

Monthly Return of Equity Issuer on Movements in Securities

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

31/1/2018

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer

Sandmartin International Holdings Limited

Date Submitted

5 February 2018

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : 482 Description : Ordinary Shares

| | No. of ordinary shares | Par value (HK\$) | Authorised share capital (HK\$) |
|-------------------------------------|---------------------------|---------------------|---------------------------------------|
| Balance at close of preceding month | <u>10,000,000,000</u> | <u>HK\$0.1</u> | <u>HK\$1,000,000,000</u> |
| Increase/(decrease) | <u>Nil</u> | | <u>Nil</u> |
| Balance at close of the month | <u>10,000,000,000</u> | <u>HK\$0.1</u> | <u>HK\$1,000,000,000</u> |

(2) Stock code : N/A Description : N/A

| | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) |
|-------------------------------------|---------------------------|-------------------------------|---|
| Balance at close of preceding month | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |
| Increase/(decrease) | <u>N/A</u> | | <u>N/A</u> |
| Balance at close of the month | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |

2. Preference Shares

| | | | |
|-------------------------------------|--------------------------------|-------------------------------|---|
| Stock code : | N/A | Description : | N/A |
| | No. of preference shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding month | N/A | N/A | N/A |
| Increase/(decrease) | N/A | | N/A |
| Balance at close of the month | N/A | N/A | N/A |

3. Other Classes of Shares

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

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

HK\$1,000,000,000

II. Movements in Issued Share Capital

| | No. of ordinary shares | | No of preference shares | No. of other classes of shares |
|--|------------------------|-----|-------------------------------|--------------------------------------|
| | (1) | (2) | | |
| Balance at close of preceding month | 3,278,825,335 | N/A | N/A | N/A |
| Increase/ (decrease) during the month | N/A | N/A | N/A | N/A |
| Balance at close of the month | 3,278,825,335 | 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 (dd/mm/yyyy) and class of shares issuable | Movement during 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 |
|--|---------------------------|-----------|-----------|--------|--|---|
| | Granted | Exercised | Cancelled | Lapsed | | |
| 1. Share Option Scheme adopted on 17/3/2005 Exercise price: HKD0.957 Ordinary shares (Note 1) | 0 | 0 | 0 | 0 | 0 | 116,400 |
| 2. Share Option Scheme adopted on 17/3/2005 Exercise price: HKD1.761 Ordinary shares (Note 1) | 0 | 0 | 0 | 0 | 0 | 2,910,000 |
| 3. N/A | | | | | | |
| | | | | | | |
| | | | | | | |
| | - | - | - | - | - | - |
| (Note 1) | | | | | | |
| 4. N/A | | | | | | |
| | | | | | | |
| | | | | | | |
| | - | - | - | - | - | - |
| (Note 1) | | | | | | |
| 5. N/A | | | | | | |
| | | | | | | |
| | | | | | | |
| | - | - | - | - | - | - |
| (Note 1) | | | | | | |
| Total A. (Ordinary shares) | | | | | N/A | |
| (Preference shares) | | | | | N/A | |
| (Other class) | | | | | N/A | |
| Total funds raised during the month from exercise of options (State currency) | | | | | N/A | |

Warrants to Issue Shares of the Issuer which are to be Listed

| Description of warrants (Date of expiry - dd/mm/yyyy) | Currency of nominal value | Nominal value at close of 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 | N/A | N/A | N/A | N/A | N/A | N/A |
| (/ /) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) | N/A | N/A | | | | |
| 2.N/A | N/A | N/A | N/A | N/A | N/A | N/A |
| (/ /) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) | N/A | N/A | | | | |
| 3.N/A | N/A | N/A | N/A | N/A | N/A | N/A |
| (/ /) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) | N/A | N/A | | | | |
| 4.N/A | N/A | N/A | N/A | N/A | N/A | N/A |
| (/ /) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) | N/A | N/A | | | | |
| Total B. | | | | | (Ordinary shares) | N/A |
| | | | | | (Preference shares) | N/A |
| | | | | | (Other class) | N/A |

