HKEX 香港交易所

Monthly Return of Equity Issuer on Movements in Securities

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

31/05/2021

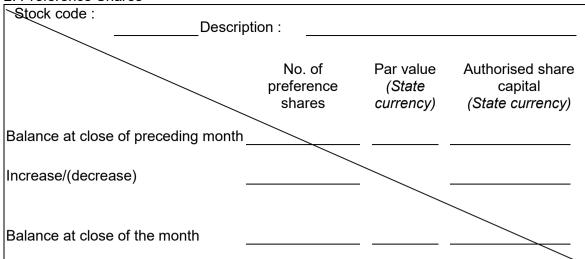
To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Smart-Core Holdings Limited	
Date Submitted	01/06/2021	

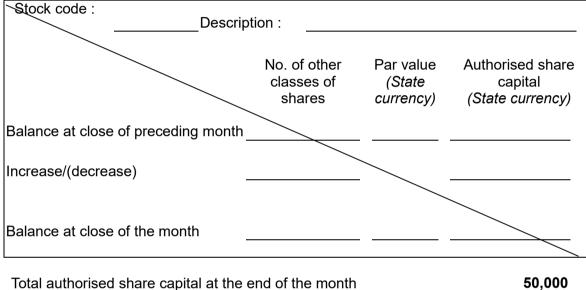
I. Movements in Authorised Share Capital

1. Ordinary Shares			
(1) Stock code : <u>2166</u> Descrip	otion : Ordinary	shares	
	No. of ordinary shares	Par value <i>(US\$)</i>	Authorised share capital <i>(US\$)</i>
Balance at close of preceding month	5,000,000,000	0.00001	50,000
Increase/(decrease)	Nil		Nil
Balance at close of the month	5,000,000,000	0.00001	50,000
(2) Stock code :Descrip	otion :		
	No. of ordinary shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month	<u> </u>		

2. Preference Shares



3. Other Classes of Shares



(US\$):

II. Movements in Issued Share Capital

	No. of ordinary shares (1) (2)		No of preference No. of oth shares classes of sh		
Balance at close of preceding month	488,681,030	N/A_	N/A	N/A_	
Increase/ (decrease) during the month	<u> </u>	N/A_	N/A	N/A	
Balance at close of the month	488,681,030	N/A_	N/A	N/A	

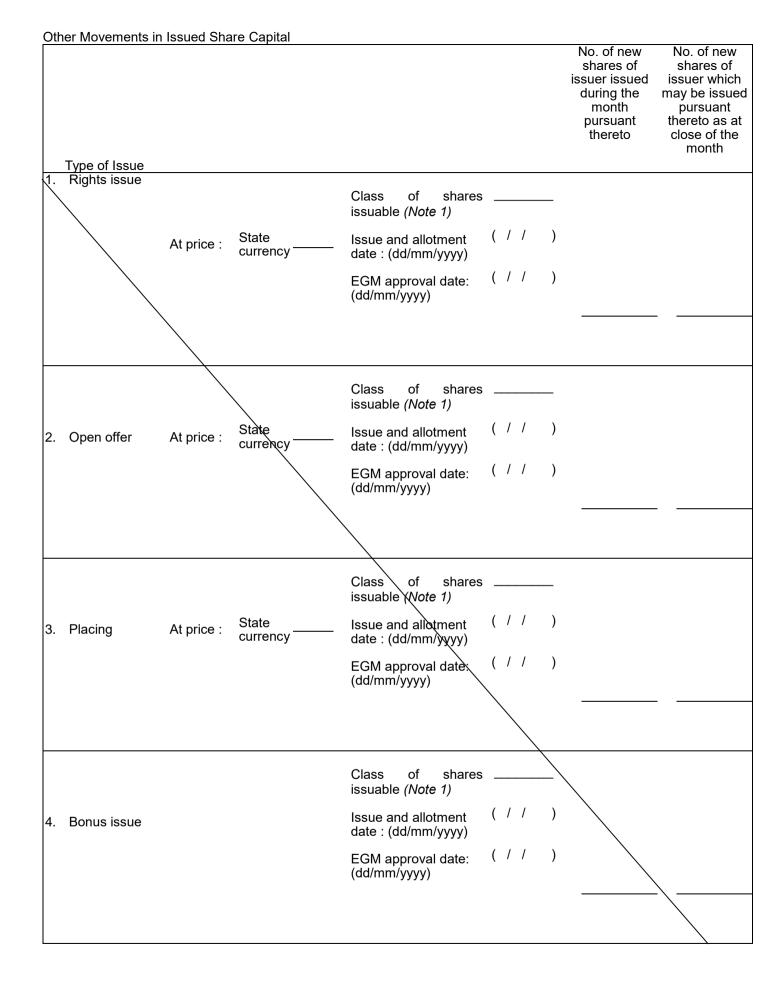
III. Details of Movements in Issued Share Capital

