authorised share capital at the end of the month *(State currency)*:

HK\$2,000,000,000

II. Movements in Issued Share Capital

	No. of ordir	nary shares	No of preference	No. of other		
	(1)	(2)	shares	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	ler Share Op	tion Schemes of	of the Issuer)			
Particulars of						No. of new shares of
share option						issuer which may be
scheme					the month pursuant	
including EGM	I	Movement duri	ng the month		thereto	thereto as at close of
approval date			0		-	the month
(dd/mm/yyyy) and						
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		. <u> </u>				
(Note 1)						
2.N/A	-	-	-	-	-	-
(Note 1)						
3.N/A						
<u>3.IN/A</u>	-	-	-	-	-	-
(/ /)						
(Note 1)		· · · · · · · · · · · · · · · · · · ·				
		Tota	IA. (Ordina	ry shares)	N/A	
			(Preferenc		N/A	
				her class)	N/A	
Total funda raias d d	luring the set	oth from aver-				
Total funds raised d of options (State cu		mun morn exerci	Ise N/A			
	nency)		IN/A			

Share Options (under Share Option Schemes of the Issuer)

Warrants to Issue Shares of the	lssuer 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
<u>1. N/A</u>						
(/ /) 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	(/ /)	-			
<u>-5.N/A</u>						
(/ /)						
Stock code (if listed)			-			
Class of shares issuable (Note 1)						
Subscription price			-			
EGM approval date			-			
(if applicable)						
	(/ /)	-			
4.N/A						
Stock code (if listed)						
Class of shares			-			
			-			
Subscription price			-			
(if applicable)						
	(/ /)	<u>-</u>			
		Total E		ary shares) <u>N/A</u>		-
				ice shares) <u>N/A</u> Other class) N/A		-
			U)	11/A		-

Convertibles (i.e. Convertible	le into Shares of tl	he Issuer whicl	h 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						
due 2019 (Reference is	<u>.</u>					
made to announcement						
dated 19/12/2017)	HK\$	10,000,000		10,000,000	-	2,000,000
Stock code (if listed)	198					
	Ordinary share HK\$5.00 per share	9				
(if applicable)						
(dd/mm/yyyy))	N/A					
2. 7.5% Convertible Loans						
due 2020 (Reference is						
made to announcement						
dated 02/05/2018)	<u> </u>	651,550,000		651,550,000		169,233,766
Stock code (if listed)	198					
Class of shares issuable (Note 1)	Ordinary share					
	HK\$3.85 per share	2				
EGM approval date		<u> </u>				
(if applicable)						
(dd/mm/yyyy)	N/A					
<u>3. N/A</u>						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)						
	(/ /)					
4. N/A						
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy)	(/ /)					
	(, ,)	T	otal C. (Ordina	ary shares)	N/A	
				ice shares)	N/A	-
				other class)	N/A	

Any other Agreements or Arrangements to Issue Shares of the Issue Options (other than under Share Option Schemes)	er which are to be Liste	əd, including
	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
Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:		the month
1. <u>N/A</u>		
	-	
shares (Note 1)		
2. <u>N/A</u>		
	-	
shares (Note 1)		
3. N/A		
	•	
shares (Note 1)	-	
Total D. (Ordinary shares) (Preference shares)	N/A N/A	
(Other class)	N/A	

Ot	her Movements	in Issued Sha	are Capital					No cfracu	No of row
	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)					
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	Issue 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 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)	()		
L									

	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)	,	,	,			
5.	Scrip dividend	At price :	State currency ———	Issue and allotment date : (dd/mm/yyyy)	(/	/)		
				EGM approval date: (dd/mm/yyyy)	(/	/)		
				Class of shares	_					
6.	Repurchase of shares			repurchased (Note 1) Cancellation 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
9.	Capital reorganisation		Class of shares issuable (Note 1) Issue and allotment (/ /)		
	reorganisation		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 share		
			(Preference share	s) N/A	-
			(Other clas	s) <u>N/A</u>	-

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").)	

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 13.25A, 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.

Remarks (if any):

Submitted by: Kan Lap Kee______
Title: Joint and Several Liquidator
(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 13.25A 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.