

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

Monthly Return of Equity Issuer on Movements in Securities

To: Hong Kong Exchanges and Clearing Limited					
Name of Issuer Quali- Date Submitted 01/06/	Smart Holdings Limite 2015	ed			
I. Movements in Authorised Share Ca	pital				
1. Ordinary Shares					
(1) Stock code : <u>1348</u> Desc	ription : 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 Desc	ription : 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					

31/5/2015

	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	289,635,000	N/A	N/A	N/A
Increase/ (decrease) during the month	120,000	N/A	N/A	N/A
Balance at close of the month	289,755,000	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					No. of new shares of	No. of new shares of
option scheme					issuer issued during	issuer which may be
including EGM					the month pursuant	issued pursuant thereto
approval date		Movement during the month			thereto	as at close of the month
(dd/mm/yyyy) and —			<i>-</i>		_	
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share						
option scheme						
(03/01/2013)						
Ordinary shares	Nil	120,000	Nil	Nil	120,000	8,811,000
(Note 1)						
(11010-1)						
2. N/A						
2. 1V/A						
_ (/ /)						
shares	_					
(Note 1)						
3. N/A						
shares						
$\frac{\text{snares}}{(Note 1)}$						-
(Ivole I)		T/	otal A. (Ordin	ary charac)	120 000	
		10	·	•		
			,	nce shares)		
			·	Other class)	IN/A	
Total funds raised dur		from exercise of				
options (State currence	cy)		HK\$120,0	00.00		

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of Nominal value at nominal close of value 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	_				
	-				
(/ /)					
Stock code (if listed) Class of shares issuable (Note 1)					
Subscription price					
EGM approval date (if applicable)					
(dd/mm/yyyy)	(/ /)				
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					
	-				
(/ /)	-				<u> </u>
C4==1===4= (:£1:=4=4)					
Class of shares					
issuable (<i>Note 1</i>) Subscription price					
EGM approval date					
(if applicable) (dd/mm/yyyy)	(/ /)				
	Tota	,	nary shares) N/A		-
			ence shares) <u>N/A</u> Other class) N/A		-
		(Other class) IVA	1	-

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. <u>N/A</u>		
	-	
	-	
shares (Note 1)		
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	
(Other class)	N/A	•

Type of Issue Rights issue	At price : State currency	Class of shares issuable (Note 1) Issue and allotment date: (dd/mm/yyyy)	N/A		_	month
Rights issue	At price : State currency	(Note 1) Issue and allotment			_	
Rights issue	At price : State currency		(/ /			
			, , ,)		
		EGM approval date: (dd/mm/yyyy)	(/ /)		
		(00.11111.)			N/A	N/A
		Class of shares issuable	N/A		-	
Open offer	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)	27/4	27/4
					N/A	N/A
		Class of shares issuable (Note 1)	N/A		-	
Placing	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
		AGM approval date: (dd/mm/yyyy)	(/ /)		
					N/A	N/A
		Class of shares issuable (Note 1)	N/A		-	
Bonus issue		Issue and allotment date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)		N/A
	Placing	Placing At price : State currency	Open offer At price: State currency State currency Glass of shares issuable (Note 1) Class of shares issuable (Note 1) Issue and allotment date: (dd/mm/yyyy) AGM approval date: (dd/mm/yyyy) AGM approval date: (dd/mm/yyyy) Class of shares issuable (Note 1) Issue and allotment date: (dd/mm/yyyy) Issue and allotment date: (dd/mm/yyyy)	Open offer At price: State currency Class of shares issuable (/ / / date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) Class of shares issuable (/ / / date: (dd/mm/yyyy) AGM approval date: (dd/mm/yyyy) AGM approval date: (dd/mm/yyyy) Class of shares issuable (/ / / date: (dd/mm/yyyy) AGM approval date: (dd/mm/yyyy) Class of shares issuable (/ / / date: (dd/mm/yyyy) Class of shares issuable (/ / / date: (dd/mm/yyyy) EGM approval date: (/ / / date: (dd/mm/yyyy) EGM approval date: (/ / / / / date: (/ / / / / / / / / / / / / / / / / /	Open offer At price: State currency EGM approval date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) Class of shares issuable (///) Issue and allotment date: (dd/mm/yyyy) AGM approval date: (dd/mm/yyyy) AGM approval date: (dd/mm/yyyy) Class of shares issuable (///) AGM approval date: (dd/mm/yyyy) Class of shares issuable (///) Sue and allotment date: (dd/mm/yyyy) Class of shares issuable (///) Class of shares issuable (///)	Class of shares issuable N/A

For Main Board and GEM listed issuers

	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)	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 (<i>Note 1</i>)	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)	N/A		-	
8.	Consideration issue	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A

N/A

				For Main I		and GEM liste	ed issuers
	Type of Issue				sh	No. of new ares of issuer ssued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
				NT/A			
			Class of shares issuable (Note 1)	N/A			
9.	Capital reorganisation		Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date:	(/ /)		
			(dd/mm/yyyy)			N/A	N/A
			Class of shares issuable	N/A			
			Class of shares issuable (<i>Note 1</i>)	11/21			
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	
Te	otal increase / (decre	ease) in ordinary shares during the	ne month (i.e. Total of A to	E):	(1)	120,000	
					(2)	N/A	
To	otal increase / (decre	ease) in preference shares during	the month (i.e. Total of A	to E):		N/A	
	`	, 1	`	,			ŀ

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)

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.