

Zhang Mao
Form 3
February 05, 2019

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB
Number: 3235-0104
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burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting
Person *

Â Zhang Mao

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

02/04/2019

3. Issuer Name **and** Ticker or Trading Symbol
SMARTHEAT INC. [HEAT]

4. Relationship of Reporting
Person(s) to Issuer

5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☒ Director ☒ 10% Owner
☐ Officer ☐ Other
(give title below) (specify below)

60 EAST REN-MIN
ROAD,Â DA-CHAI-DAN
TOWN

(Street)

XAIXI COUNTY,QING HAI
PROVINCE,Â F4Â 813300

(City)

(State)

(Zip)

6. Individual or Joint/Group
Filing(Check Applicable Line)
☒ Form filed by One Reporting
Person
☐ Form filed by More than One
Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1.Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock, par value \$.001 per share ⁽¹⁾
(3)

32,441,543

I

Voting Proxy

Common Stock, par value \$.001 per share ⁽²⁾
(4)

83,836,959

D

Â

Reminder: Report on a separate line for each class of securities beneficially
owned directly or indirectly.

SEC 1473 (7-02)

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.**

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Zhang Mao 60 EAST REN-MIN ROAD DA-CHAI-DAN TOWN XAIXI COUNTY,QING HAI PROVINCE,Â F4Â 813300	Â X	Â X	Â	Â

Signatures

/s/ Mao Zheng by /s/ Robert Newman Attorney in Fact for Mao
Zhang

02/05/2019

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Proxy terminates upon issuance of 80,625,099 shares to Mr. Zhang by the company.
- (2) Shares will be issued after increase of authorized shares of the company to 500,000,000.
- (3) Includes 1,230,427 shares held by Mr. Zhang's spouse.
- (4) Includes 3,211,860 shares held by Mr. Zhang's spouse.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.
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