

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

Monthly Return of Equity Issuer on Movements in Securities

To: Hong Kong Exchanges and Clearing	ng Limited		
Name of Issuer Quali-S Date Submitted 06/01/2	Smart Holdings Limite 2016	ed	
I. Movements in Authorised Share Cap	ital		
1. Ordinary Shares			
(1) Stock code: 1348 Descr	iption: Ordinary	shares	
	No. of ordinary shares	Par value (USD)	Authorised share capital (USD)
Balance at close of preceding month	500,000,000	0.0001	50,000
Increase/(decrease)	Nil		Nil
Balance at close of the month	500,000,000	0.0001	50,000
(2) Stock code : N/A Descr	iption: N/A		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			

31/12/2015

	nares			
Stock code:	N/A Desc	ription: N/A		
		No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close	e of preceding month			
Increase/(decrea	ase)			
Balance at close	e of the month			
3. Other Classes	of Charas			
5. Other Classes	s of Shares			
Stock code:		ription : <u>N/A</u>		
		No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Stock code:		No. of other	(State	capital
Stock code:	N/A Desc	No. of other	(State	capital

II. Movements in Issued Share Capital

	No. of ordin	ary shares	No of preference	No. of other classes
	(1)	(2)	shares	of shares
Balance at close of preceding month	321,195,000	N/A	N/A	N/A
Increase/ (decrease) during the month	40,500,000	N/A	N/A	N/A
Balance at close of the month	361,695,000	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 including EGM approval date		Movement duri	ng 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
(dd/mm/yyyy) and —					=	
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share						
option scheme						
(02/01/2012)						
(03/01/2013)	NT'1	NT'1	NT'1	NT'1	NT'1	20.771.000
Ordinary shares	Nil	Nil	Nil	Nil	Nil	20,771,000
(Note 1)						
2. N/A						
(/ /)						
shares						
(Note 1)						
3. N/A						
(/ /)						
shares						
(Note 1)						
		To	otal A. (Ordin	ary shares)	Nil	
			(Prefere	nce shares)	N/A	
			(0	Other class)	N/A	
Total funds raised dur		from exercise of				
options (State currence	ey)		HK\$Nil			

Warrants to Issue Shares of the Is	suer which are to be Listed				
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of Nominal value nominal close of value preceding more	during the	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	-				
	-				
	<u> </u>				<u> </u>
(/ /) Stock code (if listed) Class of shares					
issuable (Note 1)					
Subscription price EGM approval date					
(if applicable)					
(dd/mm/yyyy)	(/ /)				
2. N/A	<u>-</u>				
	_				
(/ /)					
Stock code (if listed)					
Class of shares issuable (Note 1)					
Subscription price					
EGM approval date					
(if applicable)					
(dd/mm/yyyy) 3. N/A	(/ /)				
3. IVA	-				
	<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	_				
	-				
(/ /)					-
Ct = -1 = d = (:£1:-t = d)					
Class of shares					
issuable (Note 1)					
Subscription price EGM approval date					
(if applicable)					
(dd/mm/yyyy)	(/ /)				
	т	Total B. (Ordin	nary shares) N/A		
	1		ence shares) N/A		-
		·	Other class) N/A		<u>-</u>
			·		

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed) No. of new No. of new shares of shares of issuer issued issuer which may be issued during the month pursuant pursuant thereto as at Currency of Amount at close Converted Amount at thereto close of the amount of preceding during the close of the month Class and description outstanding month month month 58,000,000 1. Convertible Notes HKD 58,000,000 Nil Nil 14,180,929 (due 2016) Stock code (if listed) N/A Class of shares issuable (Note 1) Ordinary Subscription price HKD4.09 EGM approval date (if applicable) (dd/mm/yyyy)) (N/A)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 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) Total C. (Ordinary shares) (Preference shares) N/A N/A (Other class)

For Main Board and GEM listed issuers 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 particulars including EGM approval date (dd/mm/yyyy), if applicable, 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. <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)	N/A	
(Preference shares)	N/A	
(Other class)	N/A	

Other Movements in Issued Share Capital No. of new No. of new shares of issuer shares of issued during issuer which the month may be pursuant issued thereto pursuant thereto as at close of the month Type of Issue Class of shares issuable _ N/A (*Note 1*) At price : State currency (/ /) Issue and allotment 1. Rights issue date: (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) N/A N/A Class of shares issuable N/A (*Note 1*) At price : State (///)Issue and allotment Open offer currency date: (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) N/A N/A Ordinary Class of shares issuable (*Note 1*) (03 and 3.88 Issue and allotment Placing At price: HKD 14/12/2015) date: (dd/mm/yyyy) AGM approval date: (28/08/2015) (dd/mm/yyyy) 40,500,000 N/A Class of shares issuable N/A (*Note 1*) (/ /) Issue and allotment Bonus issue date: (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) N/AN/A

For Main Board and GEM listed issuers

	Type of Issue					No. of new shares of issuer issued during the month pursuant thereto	
			Class of shares issuable (Note 1)	N/A		-	
5.	Scrip dividend	At price : State currency —	Issue and allotment date: (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
			Class of shares repurchased (Note 1)	N/A		-	
6.	Repurchase of shares		Cancellation date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
			Class of shares redeemed (Note 1)	N/A		-	
7.	Redemption of shares		Redemption date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
			Class of shares issuable (Note 1)	Ordinar	у	-	
8.	Consideration issue	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (//)	(/ /)	N/A	N/A

N/A

			For Main I	Board a	and GEM liste	
Type of Issue					No. of new nares of issuer issued during the month pursuant thereto	
		Clare Caleman langella	N/A			
		Class of shares issuable (Note 1)				
9. Capital reorganisation		Issue and allotment date : (dd/mm/yyyy)	(/ /)		
		EGM approval date:	(/ /)		
		(dd/mm/yyyy)			N/A	N/A
		Class of shares issuable (Note 1)	N/A			
10. Other (Please specify)	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
			Ordinary s reference s (Other	hares)	N/A	
Total increase / (deci	rease) in ordinary shares durir	ng the month (i.e. Total of A to	E):	(1)	40,500,000)
				(2)	N/A	
Total increase / (deci	rease) in preference shares du	ring the month (i.e. Total of A t	to E):		N/A	

Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):

(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)

Remarks (if any):
Submitted by: Lau Ho Ming, Peter
Title: Executive Chairman (Director, Secretary or other duly authorised officer)
(Director, Secretary or other dury 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.