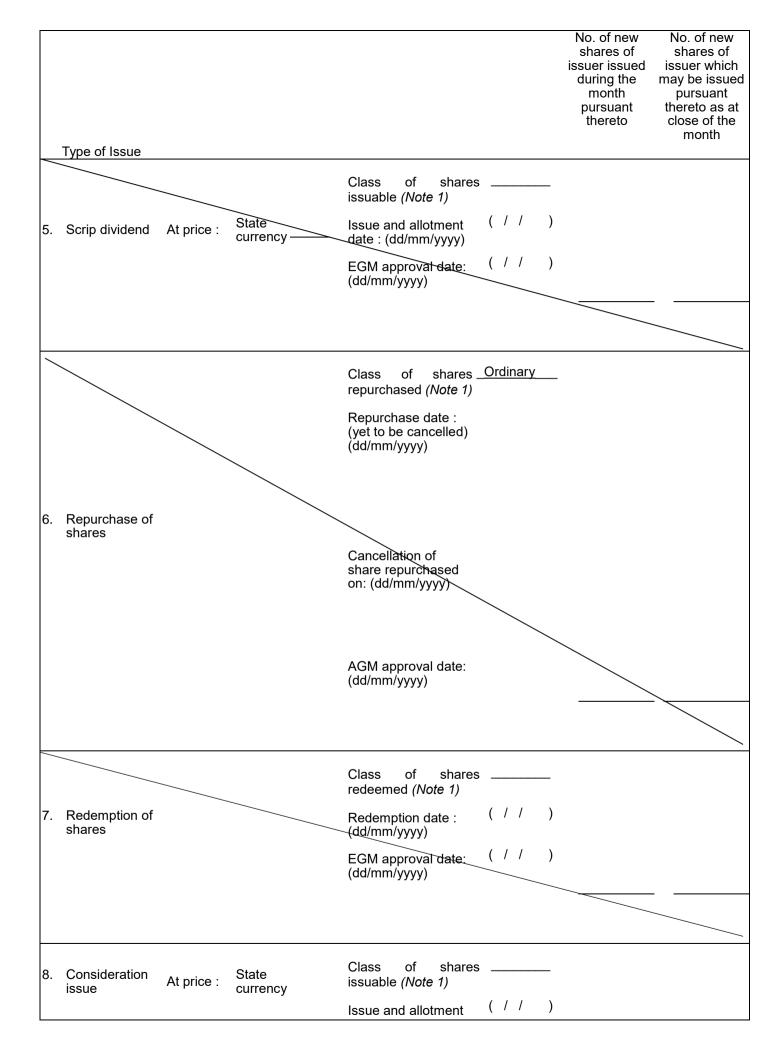
Share Options (unde	er Share Opt	ion Schemes c	of the Issuer)			
Particulars of share option scheme including EGM						No. of new shares of issuer which may be issued pursuant thereto as at close of
approval date	ľ	Movement duri	ng the month			the month
(dd/mm/yyyy) and class of shares issuable	Crontod	Exercised	Cancelled	Langed		
	Granted	Exercised	Cancelled	Lapsed		
1.Share						
Option						
Scheme						
(19 /9 / 2016) Ordinary	N1:1	NU	NU	NII	Nii	NU
shares	Nil	Nil	Nil	Nil	Nil	Nil
(Note 1)						
2.						
		<				
shares			\rightarrow			
(Note 1)						
_						
3.						
(/ /)						
shares						
(Note 1)					·	
		Tota	IA. (Ordina	rv shares)	Nil	
		1010	(Preferenc			
			•	,		
T () () () () () () () () () (•	her class)		
Total funds raised d		nth from exerc				
of options (State cu	rrency)		Nil			

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 (Note 1)						
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(1 1)				
<u>2.</u>						
(/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3.						
			\backslash			
Subscription price EGM approval date (if applicable))				
				\backslash		
Subscription price EGM approval date (if applicable))				
		Total E	(Preferen	ary shares) ce shares) ther class)		

Convertibles (i.e. Convertible	into Shares of the	e Issuer which	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
<u>\.</u>	_					
	_					
<u> </u>	_					
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date (if applicable)						
(il applicable) (dd/mm/yyyy))						
2.						
	7					
	_ \					
Stock code (if listed) Class of shares						
issuable (Note 1)	\backslash					
Subscription price		<u> </u>				
EGM approval date		$\overline{\ }$				
(if applicable) (dd/mm/yyyy)						
3.		— 🔪				
0.	_	\sim				
	_	\backslash	`			
			$\underline{\}$			
Class of shares issuable (<i>Note 1</i>)			\backslash			
Subscription price			$\langle \rangle$			
EGM approval date				\mathbf{X}		
(if applicable)	, , , , ,			\mathbf{i}		
4	(/ /)			\backslash		
4.	_			\backslash		
	_			\backslash		
				\backslash	\ \	
Stock code (if listed)					$\overline{}$	
Class of shares						
0.1.1.1.1.1.1.1.1.1.1.1.1.1.1.1.1.1.1.1						
Subscription price EGM approval date					\backslash	
(if applicable)						
	(/ /)					\mathbf{i}
		То	otal C. (Ordina	ary shares)		- \
				ce shares) ther class)		- \
			(U	<u> </u>		- \

Any other Agreements or Arrangements to Issue Shares of the Issu Options (other than under Share Option Schemes)	uer which are to be Liste	d, including
Full particulars including EGM approval date (dd/mm/yyyy),	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
if applicable, and class of shares issuable:		
A .		
	<u> </u>	
(/ / shares (Note	<u>)</u> 1)	
2		
)	
shares (Note	1)	
3.		
(]]	$\overline{}$	
shares (Note		
Total D. (Ordinary shares		
(Preference shares		
(Other class	s)	





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
da	ate : (dd/mm/yyyy)			
E (c	GM approval date: (/ / dd/mm/yyyy))		
	lass of shares suable (Note 1)			
ls da	ssue and allotment (/ / ate:(dd/mm/yyyy))		
E (c	GM approval date: (/ / dd/mm/yyyy))		
is	lass of shares suable <i>(Note 1)</i>	_		
	ssue and allotment (/ / ate : (dd/mm/yyyy))		
E (c	GM approval date: (/ / dd/mm/yyyy))		
	Total E. (Ord	dinary nares)	, Ν/Δ	<u>`</u>
	(Preference sh	nares)	N/A	-
	(Other o	class)	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 Capital").)	Issued Share

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 role 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):

N/A

Submitted by: Wong Tsz Leung

 Title:
 Executive Director

 (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.