

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

Monthly Return of Equity Issuer on Movements in Securities

To: Hong Kong Exchanges and Cle	earing Limited			
	RM Group Holdings Limited 01/08/2014			
I. Movements in Authorised Share	Capital			
1. Ordinary Shares				
(1) Stock code : <u>8185</u> De	escription :	RM GR	OUP	
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)	
Balance at close of preceding mont (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 : N/A De	escription :	N/A	1	
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)	
Balance at close of preceding mont	h			
Increase/(decrease)				
Balance at close of the month				

31/07/2014

Stock code :	N/A	Descrip	otion:	N/A	1
			No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of p	receding 1	month			
Increase/(decrease)					
Balance at close of the	he month				
3. Other Classes of S	Shares				
			_	N/A	
Stock code :	N/A	Descrip	tion:	1 1/ 1	<u>\</u>
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	515,000,000	N/A	N/A	N/A	
Increase/ (decrease)					
during the month	Nil	N/A	N/A	<u>N/A</u>	
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	•				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be
approval date (dd/mm/yyyy) and class of shares issuable		Movement duri	ng the month		tnereto	issued pursuant thereto as at close of the month
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share Option Scheme						
effective on						
11/10/2013						
Exercise price						
HK\$1.64						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	26,500,000
2. Share Option Scheme effective on 11/10/2013 Exercise price						
HK\$1.77						
Ordinary shares	5,000,000	Nil	Nil	Nil	Nil	5,000,000
3.						

Particulars of share option scheme including AGM approval date (dd/mm/yyyy) and class of shares issuable		Manage desir	and a second		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	Movement durin		T 1		
4	Granted	Exercised	Cancelled	Lapsed		
4.						
		-				-
_						
5.						
		-				-
_						
6.						
		_	. 1	•	N 7/:	
		Tot	tal A. (Ordina		N/A	
			•	nce shares)	N/A	
				ther class)	N/A	
Total funds raised dur	ring the month	n from exercise of				
options (HK\$)				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)	(/ /)				
	Tota	(Prefere	nary shares) nce 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 Class and description outstanding month month 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)) 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)

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 issuer which may issued pursuant thereto as at close of the results of	y be ereto
1 N/A	
1. IV/A	
(/ /)	
shares (Note 1)	
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	Issued Share Capital				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
			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)	(/ /)	NI/A	NT/A
						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)	(/ /)		
						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 : State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
	·	EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
						IVA
		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
					17/11	17/11
		Class of shares redeemed (<i>Note 1</i>)				
7.	Redemption of shares	Redemption date: (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)		
		33337			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)	(/ /)		
		(33, 11111, 3, 3, 3, 3, 3, 3, 3, 3, 3, 3, 3, 3, 3,			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 issua	.hlo			
		(Note 1)	e			
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)	ıble			
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.	(Ordinar (Preferenc (Oth		s) N/A	
To	otal increase / (decrease) in ordinary shares during the	e month (i.e. Total of A	to E):	(1) N/A	Λ.
				(2	2) N/A	1
То	otal increase / (decrease) in preference shares during	the month (i.e. Total of	A to E):		N/A	\
То	otal increase / (decrease) in other classes of shares du	ring the month (i.e. Tot	tal of A to E	E):	N/A	1
(7	hese figures should be the same as the relevant figur	es under II above ("Mo	ovements in	Issued	Share Capital").))

Remark:	
N/A	
Submitted by:	Mak Mei Kuen
Title:	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.