

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

Monthly Return of Equity Issuer on Movements in Securities

To: Hong Kong Exchanges and Clearing	ng Limited		
	Smart Holdings Limite	ed	
Date Submitted 06/06/2	2017		
I. Movements in Authorised Share Cap	ital		
1. Ordinary Shares			
(1) Stock code : 1348 Descri	iption: Ordinary	shares	
	No. of ordinary shares	Par value (USD)	Authorised share capital (USD)
Balance at close of preceding month	2,000,000,000	0.000025	50,000
Increase/(decrease)	Nil		Nil
Balance at close of the month	2,000,000,000	0.000025	50,000
(2) Stock code : N/A Descri	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			

31/05/2017

Stock code: N/A Descr	iption : N/A		
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month			
Increase/(decrease)			_
Balance at close of the month			
3. Other Classes of Shares			
3. Other Classes of Shares Stock code: N/A Descr	iption : <u>N/A</u>		
	iption : N/A No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
	No. of other	(State	•
Stock code: N/A Descr	No. of other	(State	capital

II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference	No. of other classes		
	(1)	(2)	shares	of shares		
Balance at close of preceding month	1,474,232,000	N/A	N/A	N/A		
Increase/ (decrease) during the month		N/A	N/A	N/A		
Balance at close of the month	1,474,232,000	N/A	N/A	N/A		

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

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 du	ing the month		thereto	as at close of the month
(dd/mm/yyyy) and			8 1 1 1		-	
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share						
option scheme						
(03/01/2013)						
Ordinary shares	Nil	Nil	Nil	(1,160,000)	Nil	156,695,600
$\frac{\text{(Note 1)}}{\text{(Note 1)}}$				(1,100,000)		
(Note 1)						
2. N/A						
2. 11/11						
(/ /)						
shares						
(Note 1)						
3. N/A						
(/ /)						
shares						
(Note 1)						-
(11010-1)		-	Гotal A. (Ord	inary charec)	N/A	
				rence shares)		
			·	(Other class)		
m . 16 1				(Other class)	IV/A	
Total funds raised dur		from exercise of				
options (State currence	ey)		HK\$Nil			

Warrants to Issue Shares of the Iss	suer which are to be Listed				
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of Nominal value at nominal close of value preceding month	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					
	·				
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		<u>-</u>			
EGM approval date (if applicable)					
(dd/mm/yyyy) 3. N/A	(/ /)	_			
3. IV/A					
(/ /)	· 		-		<u> </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)	(/ /)	-			
	Tota	ıl B. (Ordi	nary shares) N/A	1	
			ence shares) N/A		_
			Other class) N/A		_
					_

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 during the may be issued 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 1. Convertible Notes (due 2017) (Remark 2) (Remark 1) HKD 58,000,000 Nil 58,000,000 Nil 56,695,992 Stock code (if listed) N/A Class of shares issuable (Note 1) Ordinary HKD1.023 per share Conversion Subscription price (subject to adjustment) EGM approval date (if applicable) (dd/mm/yyyy)) N/A 2. Convertible Notes (due 2020) Nil 80,000,000 Nil HKD 205,128,205 Stock code (if listed) Class of shares issuable (Note 1) Ordinary Subscription HKD0.39 per share Conversion price (subject to adjustment) EGM approval date (if applicable) (dd/mm/yyyy) (N/A 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 (Other class) N/A

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

No. of new shares of No. of new shares of issuer issued during issuer which may be the month pursuant issued pursuant thereto thereto Full particulars including EGM approval date (dd/mm/yyyy), as at close of the month if applicable, and class of shares issuable: 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

		Issued Share Capital			No. of new shares of issuer issued during the month pursuant thereto	may be issued pursuant thereto as at close of the
	Type of Issue			NY/A		month
			Class of shares issuable(Note 1)	N/A	-	
1.	Rights issue	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	/ /)		
			EGM approval date: (dd/mm/yyyy)	/ /)		
			(33		N/A	N/A
			Class of shares issuable	N/A		
2	0 55	At price . State	(Note 1) Issue and allotment (/ /)		
2.	Open offer	At price : State currency	date : (dd/mm/yyyy)			
			EGM approval date: (dd/mm/yyyy)	/ /)		27/1
					N/A	N/A
			Class of shares issuable(Note 1)	N/A	-	
3.	Placing	At price: HKD	Issue and allotment date : (dd/mm/yyyy)	/ /)		
			AGM approval date: (dd/mm/yyyy)	/ /)		
			(dd/iiiii/yyyy)		N/A	N/A
			Class of shares issuable	N/A	-	
4.	Bonus issue			/ /)		
			EGM approval date: (/ /)		
			(dd/mm/yyyy)		N/A	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	N/A			
7.	Redemption of shares		redeemed (Note 1) Redemption date: (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
			Class of shares issuable	N/A		-	
8.	Consideration issue	At price : State currency	(Note 1) Issue and allotment date: (dd/mm/yyyy)	(/ /)		
		•	EGM approval date:	(/ /)		

				For Main Boa	ard and GE	M listed is	ssuers
	Type of Issue				of issue during t	ew shares er issued he month at thereto	No. of new shares of issuer whice may be issued pursuant thereto as a close of the month
			Class of shares issuable	N/A			
0	Comital		(Note 1)		<u> </u>		
9.	Capital reorganisation (Share subdivision)		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 shar reference shar (Other cla	es) N/A		
To	otal increase / (decrea	se) in ordinary shares durir	ng the month (i.e. Total of A to	E):	(1) N/A		
					(2) N/A		
To	otal increase / (decrea	ise) in preference shares du	ring the month (i.e. Total of A	to E):	N/A		

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	anv):

on 1' conv conv Dece	withstanding the restrictions on conversion of the Convertible Notes in accordance with its terms which were issued 7 December 2014, 14,180,929 ordinary shares will be issued upon the conversion of the Convertible Notes at the version price of HK\$4.09 per share according to the terms of the Convertible Notes on the assumption of full version of the same. As a result of the Share Sub-division as detailed in the circular of the Company dated 23 ember 2015, the number of ordinary shares which will be issued upon the conversion of the Convertible Notes were sted to 56,695,992 at the adjusted conversion price of HK\$1.023 per ordinary share according to the terms of the
	vertible Notes.
conv first the c	December 2016, the board of directors of the Company resolved to extend the maturity date of the vertible notes by one year, from 17 December 2016 to 17 December 2017 or if that is not a business day, the business day thereafter and the Company has served prior written notice to all noteholders of convertible notes pursuant to the terms of the convertible notes to effect such extension. No other terms conditions of the convertible notes have been amended.
unu	conditions of the conference notes have been unioneed.
Submitte	ed by: Ng Kam Seng
Title:	Executive Director

Notes:

1. State the class of shares (e.g. ordinary, preference or other).

(Director, Secretary or other duly authorised officer)

2. If there is insufficient space, please append the prescribed continuation sheet.