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**RM GROUP HOLDINGS LIMITED**

**御藥堂集團控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8185)**

**CLARIFICATION ANNOUNCEMENT**

Reference is made to the circular of the Company dated 30 July 2015 (the “Circular”) relating to the discloseable and connected transaction in relation to acquisition of the entire issued share capital of and the shareholder’s loan in Royal Richly (Hong Kong) Limited. Unless otherwise stated, defined terms used in this announcement shall have the same meaning as adopted in the Circular.

The Company would like to clarify that on page 4 of the Circular under the section headed “THE SALE AND PURCHASE AGREEMENT”, the “Purchaser” should be “Rich Sunny” and the “Vendor” should be “Mr. Chan” in the sub-section headed “Parties”.

Save as the aforesaid, the contents of the Circular remains unchanged.

By Order of the Board  
**RM Group Holdings Limited**  
**CHAN Yan Tak**  
*Chairman*

Hong Kong, 4 August 2015

*As at the date of this announcement, the executive directors of the Company are Mr. CHAN Yan Tak, Mr. WONG Mau Tai and Mr. FOO Chi Ming; the non-executive director of the Company is Madam TSANG Pui Man; and the independent non-executive directors of the Company are Prof. NG Ka Ming, Mr. CHENG Kwok Kin, Paul and Mr. WEI Jianan.*

*This announcement, for which the directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The directors, having made all reasonable enquires, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

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