

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

## Monthly Return of Equity Issuer on Movements in Securities

To: Hong Kong Exchanges and	Clearing	g Limited					
Name of Issuer	RM Group Holdings Limited						
Date Submitted (	02/02/20	16					
I. Movements in Authorised Sha	re Capit	al					
1. Ordinary Shares							
(1) Stock code : 932	Descrip	tion:	RM GR	OUP			
Dalaman da la conforma d'un succession		No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)			
Balance at close of preceding mo (see remarks)	ontn	1,000,000,000	0.01	10,000,000.00			
Increase/(decrease)		Nil		Nil			
Balance at close of the month		1,000,000,000	0.01	10,000,000.00			
(2) Stock code : N/A	Descrip	tion:	N/A	_			
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)			
Balance at close of preceding mo	onth						
Increase/(decrease)							
Balance at close of the month							

31/01/2016

Stock code:	N/A	Descrip	Description :		1
			No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of p	preceding 1	month			
Increase/(decrease)					
Balance at close of t	he month				
3. Other Classes of S	Shares				
		ъ.	·•	N/A	
Stock code :	N/A	Descrip	tion :		1
Stock code :	N/A	Descrip	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Stock code :			No. of other	Par value (State	Authorised share capital
_			No. of other	Par value (State	Authorised share capital

# II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference	No. of other classes		
	(1)	(2)	shares	of shares		
Balance at close of preceding month	516,300,000	N/A	N/A	N/A		
	210,200,000					
Increase/ (decrease)						
during the month	Nil	N/A	N/A	N/A		
Balance at close of the						
month	516,300,000	N/A	N/A	N/A		

# III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

Share Options (under	Share Option	Schemes of the	Issuer)			
Particulars of share option scheme including AGM approval date	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
(dd/mm/yyyy) and class of shares issuable	Granted	Exercised	Cancelled	Lapsed		close of the month
1. Share Option Scheme effective on 11/10/2013 Exercise price				•		
HK\$1.64 Ordinary shares	Nil	Nil	Nil	Nil	Nil	24,700,000
2.						
3.						

Particulars of share option scheme including AGM approval date (dd/mm/yyyy) and class of shares issuable		Manage 1	d d		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
	C . 1	Movement durin		T 1		
4	Granted	Exercised	Cancelled	Lapsed		
4.						
<del></del>						
<del></del>						
5.						
<u> </u>						
				-	_	
6.						
		Tot	tal A. (Ordina	ary shares)	N/A	
		10.		nce shares)	N/A	
			·	ther class)	N/A	
Total funds raised du	ring the month	n from exercise of				
options (HK\$)		2 2		N/A		
• • • • • • • • • • • • • • • • • • • •						

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					
( / / ) 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	(Prefere	nary shares) ence shares) Other class)	N/A N/A N/A	- - -

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						
	_					
Stock code (if listed)				- <u></u>		
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.						
	<u> </u>					
	<u>—</u>					
Stock code (if listed)	<del></del>					
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	( / / )					
	( / / )					
4.	<u>—</u>					
Stock code (if listed)	<del></del> ,,			<u> </u>		
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	( / / )					
			Total C. (Or	dinary shares)	N/A	
				erence shares)	N/A	· _
				(Other class)	N/A	-

#### 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)

(other than theer share option senemes)		
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		
	1	
-		
shares (Note 1)		
		•
2.		
2		
shares (Note 1)		
3.		
·		
shares (Note 1)		
		-
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	
(Other class)	N/A	

	her Movements in					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
	Type of Issue						month
			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
						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)	( / /	)		
						N/A	N/A
			Class of shares issuable (Note 1)				
3.	Placing	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)	27/1	27/4
						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

### For 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
	Type of issue						month
			Class of shares issuable (Note 1)				
5.	Scrip dividend At price : Stat	te rency —	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
		,	EGM approval date: (dd/mm/yyyy)	( / /	)	N/A	N/A
						IVA	IVA
			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)	( / /	)		
			(48.22.2.2)			N/A	N/A
			Class of shares issuable: (Note 1)				
8.	Consideration issue At price : Stat	te rency	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			SGM approval date: (dd/mm/yyyy)	( / /	)		
			(3-2			N/A	N/A

### For 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 issuab	10			
		(Note 1)	ie			
9.	Capital reorganisation	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
		EGM approval date:	( / /	)		
		(dd/mm/yyyy)			N/A	N/A
		Class of shares issuab	le			
10	Other	(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 Preference (Oth		s) N/A	
То	otal increase / (decrease) in ordinary shares during the	he month (i.e. Total of A to	o E):	(	1) N/A	Δ
				(	2) N/A	1
То	otal increase / (decrease) in preference shares during	g the month (i.e. Total of A	A to E):		N/A	1
То	otal increase / (decrease) in other classes of shares d	uring the month (i.e. Tota	l of A to E	E):	N/A	1
(T	hese figures should be the same as the relevant figu	res under II above ("Mov	vements in	Issued	Share Capital").)	1

Remark:	
N/A	
Submitted	l by: Chui Pak Shing
Title:	Company Secretary
	Director, Secretary or other duly authorised officer)
Notes:	
1. St	tate the class of shares (e.g. ordinary, preference or other).

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