

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :	31/10/2013

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	RM Group Holdings Limited
Date Submitted	04/11/2013

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>8185</u> Descrip	185 Description : RM GRC		
	No. of ordinary shares	Par value (<i>HK</i> \$)	Authorised share capital (<i>HK\$</i>)
Balance at close of preceding month (see remarks)	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 : <u>N/A</u> Descrip	tion : N/A		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			

2. Preference Shares

Stock code :	N/A	Description :		N/A	
		•	oreference ares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of	preceding 1	nonth			
Increase/(decrease)					
Balance at close of	the month				

3. Other Classes of Shares

Stock code :	N/A	Description :	N/A	
		No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of	preceding 1	nonth		
Increase/(decrease)			_	
Balance at close of	the month			

Total authorised share capital at the end of the month (HK\$): 10,000,000.00

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	see remarks	N/A	N/A	N/A
Increase/ (decrease) during the month	Nil	N/A	N/A	N/A
Balance at close of the month	515,000,000	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		Movement duri	ng 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.ShareOption Schemeadopted on24/09/2013						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	Nil
2						
3.						

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 issuable		Movement duri	ag 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
	Created			Langed		<u>.</u>
4.	Granted	Exercised	Cancelled	Lapsed		
4.						
5						
5.						
· ·						
<i>c</i>						
<u>6.</u>						
.						
		_				
		То	tal A. (Ordina		N/A	
				ice shares)	N/A	
				ther class)	N/A	
Total funds raised dur	ring the month	from exercise of	f			
options (HK\$)				N/A		

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of Nomina nominal clo	al value at E bse of d	Exercised uring 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
<u>1.N/A</u>						
(/ /) 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 (<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.	(Ordin	ary shares)	N/A	
			(Prefere	nce shares)	N/A	
			((Other class)	N/A	

	For Main Board and GEM listed issuers					iers
Convertibles (i.e. Convertible ir		Amount at close of preceding	be Listed) Converted during the	Amount at close	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 and description	outstanding	month	month	of the month		
1. N/A Stock code (if listed) Class of shares issuable (<i>Note 1</i>)						
Subscription price EGM approval date (if applicable) (dd/mm/yyyy))	(/ /)					
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)				dinary shares) erence shares) (Other class)	N/A N/A N/A	

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

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 Movements in Issued Share Capital

At price : State	Class of shares issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) EGM approval date:	(month
	(<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy)	(
	date : (dd/mm/yyyy)	(
	EGM approval date:		/ /)		
		(/ /)		
	(dd/mm/yyyy)				N/A	N/A
	Class of shares issuable					
At price : State	(<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy)	()		
	EGM approval date: (dd/mm/yyyy)	()		
					<u>N/A</u>	N/A
	Class of shares issuable (Note 1)					
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)					
	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
	EGM approval date: (dd/mm/yyyy)	(/ /)	NT / A	N/A
		Issue and allotment date : (dd/mm/yyyy) EGM approval date:	Issue and allotment (date : (dd/mm/yyyy) EGM approval date: (Issue and allotment (/ / date : (dd/mm/yyyy) EGM approval date: (/ /	Issue and allotment (/ /) date : (dd/mm/yyyy) EGM approval date: (/ /)	Issue and allotment(/ /)date : (dd/mm/yyyy)(/ /)EGM approval date:(/ /)

For Main Board and GEM listed issuers

	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 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 (<i>Note 1</i>)				
6.	Repurchase of shares		Cancellation date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
			Class of shares redeemed (<i>Note 1</i>)				
7.	Redemption of shares		Redemption date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
						<u>N/A</u>	<u>IN/A</u>
			Class of shares issuable: (Note 1)				
8.	Consideration issue	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/ /))		
			SGM approval date: (dd/mm/yyyy)	(//))		 .
						N/A	N/A

For Main Board and GEM listed issuers

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					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
	Type of Issue					of the month
			Class of shares issuable (<i>Note 1</i>)			
9.	Capital reorganisation		Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
					N/A	N/A
			Class of shares issuable (<i>Note 1</i>)			
10.	Other (Please specify)	At price : State	• Issue and allotment date : (dd/mm/yyyy)	(//)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
				Ordinary share reference share (Other class	es) N/A	

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	N/A		
	(2)	N/A		
Total increase / (decrease) in preference shares during the month (i.e. Total of A 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").)				

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Remark :

RM Group Holdings Limited was newly listed on the	e GEM board of the Stock Exchange of Hong Kong Limited
on 11 October 2013.	

Submitted by:	Mak Mei Kuen	-	
Title: (Director, Secr	Company Secretary etary 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.*