

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

Monthly Return of Equity Issuer on Movements in Securities

To: Hong Kong Exchanges and C	learing Limited		
	M Group Holdings Limited	l	
Date Submitted 04	/11/2014		
I. Movements in Authorised Share	· Capital		
1. Ordinary Shares			
(1) Stock code : 8185 D	Description :	RM GR	OUP
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding mon (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 D	Description :	N/A	1
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding mon	th		
Increase/(decrease)			
Balance at close of the month			

31/10/2014

Stock code: N/A De		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 ordin	nary 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 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	26,000,000
2. Share Option Scheme effective on 11/10/2013 Exercise price HK\$1.77						
Ordinary shares	Nil	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		Manager desired	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		T1		
4	Granted	Exercised	Cancelled	Lapsed		
4.						
		-				-
_						
5.						
		-				-
_						
6.						
		_				
		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	during the	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					
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	l B. (Ordin	ary shares)	N/A	
		(Prefere	nce shares)	N/A	•
		((Other class)	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)

(other than ander 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.		
	1	
	1	
shares (Note 1)	1	
Shares (Note 1)		· -
3	4	
	1	
shares (Note 1)	1	
Sildres (Note 1)		
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	
(Other class)	N/A	
		•

		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	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)	(/ /)	27/1	27/4
						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)	(/ /)	NY/A	NY/ A
						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)	(/ /)		
						<u>N/A</u>	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	_ 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)	(/ /)		
						N/A	N/A
			Class of shares issuable: (Note 1)				
8.		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

					No. of new	No. of
					shares of issuer	new
					issued during the month pursuant	issuer
					thereto	which
					thereto	may be
						issued
						pursuant
						thereto as
						at close
						of the
	Type of Issue					month
		Class of shares issua	ble			
		(Note 1)				
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)	ble			
10.	Other (Please specify) At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(/	/)		
		EGM approval date: (dd/mm/yyyy)	(/	/)	N/A	. <u>N/A</u>
		Total E.	(Ordina	ary share	es) N/A	
			(Preferen		es) N/A	
То	otal increase / (decrease) in ordinary shares during the	e month (i.e. Total of A	to E):	((1) N/A	L
				((2) N/A	L
То	otal increase / (decrease) in preference shares during	the month (i.e. Total of	A to E):		N/A	\
To	otal increase / (decrease) in other classes of shares du	ring the month (i.e. Tot	al of A to	E):	N/A	
(T	hese figures should be the same as the relevant figur	es under II above ("Mo	ovements i	in Issued	d Share Capital").)	

Remark:
N/A
Submitted by: Mak Mei Kuen
Title: Company Secretary (Director, Secretary 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.