Convertibles (i.e. Convertible into Shares of the Issuer 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. N/A | | | | | | |
| | | | | | | |
| | | | | | | |
| | N/A | N/A | N/A | N/A | N/A | N/A |
| Stock code (if listed) | N/A | | | | | |
| Class of shares issuable (<i>Note 1</i>) | N/A | | | | | |
| Subscription price | N/A | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | | | | |
| 2. N/A | | | | | | |
| | | | | | | |
| | | | | | | |
| | N/A | N/A | N/A | N/A | N/A | N/A |
| Stock code (if listed) | N/A | | | | | |
| Class of shares issuable (<i>Note 1</i>) | N/A | | | | | |
| Subscription price | N/A | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | | | | |
| 3. N/A | | | | | | |
| | | | | | | |
| | | | | | | |
| | N/A | N/A | N/A | N/A | N/A | N/A |
| Stock code (if listed) | N/A | | | | | |
| Class of shares issuable (<i>Note 1</i>) | N/A | | | | | |
| Subscription price | N/A | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | | | | |
| 4. N/A | | | | | | |
| | | | | | | |
| | | | | | | |
| | N/A | N/A | N/A | N/A | N/A | N/A |
| Stock code (if listed) | N/A | | | | | |
| Class of shares issuable (<i>Note 1</i>) | N/A | | | | | |
| Subscription price | N/A | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | | | | | |
| Total C. (Ordinary shares) | | | | | N/A | |
| (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)

| 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. N/A | | |
| | | |
| | | |
| (/ /) | | |
| Ordinary shares (Note 1) | N/A | N/A |
| 2. N/A | | |
| | | |
| | | |
| (/ /) | | |
| shares (Note 1) | N/A | N/A |
| 3. N/A | | |
| | | |
| | | |
| (/ /) | | |
| shares (Note 1) | N/A | N/A |
| Total D. (Ordinary shares) | N/A | |
| (Preference shares) | N/A | |
| (Other class) | N/A | |

Other Movements in Issued Share Capital

| 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 |
|-----------------|------------|----------------|-----|--|---|
| 1. Rights issue | At price : | State currency | N/A | Class of shares issuable (Note 1) _____ N/A | |
| | | | | Issue and allotment date : (dd/mm/yyyy) (/ /) | |
| | | | | EGM approval date: (dd/mm/yyyy) (/ /) | |
| | | | | | N/A N/A |
| 2. Open offer | At price : | State currency | N/A | Class of shares issuable (Note 1) _____ N/A | |
| | | | | Issue and allotment date : (dd/mm/yyyy) (/ /) | |
| | | | | EGM approval date: (dd/mm/yyyy) (/ /) | |
| | | | | | N/A N/A |
| 3. Placing | At price : | State currency | N/A | Class of shares issuable (Note 1) _____ N/A | |
| | | | | Issue and allotment date : (dd/mm/yyyy) (/ /) | |
| | | | | EGM approval date: (dd/mm/yyyy) (/ /) | |
| | | | | | N/A N/A |
| 4. Bonus issue | | | | Class of shares issuable (Note 1) _____ N/A | |
| | | | | Issue and allotment date : (dd/mm/yyyy) (/ /) | |
| | | | | EGM approval date: (dd/mm/yyyy) (/ /) | |
| | | | | | N/A N/A |

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

| Type of Issue | | | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|----------------------------|--|---|---|
| 9. Capital reorganisation | Class of shares issuable (<i>Note 1</i>) | N/A | |
| | Issue and allotment date : (dd/mm/yyyy) | (/ /) | |
| | EGM approval date: (dd/mm/yyyy) | (/ /) | |
| | | | N/A |
| 10. Other (Please specify) | Class of shares issuable (<i>Note 1</i>) | N/A | |
| | At price : State currency N/A | Issue and allotment date : (dd/mm/yyyy) | (/ /) |
| | | EGM approval date: (dd/mm/yyyy) | (/ /) |
| | | | N/A |
| Total E. (Ordinary shares) | | | N/A |
| (Preference shares) | | | N/A |
| (Other class) | | | N/A |

| | | |
|---|-----|-----|
| 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 |
| <i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i> | | |

Remarks (if any):

Submitted by: Lee Suet Lai

Title: 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.*