**Monthly Return of Equity Issuer on Movements in Securities**

For the month ended (dd/mm/yyyy) :  31/12/2018

To : Hong Kong Exchanges and Clearing Limited

| | |
|---|---|
| Name of Issuer | Rui Feng Group Holdings Company Limited |
| Date Submitted | 07/01/2019 |

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : 8312       Description :    Ordinary Shares

| | No. of ordinary shares | Par value *(State currency)* | Authorised share capital *(State currency)* |
|---|---|---|---|
| Balance at close of preceding month | 10,000,000,000 | HK$0.01 | HK$100,000,000 |
| Increase/(decrease) | - | | - |
| Balance at close of the month | 10,000,000,000 | HK$0.01 | HK$100,000,000 |

(2) Stock code : N/A       Description :

| | 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 : _____

| | No. of preference shares | Par value *(State currency)* | Authorised share capital *(State currency)* |
|---|---|---|---|
| Balance at close of preceding month | _____ | _____ | _____ |
| Increase/(decrease) | _____ | | _____ |
| Balance at close of the month | _____ | _____ | _____ |

## 3. Other Classes of Shares

Stock code :  N/A          Description : _____

| | No. of other classes of shares | Par value *(State currency)* | Authorised share capital *(State currency)* |
|---|---|---|---|
| Balance at close of preceding month | _____ | _____ | _____ |
| Increase/(decrease) | _____ | | _____ |
| Balance at close of the month | _____ | _____ | _____ |

Total authorised share capital at the end of the month *(State currency)* :  **HK$100,000,000**
_____

## II. Movements in Issued Share Capital

| | No. of ordinary shares (1) | (2) | No of preference shares | No. of other classes of shares |
|---|---|---|---|---|
| Balance at close of preceding month | 740,000,000 | N/A | N/A | N/A |
| Increase/ (decrease) during the month | - | N/A | N/A | N/A |
| Balance at close of the month | 740,000,000 | 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 class of shares issuable | 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 |
|---|---|---|---|---|---|---|
| | Granted | Exercised | Cancelled | Lapsed | | |
| 1.N/A<br><br>( / / )<br>shares<br>*(Note 1)* | NIL | NIL | NIL | NIL | NIL | NIL |
| 2.N/A<br><br>( / / )<br>shares<br>*(Note 1)* | NIL | NIL | NIL | NIL | NIL | NIL |
| 3.N/A<br><br>( / / )<br>shares<br>*(Note 1)* | NIL | NIL | NIL | NIL | NIL | NIL |

| | |
|---|---|
| Total A.   (Ordinary shares) | N/A |
| (Preference shares) | N/A |
| (Other class) | N/A |
| Total funds raised during the month from exercise of options (State currency) | N/A |

Warrants to Issue Shares of the Issuer which are to be Listed

| Description of warrants (Date of expiry – dd/mm/yyyy) | Currency of nominal value | Nominal value at close of 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) _____ ( / / ) | | | | | | |

| | | |
|---|---|---|
| Total B. | (Ordinary shares) | N/A |
| | (Preference shares) | N/A |
| | (Other class) | N/A |

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

| Class and description | Currency of amount outstanding | 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 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) ( / / ) | | | | | | |

Total C.  (Ordinary shares) _____N/A_____
(Preference shares) _____N/A_____
(Other class) _____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)

| 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<br><br><br><br>( / / )<br>shares *(Note 1)* | | |
| 2.  N/A<br><br><br><br>( / / )<br>shares *(Note 1)* | | |
| 3.  N/A<br><br><br><br>( / / )<br>shares *(Note 1)* | | |
| Total D.     (Ordinary shares) | N/A | |
| (Preference shares) | N/A | |
| (Other class) | N/A | |

Other Movements in Issued Share Capital

| 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 |
|---|---|---|---|---|
| 1. Rights issue | At price : State currency _____ | Class of shares issuable *(Note 1)* __N/A__<br><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br><br>EGM approval date: (dd/mm/yyyy) ( / / ) | _____ | _____ |
| 2. Open offer | At price : State currency _____ | Class of shares issuable *(Note 1)* __N/A__<br><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br><br>EGM approval date: (dd/mm/yyyy) ( / / ) | _____ | _____ |
| 3. Placing | At price : State currency _____ | Class of shares issuable *(Note 1)* __N/A__<br><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br><br>EGM approval date: (dd/mm/yyyy) ( / / ) | _____ | _____ |
| 4. Bonus issue | | Class of shares issuable *(Note 1)* __N/A__<br><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br><br>EGM approval date: (dd/mm/yyyy) ( / / ) | _____ | _____ |

| 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 |
|---|---|---|---|---|---|---|
| 5. Scrip dividend | At price : | State currency ——— | Class of shares issuable *(Note 1)* | N/A | | |
| | | | Issue and allotment date : (dd/mm/yyyy) | ( / / ) | | |
| | | | EGM approval date: (dd/mm/yyyy) | ( / / ) | | |
| | | | | | ——— | —— |
| 6. Repurchase of shares | | | Class of shares repurchased *(Note 1)* | N/A | | |
| | | | Cancellation date : (dd/mm/yyyy) | ( / / ) | | |
| | | | EGM approval date: (dd/mm/yyyy) | ( / / ) | | |
| | | | | | ——— | —— |
| 7. Redemption of shares | | | Class of shares redeemed *(Note 1)* | N/A | | |
| | | | Redemption date : (dd/mm/yyyy) | ( / / ) | | |
| | | | EGM approval date: (dd/mm/yyyy) | ( / / ) | | |
| | | | | | ——— | —— |
| 8. Consideration issue | At price : | State currency ——— | Class of shares issuable *(Note 1)* | N/A | | |
| | | | Issue and allotment date : (dd/mm/yyyy) | ( / / ) | | |
| | | | EGM approval date: (dd/mm/yyyy) | ( / / ) | | |
| | | | | | ——— | —— |

| 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 |
|---|---|---|---|
| 9. Capital reorganisation | Class of shares issuable *(Note 1)* ___N/A___ <br><br> Issue and allotment date : (dd/mm/yyyy) ( / / ) <br><br> EGM approval date: (dd/mm/yyyy) ( / / ) | | |
| 10. Other (Please specify) At State price : currency | Class of shares issuable *(Note 1)* ___N/A___ <br><br> Issue and allotment date : (dd/mm/yyyy) ( / / ) <br><br> EGM approval date: (dd/mm/yyyy) ( / / ) | | |
| | Total E. (Ordinary shares) ___N/A___ <br> (Preference shares) ___N/A___ <br> (Other class) ___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").)* | | |

Remarks (if any):

Submitted by:     Tse Kam Fai

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.*