HKEX 香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :	31/01/2019

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	China Smartpay Group Holdings Limited 中國支付通集團控股有限公司(the "Company")
Date Submitted	1 February 2019

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>8325</u> Descri	ption :	N/A	Α
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	2,000,000,000	HK\$0.01	HK\$20,000,000
Increase/(decrease)	0	0	0
Balance at close of the month	2,000,000,000	HK\$0.01	HK\$20,000,000
(2) Stock code : <u>N/A</u> Descri	ption :		
	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			

2. Preference Shares

Stock code : <u>N/A</u>	Description :		
	No. of preferences shares	Par value ce (State currency)	Authorised share capital (State currency)
Balance at close of preced	ing month		
Increase/(decrease)			
Balance at close of the mo	nth		

3. Other Classes of Shares

Stock code : <u>N/A</u>	Description :		
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding mo	nth		
Increase/(decrease)			
Balance at close of the month			

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

HK\$20,000,000

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	1,644,188,693	N/A	N/A	N/A
Increase / (decrease) during the month	Nil	N/A	N/A	N/A
Balance at close of the month	1,644,188,693	N/A	N/A	N/A

Particulars of share option scheme including EGM					No. of new shares of issuer issued during the month	No. of new shares of issuer which may be issued pursuant thereto a
approval date		Movement du	ring the month		pursuant thereto	at close of the month
(dd/mm/yyyy) and -		Wovement du	ing the month		•	
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share Option				1		
Scheme						
adopted on 14/08/2009						
Date of grant: 22/09/2014						
Exercise Price:						
HK\$1.55 per share						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	72,000,000
(Note 1)						(See Remarks 1 on page 10
2. Share Option Scheme						
adopted on 14/08/2009						
Date of grant: 21/04/2015						
Exercise Price: HK\$2.22 per share						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	103,680,000
(Note 1)						(See Remarks 2 on page 1
3. Share Option						
Scheme						
adopted on						
14/08/2009						
Date of grant:						
01/09/2016						
Exercise Price:						
HK\$1.68 per share						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	93,400,000
(Note 1)						(See Remarks 3 on page 10
4. N/A						
/						
(Note 1)						
1101E 1)						
			Total A (O	rdinary shares)	Nil	
				ference shares)	N/A	-
			(110)	(Other class)	N/A N/A	-
					1 V/ 4 1	-
otal funds raised during t State currency)	he month from	exercise of optic	ons	N/A		

III. Details of Movements in Issued Share Capital

Warrants to Issue Shares of the	Issuer which	h are to b	be Listed					
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	clos	l value at se of ng month	during	the	ominal 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 (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 2.	(/	/))	- - - -				
<pre>(/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3.</pre>	(/ /)					
(/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 4.	(/ /)					
<pre>(/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)</pre>	()					
				Total B.		nary shares)		
					(Prefer	ence shares)	N/A	
					(Other class)	N/A	

		Amount at close	Converted		No. of new shares of issuer issued during the month	No. of new shares of issuer which may be issued pursuant thereto as at
Class and description	of amount outstanding	of preceding month	during the month	Amount at close of the month	pursuant thereto	close of the month
1. Convertible Bonds						
in the aggregate principa						
amount of US\$12,000,00						
issued on 12 August 201		12,000,000	Nil	12,000,000	Nil	48,947,367
Stock code (if listed) Class of shares	N/A					
issuable (Note 1)	Ordinary shares					
	Conversion price:					
Subconintion price	HK\$1.90 per share					
Subscription price EGM approval date	(subject to adjustm	· · · · · · · · · · · · · · · · · · ·				
(if applicable)	(under the general to the directors at					
(dd/mm/yyyy))	10 August 2015)					
2.						
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	()	/)				
3.	(/	/)				
<u> </u>						
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/	/)				
4.						
04.1.1.2011.1.1						
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/	/)				
			Total C	(Ordinary shares)	Nil	
				Preference shares)	N/A	
			× ×	(Other class)	N/A	

