

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 Za	ll Smart Commerce Grou	p Ltd. (the "Co	mpany")	
Date Submitted 06	/01/2020			
I. Movements in Authorised Share	Capital			
1. Ordinary Shares				
(1) Stock code :	Description :	Ordinary	shares	
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)	
Balance at close of preceding mon	th 24,000,000,000	0.00333	80,000,000	
Increase/(decrease)	Nil	-	Nil	
Balance at close of the month	24,000,000,000	0.00333	80,000,000	
(2) Stock code : N/A D	Description :	N/A	Λ	
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)	
Balance at close of preceding mon	th			
Increase/(decrease)		-		
Balance at close of the month				

31/12/2019

Stock code : N/A	Description :	N/A	Λ
	No. of preferen shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding m	onth		
Increase/(decrease)			
Balance at close of the month			
3. Other Classes of Shares			
Stock code: N/A	Description:	N/A	
		14/1	1
	No. of other classes of share	Par value (State	Authorised share capital (State currency)
	No. of other classes of share	Par value (State	Authorised share capital
Balance at close of preceding m	No. of other classes of share	Par value (State	Authorised share capital
Balance at close of preceding m Increase/(decrease) Balance at close of the month	No. of other classes of share	Par value (State	Authorised shar capital

# II. Movements in Issued Share Capital

	No. of ordin	nary shares	No of preference	No. of other classes
	(1)	(2)	shares	of shares
Balance at close of preceding month	11,782,825,800	N/A	N/A	N/A
Increase/ (decrease) during the month	Nil	N/A	N/A	N/A
Balance at close of the month	11,782,825,800	N/A	N/A	N/A

### III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

including EGM approval date (dd/mm/yyyy) and class of shares issuable  1.Share Option Scheme adopted by way of	Granted	Exercised	Cancelled	Lapsed	month pursuant thereto	issued pursuant thereto as at close of the
adopted by way of	Granted	Exercised	Cancelled	Lanced		month
adopted by way of				Lapseu		
shareholders' written						
resolutions on						
20 June 2011						
(Exercise Price:HK\$8.48)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	45,667,950
(Note 1)						
2.Share Option Scheme						
adopted by way of						
shareholders' written						
resolutions on						
20 June 2011						
(Exercise Price:HK\$6.66)						
Ordinary shares	Nil	Nil	Nil	1,470,000	Nil	Nil
(Note 1)						
3.						
( / / )						
(Note 1) shares						
(Note 1)		Total A (O	ordinary shares)	Nil		
			ference shares)			
		(110	(Other shares)			
Total funds raised during the mo	nth from exerc	ise	(Said blades)	11/11		
of options (State currency)			Vil			

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	<del>-</del>				
	-				
( / / ) 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	- -				
( / / ) 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					
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	( / / )				
	Tota	(Prefere	nary shares) ence shares) Other class)	N/A N/A N/A	- -

Convertibles (i.e. Convertible in Class and description		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	J					
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 ( <i>Note 1</i> ) 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	<u> </u>					
Ctools == 4= (3013 4 4 4)						
Stock code (if listed) Class of shares issuable (Note 1) Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )		Total C /O.T.	ann ala ara s	NI/A	
				ence shares) Other class)		• - •

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

Ot	her Movements in	Issued Share Capital				N 6	N. C
	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
	<i>y</i> <sub>1</sub>						
			Class of shares issuable (Note 1)	-			
1.	Rights issue	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date:	( / /	)		
			(dd/mm/yyyy)			N/A	N/A
			Class of shares issuable (Note 1)				
2.	Open offer	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			(dd/mm/yyyy)			N/A	N/A
			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)			N/A	N/A
			Class of shares issuable (Note 1)				
4.	Bonus issue		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 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)				
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)				
6.	Repurchase of shares		Cancellation date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	N/A
			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 (Note 1)				
8.	Consideration issue	At price : State currency ———	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 issued during the month pursuant thereto	shar issuer ma iss purs theret close	of new res of which y be ued suant to as at of the onth
		Class of shares issuable	:				
		(Note 1)					
9.	Capital reorganisation	Issue and allotment date : (dd/mm/yyyy)	( / /	)			
		EGM approval date:	( / /	)			
		(dd/mm/yyyy)			N/A		N/A
		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
			Ordinary s				
		(Pı	reference s (Other			-	
T	otal increase / (decrease) in ordinary shares during the	e month (i.e. Total of A to	E).	(1	)	Nil	
1	that increase / (decrease) in ordinary shares during the	e monur (i.e. Total of A to	L).	(2		N/A	
To	otal increase / (decrease) in preference shares during	the month (i.e. Total of A t	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").)						

### IV. Confirmations

We hereby confirm to the best knowledge, information and belief that, in relation to each of the securities issued by the issuer during the month as set out in Part III which has not been previously disclosed in a return published under rule 13.25A, it has been duly authorized by the board of directors of the listed issuer and, insofar as applicable:

### (*Note 2*)

- (i) all money due to the listed issuer in respect of the issue of securities has been received by it;
- (ii) all pre-conditions for listing imposed by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited under "Qualifications of listing" have been fulfilled;
- (iii) all (if any) conditions contained in the formal letter granting listing of and permission to deal in the securities have been fulfilled;
- (iv) all the securities of each class are in all respects identical (*Note 3*);
- (v) all documents required by the Companies (Winding Up and Miscellaneous Provisions) Ordinance to be filed with the Registrar of Companies have been duly filed and that compliance has been made with other legal requirements;
- (vi) all the definitive documents of title have been delivered/are ready to be delivered/are being prepared and will be delivered in accordance with the terms of issue;
- (vii) completion has taken place of the purchase by the issuer of all property shown in the listing document to have been purchased or agreed to be purchased by it and the purchase consideration for all such property has been duly satisfied; and
- (viii) the trust deed/deed poll relating to the debenture, loan stock, notes or bonds has been completed and executed, and particulars thereof, if so required by law, have been filed with the Registrar of Companies.

(Remark 1)

Remarks (if any	r):					
1. Since there w	1. Since there was no movement in the issued share capital during the month, no confirmation is required to be					
made in Part	IV of this return.					
0.1						
Submitted by:	Foo Man Yee, Carina					
Title:	Company Secretary					
	(Director, Secretary or other duly authorised officer)					

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

exactly the same sum (gross and net); and

and rank pari passu in all other respects.

"Identical" means in this context:

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

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

the securities are of the same nominal value with the same amount called up or paid up; they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to

they carry the same rights as to unrestricted transfer, attendance and voting at meetings

Notes:

1.

2.

3.

4.