

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

Monthly Return of Equity Issuer on Movements in Securities

To: Hong Kong Exchanges and C	Clearing L	imited		
Name of Issuer R	M Group	Holdings Limited	1	
Date Submitted 02	2/03/2016			
I. Movements in Authorised Shar	e Capital			
1. Ordinary Shares				
(1) Stock code : 932	Description	on:	RM GR	OUP
		No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding mo (see remarks)	nth —	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	Descriptio	tion: N/A		
	1	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding mo	nth			
Increase/(decrease)				
Balance at close of the month				

29/02/2016

Stock code : N/A Desc		Descript	ion:	N/A	<u> </u>	
			No. of preference shares	Par value (State currency)	Authorised share capital (State currency)	
Balance at close of p	preceding	month _				
Increase/(decrease)		-				
Balance at close of t	he month	-				
3. Other Classes of S	Shares					
Stock code :	N/A	Descript	ion:	N/A		
				Par value		
			No. of other classes of shares	(State currency)	Authorised share capital (State currency)	
Balance at close of p	preceding	month _		(State	_	
Balance at close of p	preceding	month _		(State	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		
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)

Particulars of share option scheme including AGM approval date (dd/mm/yyyy) and class of shares	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
issuable	Granted	Exercised	Cancelled	Lapsed		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		Movement durin	g 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		
4.	Grancea	Exclosed	Canceriou	Eupseu		
5.						
6.						
		Tot	al A. (Ordina		N/A	
			•	ice shares)	N/A	
				ther class)	N/A	
Total funds raised dur options (HK\$)	ing the month	from exercise of		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	1 0				
(/ /) 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)					
	(/ /)				
(/ /) 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	- - -

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed) No. of new No. of new shares of shares of issuer issued issuer which may be issued during the month pursuant pursuant thereto as at Currency of Amount at close Converted thereto close of the amount of preceding during the Amount at close month of the month Class and description outstanding month month 1. N/A Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 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) 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 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		
	1	
shares (Note 1)	1	
Shares (Note 1)		
2		
·		
shares (Note 1)	1	
3.		
·	1	
-	1	
	-	
	-	
shares (Note 1)		
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	
(Other class)	N/A	
(**************************************		
	1	

month pursuant issuer thereto which may be issued pursuant	Ot	her Movements in	Issued Share Capital					NY 2
1. Rights issue		Type of Issue					shares of issuer issued during the month pursuant	new shares of issuer which may be issued pursuant thereto as at close of the
1. Rights issue				Class of alasso is allo				
At price : currency								
Class of shares issuable N/A N/A	1.	Rights issue			(/ /)		
Class of shares issuable (Note 1)					(/ /)		
State currency							N/A	N/A
2. Open offer At price: State currency State currency Issue and allotment date: (dd/mm/yyyy)								
Class of shares issuable					(`		
Class of shares issuable	2.	Open offer	AT DEICE :		(/ /)		
Class of shares issuable					(/ /)		
State currency Issue and allotment date : (dd/mm/yyyy)							N/A	N/A
Class of shares issuable N/A N/A								
Class of shares issuable	3.	Placing			(/ /)		
Class of shares issuable (Note 1) 4. Bonus issue Issue and allotment					(/ /)		
4. Bonus issue Issue and allotment (/ /) date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)				(dd/mm/yyyy)			N/A	N/A
4. Bonus issue Issue and allotment (/ /) date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)								
date: (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)								
(dd/mm/yyyy)	4.	Bonus issue			(/ /)		
(dd/mm/yyyy)					(/ /)		
				(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					monui
		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
					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)	(/ /)		
		SGM approval date: (dd/mm/yyyy)	(/ /)		
					N/A	N/A

For Main Board and GEM listed issuers

					sha issu	No. of new ares of issuer ed during the nth pursuant thereto	issuer which
	Type of Issue						may be issued pursuant thereto as at close of the month
		Class of shares issua (Note 1)	able				
9.	Capital reorganisation	Issue and allotment date : (dd/mm/yyyy)	(/	/)			
		EGM approval date: (dd/mm/yyyy)	(/	/)		N/A	N/A
		Class of shares issua (Note 1)	able —				
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.	(Prefere	ary shar nce shar Other cla	es)	N/A N/A N/A	
To	otal increase / (decrease) in ordinary shares during the	e month (i.e. Total of A	to E):		(1) (2)	N/A N/A	
To	otal increase / (decrease) in preference shares during	the month (i.e. Total of	A to E):		-	N/A	
	otal increase / (decrease) in other classes of shares du			o E):	_	N/A	
	These figures should be the same as the relevant figure	_			d Sha		

Remark:		
N/A		
Submitted by:	Chui Pak Shing	
Title:	Company Secretary	
	ecretary or other duly authorised officer)	
Notes:		
1. State the o	ass of shares (e.g. ordinary, preference or other).	

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

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