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 theretoNo. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. N/A	
(/	/)
shares	(Note 1)
2. N/A	
2. <u>IV/A</u>	
(_ /	/)
shares	(Note 1)
Shues	
3. N/A	
(/	/)
shares	(Note 1)
4. N/A	
(/	/)
shares	(Note 1)
Total D. (Ordinary	shares) N/A
(Preference	
(Othe	er 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)

	ner Movements in Issu 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
	Type of Issue		Class of shares	N/A		
			issuable (Note 1)			
1.	Rights issue	At State	Issue and allotment date : (dd/mm/yyyy)	(/ /)	
			EGM approval date: (dd/mm/yyyy)	(/ /)	. <u>.</u>
			Class of shares	N/A		
			issuable (<i>Note 1</i>)			
2.	Open offer	At State	Issue and allotment date : (dd/mm/yyyy)	(/ /)	
			EGM approval date: (dd/mm/yyyy)	(/ /)	
			Class of shares	N/A		
			issuable (<i>Note 1</i>)			
3.	Placing	At State price : currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)	
			EGM approval date: (dd/mm/yyyy)	(/ /)	
			Class of shares issuable (<i>Note 1</i>)	N/A		
4.	Bonus issue		Issue and allotment date : (dd/mm/yyyy)	(/ /)	
			EGM approval date: (dd/mm/yyyy)	(/ /)	

Oth				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
	Type of Issue	71. 0.1. N/	<u> </u>		
		Class of shares issuable <u>N/A</u> (Note 1)	<u>1</u>		
5.	Scrip dividend At price : State currency	Issue and allotment (/ / date : (dd/mm/yyyy))		
		EGM approval date: (/ / (dd/mm/yyyy))		
		Class of shares N/A	A	-	
6.	Repurchase of shares	repurchased (<i>Note 1</i>) Cancellation date : (/ / (dd/mm/yyyy))		
		EGM approval date: (/ / (dd/mm/yyyy))		
		Class of shares <u>N/A</u> redeemed (<i>Note 1</i>)	<u>\</u>		
7.	Redemption of shares	Redemption date : (/ / (dd/mm/yyyy))		
		EGM approval date: (/ / (dd/mm/yyyy))		
		Class of shares issuable <u>N/A</u> (Note 1)	<u>\</u>		
8.	Consideration issue At price : State	Issue and allotment (/ / date : (dd/mm/yyyy))		
		EGM approval date: (/ / (dd/mm/yyyy))		

Other Movements in Issued Share Capital			
		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
Type of Issue			
	Class of shares <u>N/A</u> issuable (<i>Note 1</i>)		
9. Capital reorganisation	Issue and allotment (/ /) date : (dd/mm/yyyy)		
	EGM approval date: (/ /) (dd/mm/yyyy)		
	Class of shares <u>N/A</u> issuable (<i>Note 1</i>)		
10. Other (Please specify) At price : State currency	Issue and allotment (/ /) date : (dd/mm/yyyy)		
	EGM approval date: (/ /) (dd/mm/yyyy)		
	Total E. (Ordinary shares (Preference shares		
	(Other class		

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	Nil	
	(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").)			

Remarks (if any):

1. Validity period of the Share Options:	The Share Options granted shall be exercisable for a period of five	
(subject to acceptance)	years from the Date of Grant, subject to the provisions for early	
	termination contained in the Share Option Scheme.	
2. Validity period of the Share Options:	The Share Options shall have a validity period of 5 years	
(subject to acceptance)	from 21 April 2015 to 20 April 2020, subject to the vesting	
	conditions as stated in the offer letter and the provisions for	
	early termination contained in the Share Option Scheme.	
3. Validity period of the Share Options:	: The Share Options shall have a validity period of 5 years	
(subject to acceptance)	from 1 September 2016 to 31 August 2021, subject to the vesting	
	conditions as stated in the offer letter and the provisions for	
	early termination contained in the Share Option Scheme.	
Submitted by Ma Tong Wei Law	~	
Submitted by: <u>Mr. Tang Wai Leun</u>	<u> </u>	
Title: <u>Company Secretary</u>		

: <u>Company Secretary</u> (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.*