



香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/03/2014

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer : Bright Smart Securities & Commodities Group Limited

Date Submitted : 3 April 2014

I. Movements in Authorised Share Capital

1. Ordinary Shares

| | | | | |
|-------------------------------------|----------------------|------------------------|-------------------------------|--|
| (1) Stock code : | <u>1428</u> | Description : | <u>Ordinary Shares</u> | |
| | | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding month | <u>2,000,000,000</u> | <u>2,000,000,000</u> | <u>HK\$0.30</u> | <u>HK\$600,000,000</u> |
| Increase/(decrease) | <u>—</u> | <u>—</u> | <u>—</u> | <u>—</u> |
| Balance at close of the month | <u>2,000,000,000</u> | <u>2,000,000,000</u> | <u>HK\$0.30</u> | <u>HK\$600,000,000</u> |
| (2) Stock code : | <u>—</u> | Description : | <u>—</u> | |
| | | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding month | <u>—</u> | <u>—</u> | <u>—</u> | <u>—</u> |
| Increase/(decrease) | <u>—</u> | <u>—</u> | <u>—</u> | <u>—</u> |
| Balance at close of the month | <u>—</u> | <u>—</u> | <u>—</u> | <u>—</u> |

2. Preference Shares

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

3. Other Classes of Shares

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

Total authorised share capital at the end of the month (*State currency*) : HK\$600,000,000

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 | 1,045,778,012 | — | — | — |
| Increase /(decrease) | 75,150,000 | — | — | — |
| Balance at close of the month | 1,120,928,012 | — | — | — |

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 (04/08/2010) Ordinary shares Exercise price: HK\$0.98 | Nil | 150,000 | Nil | 10,000 | 150,000 | 3,870,000 |
| (Note 1) | | | | | | |
| 2. — (— / — / —) shares | — | — | — | — | — | — |
| (Note 1) | | | | | | |
| 3. — (— / — / —) shares | — | — | — | — | — | — |
| (Note 1) | | | | | | |
| | | | Total A. (Ordinary shares) | | 150,000 | |
| | | | (Preference shares) | | — | |
| | | | (Other class) | | — | |
| Total funds raised during the month from exercise of options (State currency) | | | | | HK\$147,000 | |

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. — | — | — | — | — | — | — |
| (— / — / —) | | | | | | |
| Stock code (if listed) | — | | | | | |
| Class of shares issuable (<i>Note 1</i>) | — | | | | | |
| 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 (<i>Note 1</i>) | — | | | | | |
| Subscription price | — | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (— / — / —) | | | | | |
| 4. — | — | — | — | — | — | — |
| (— / — / —) | | | | | | |
| Stock code (if listed) | — | | | | | |
| Class of shares issuable (<i>Note 1</i>) | — | | | | | |
| Subscription price | — | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (— / — / —) | | | | | |
| Total B. (Ordinary shares) | | | | | — | |
| (Preference shares) | | | | | — | |
| (Other class) | | | | | — | |

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. — | — | — | — | — | — | — |
| 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 (Note 1) | — | — | — | — | — | — |
| Subscription price | — | — | — | — | — | — |
| EGM approval date (if applicable) (dd/mm/yyyy) | (— / — / —) | — | — | — | — | — |
| 3. — | — | — | — | — | — | — |
| 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 | — | — | — | — | — | — |
| EGM approval date (if applicable) (dd/mm/yyyy) | (— / — / —) | — | — | — | — | — |
| | | | | Total C. (Ordinary shares) | — | — |
| | | | | (Preference 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: | 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. — — / — / —) shares (Note 1) | — | — |
| 2. — — / — / —) shares (Note 1) | — | — |
| 3. — — / — / —) shares (Note 1) | — | — |
| Total D. (Ordinary shares) | — | |
| (Preference shares) | — | |
| (Other class) | — | |

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 | — | Class of shares issuable (Note 1) — Issue and allotment date : (dd/mm/yyyy) (—/ —/ —) EGM approval date: (dd/mm/yyyy) (—/ —/ —) | — | — |
| 2. | Open offer | At price : | State currency | — | Class of shares issuable (Note 1) — Issue and allotment date : (dd/mm/yyyy) (—/ —/ —) EGM approval date: (dd/mm/yyyy) (—/ —/ —) | — | — |
| 3. | Placing | At price : | State currency | HKD1.30 | Class of shares issuable (Note 1) <u>Ordinary</u> Issue and allotment date : (dd/mm/yyyy) (11/03/2014) EGM approval date: (dd/mm/yyyy) (10/03/2014) | 75,000,000 | — |
| 4. | Bonus issue | | | | Class of shares issuable (Note 1) — Issue and allotment date : (dd/mm/yyyy) (—/ —/ —) EGM approval date: (dd/mm/yyyy) (—/ —/ —) | — | — |

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

| 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 |
|--|---|--|---|
| 9. Capital reorganisation | Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) (—/ —/ —) EGM approval date: (dd/mm/yyyy) (—/ —/ —) | — | — |
| 10. Other (Please specify) At price : State currency _____ | Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) (—/ —/ —) EGM approval date: (dd/mm/yyyy) (—/ —/ —) | — | — |
| Total E. (Ordinary shares) | | <u>75,000,000</u> | |
| (Preference shares) | | <u>—</u> | |
| (Other class) | | <u>—</u> | |

| | | |
|---|-----|-------------------|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): | (1) | <u>75,150,000</u> |
| | (2) | <u>—</u> |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E): | | <u>—</u> |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E): | | <u>—</u> |
| <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: Chan Kwan Pak

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.*