

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy): 31/1/2012

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Smart Union Group (Holdings) Limited
Date Submitted	03/02/2012

I. Movements in Authorised Share Capital

(1) Stock code : <u>2700</u> Desc	cription : Ordinar	ry Shares	
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	4,000,000,000	<u>HK\$ 0.01</u>	HK\$ 40,000,000
Increase/(decrease)			
Balance at close of the month	4,000,000,000	HK\$ 0.01	HK\$ 40,000,000
(2) Stock code : <u>N/A</u> Desc	cription :		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month			
Balance at close of preceding month Increase/(decrease)			

2. Preference Shares

Stock code :	N/A	Description :		
		No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close	of precedin	g month		
Increase/(decrea	se)		-	
Balance at close	of the mont	th	·	

3. Other Classes of Shares

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

Total authorised share capital at the end of the month (State
currency) :**HK\$ 40,000,000**

II. Movements in Issued Share Capital

	No. of ord	linary shares	No of preference	No. of other classes
	(1)	(2)	shares	of shares
Balance at close of preceding month	603,007,900 shares of HK\$0.01 each	N/A	<u>N/A</u>	<u>N/A</u>
Increase/ (decrease) during the month	N/A	N/A	<u>N/A</u>	<u>N/A</u>
Balance at close of the month	603,007,900 shares of HK\$0.01 each	N/A	<u>N/A</u>	N/A

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)
Particulars of share

Particulars of share option scheme including EGM approval date		Movement durin	g 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. N/A	-	-	-			0
(/ /)						
shares						
(Note 1)						
2.						
2.						
(/ /)						
shares (Note 1)						
(Note 1)						
3.						
shares						
(Note 1)						
		Tot	al A. (Ordin		N/A	
				nce shares)	N/A	
Track 1 Construction 1 1		<u></u>		Other class)	N/A	
Total funds raised due options (State current		from exercise of	N/A			
-r	- 5 /					

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
<u>1. N/A</u>					
(/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable)	· · · _				
(dd/mm/yyyy) 2.	(/ /)				
(/ /) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price	· ·				
EGM approval date (if applicable) (dd/mm/yyyy) 3.	(/ /)				
(/ /) Stock code (if listed) Class of shares issuable (Note 1) Subagrittion price					
Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 4.	(/ /)				
(/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price	· · ·				
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
	Tota	(Prefere	nary shares) <u>N/A</u> ence shares) <u>N/A</u> Other class) <u>N/A</u>		

Convertibles (i.e. Convertible inter-	o Shares of the I	ssuer which are to	be Listed)			
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
1. Convertible bonds with 5%	_					
interest per annum, issued on	-					
7/11/2011 and maturing on						
$\frac{7/11/2013}{542}$	HKD N/A	80,105,000	N/A	80,105,000	N/A	433,000,000
Stock code (if listed) Class of shares	IN/A					
issuable (Note 1)	Ordinary					
Subscription price	HK\$0.185					
EGM approval date						
(if applicable)	(1 < 100 10011)					
(dd/mm/yyyy))	(16/09/2011)					
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.						
	_					
	-					
	-					
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
(if applicable)						
(dd/mm/yyyy)	(/ /)					
				nary shares) <u>N/A</u>		_
				ence shares) $\frac{N/A}{N/A}$		-
			()	Other class) N/A	L	-

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)

	No. of new shares of issuer issued during the month pursuant	No. of new shares of issuer which may be issued pursuant thereto
Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:	thereto	as at close of the month
1. <u>N/A</u>	-	
shares (Note 1)		
2.		
	-	
shares (Note 1)		
3		
	-	
shares (Note 1)		
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	
(Other class)	N/A	

Oth	her Movements in	Issued Share Capital				No. of new shares of issuer issued during the month pursuant thereto	may be issued pursuant thereto as at
	Type of Issue						close of the month
			Class of shares issuable (<i>Note 1</i>)				
1.	Rights issue	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		NT/A
						<u>N/A</u>	<u>N/A</u>
			Class of shares issuable (<i>Note 1</i>)				
2.	Open offer	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
						<u>N/A</u>	<u>N/A</u>
			Class of shares issuable (<i>Note 1</i>)				
3.	Placing	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
						<u>N/A</u>	<u>N/A</u>
			Class of shares issuable (<i>Note 1</i>)				
4.	Bonus issue		Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
						11/11	

	T (1	<u>F</u>	For N	<u>1ain</u>	Boar	d and GEM lis No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of
	Type of Issue						monun
5.	Scrip dividend At price : State	Class of shares issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy)		· /			
		EGM approval date: (dd/mm/yyyy)	(/	' /)	N/A	<u>N/A</u>
	Derekore	Class of shares repurchased (<i>Note 1</i>)		· /			
6.	Repurchase of shares	Cancellation date : (dd/mm/yyyy)	(/	/)		
		EGM approval date: (dd/mm/yyyy)	(/	'/)	<u>N/A</u>	<u>N/A</u>
		Class of shares					
		redeemed (Note 1)					
7.	Redemption of shares	Redemption date : (dd/mm/yyyy)	(/	' /)		
		EGM approval date: (dd/mm/yyyy)	(/	' /)	N/A	N/A
		Class of shares issuable (<i>Note 1</i>)					
8.	Consideration issue At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(/	'/)		
		EGM approval date: (dd/mm/yyyy)	(/	' /)	<u>N</u> /A	<u>N/A</u>

			H	<u>For Main B</u> oar	or 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 (<i>Note 1</i>)					
9.	Capital reorganisation		Issue and allotment date : (dd/mm/yyyy)	(/ /)				
			EGM approval date: (dd/mm/yyyy)	(/ /)				
					<u>N/A</u>	<u>N/A</u>		
			Class of shares issuable (Note 1)					
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		
	Total E. (Ordinary shares) <u>N/A</u> (Preference shares) <u>N/A</u> (Other class) <u>N/A</u>					-		

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 Issued Share Capital").)					

Remarks (if any):

Submitted by: <u>Man Ching Yan</u>_

 Company Secretary

 (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.