

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

Monthly Return of Equity Issuer on Movements in Securities

To: Hong Kong Exchanges and C	Clearing Limited		
Name of Issuer D	iffer Group Holding Comp	any Limited	
Date Submitted 2/	/3/2015		
I. Movements in Authorised Share	e Capital		
1. Ordinary Shares			
(1) Stock code : <u>8056</u> I	Description: Ordinary	shares	
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding mor	5,000,000,000	HK\$0.01	HK\$50,000,000
Increase/(decrease)			
Balance at close of the month	5,000,000,000	HK\$0.01	HK\$50,000,000
(2) Stock code : <u>N/A</u> I	Description:		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding mor	nth		
Increase/(decrease)			
Balance at close of the month			

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2. Freference Shares			
Stock code: <u>N/A</u> I	Description:		_
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding mor	nth		
Increase/(decrease)			
Balance at close of the month			
3. Other Classes of Shares			
Stock code : N/A I	Description:		
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding mor	nth		
Increase/(decrease)			
Balance at close of the month			
Total authorised share capital at the currency):	ne end of the month (State	HK\$5	0,000,000

II. Movements in Issued Share Capital

	No. of ordina	ry shares	No of preference	No. of other classes
	(1)	(2)	shares	of shares
Balance at close at preceding month	1,000,000,000	N/A	N/A	N/A
Increase/ (decrease) during the month		N/A	N/A	N/A
Balance at close of the month	1,000,000,000	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 EGM approval date (dd/mm/yyyy) and	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 month
class of shares issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share Option Scheme	Grancu	Lacreised	Cancened	Lapsed		
(26 /11 /2013) Ordinary shares (Note 1)	Nil	Nil	Nil	Nil	Nil	Nil
2. N/A						
(/ /) shares (Note 1)						
3.N/A						
(/ /) shares						
(Note 1)		T	otal A. (Ordir	nary shares)	Nil	
			•	ence shares) Other class)	N/A N/A	
Total funds raised dur options (State currenc		from exercise of	Nil			

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. N/A	(/ /)				
(/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price					
EGM approval date (if applicable) (dd/mm/yyyy) 3. N/A	(/ /)				
(/ /) Stock code (if listed) Class of shares issuable (Note 1)					
Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 4. N/A					
(/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price					
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
	Tota	(Prefere	nary shares) N/A ence shares) N/A Other class) N/A	L	- - -

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)						
Class of shares						
is suable (<i>Note 1</i>) Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy))	(/ /)					
2. N/A						
	<u></u>					
G(1 1 (CT (1)						-
Stock code (if listed) Class of shares						
is suable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)					
3. N/A						
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)					
4. N/A						
Stock code (if listed)	 .					
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /)					
(dd/111111/yyyy)	(/ /)		Total C. (Ordin	ary shares) N/A		
				nce shares) N/A		-
				Other class) $\frac{N}{N}$		-
				·		

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 (d if applicable, and class of shares issuable:	d/mm/yyyy),	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			
	(/ /) shares (Note 1)		
2. N/A			
	(/ /)		
	shares (Note 1)		-
3. N/A			
· ·	(/ /)		
	shares (Note 1)		
Total	D. (Ordinary shares)	N/A	
	(Preference shares)	N/A	
	(Other class)	N/A	

Other Movements in Issued Share Capital

Class of shares issuable		Type of Issue	I 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 month
1. Rights issue		J.F.		Class of shares issuable				
At price : currency				(Note 1)		`		
Class of shares issuable N/A N/A	1.	Rights issue	At price : State currency		(/ /)		
Class of shares issuable N/A N/A					(/ /)		
Class of shares issuable							N/A	N/A
2. Open offer At price: State currency								
Class of shares issuable N/A N/A	2.	Open offer	At price : State currency	Issue and allotment	(/ /)		
Class of shares issuable 3. Placing At price: State currency Issue and allotment					(/ /)		
State currency							N/A	N/A
Class of shares issuable								
Class of shares issuable N/A N/A	3.	Placing	At price : State currency	Issue and allotment date: (dd/mm/yyyy)	(/ /)		
Class of shares issuable ————————————————————————————————————					(/ /)		
4. Bonus issue Issue and allotment				(-2			N/A	N/A
4. Bonus issue Issue and allotment				Class of shares issuable				
4. Bonus issue date: (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)								
(dd/mm/yyyy)	4.	Bonus issue			(/ /)		
					(/ /)		
							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 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	<u>N/A</u>
		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
					IVA	IVA
		Class of shares issuable (Note 1)				
8.	Consideration issue At price : State currency	Issue and allotment date: (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)	DT/A	NT/ A
					N/A	N/A

For Main Board and GEM listed issuers
No. of new No. of new

N/A

	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 issuabl (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 issuabl (Note 1)	le			
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
				Ordinary streference streferen	shares	s) N/A	
To	otal increase / (decre	ase) in ordinary shares durin	g the month (i.e. Total of A to) E):	(1	N/A	
	. 1:): C		. F)	(2	2) N/A N/A	
T	otal increase / (decre	ase) in preference shares dur	ring the month (i.e. Total of A	to E):		1 1/ / 1	

Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):

(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)

Remarks (if any):
Submitted by: <u>Tam Wai Tak Victor</u>
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.