

Monthly Return of Equity Issuer on Movements in Securities

 For the month ended (dd/mm/yyyy):
 30/04/2011

To : Hong Kong Exchanges and Clearing Limited

| Name of Issuer | Richfield Group Holdings Limited |
|----------------|----------------------------------|
| Date Submitted | 06/05/2011 |

I. Movements in Authorised Share Capital

| 1. Ordinary Shares | | | |
|---------------------------------------|---------------------------|----------------------------------|---|
| (1) Stock code : <u>00183</u> Descrip | otion : 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 | HKD0.01 | HKD100,000,000 |
| Increase/(decrease) | | | |
| Balance at close of the month | 10,000,000,000 | HKD0.01 | HKD100,000,000 |
| (2) Stock code : Descrip | ption : | | |
| | 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 :Descr | iption : | | |
|-------------------------------------|--------------------------|----------------------------------|---|
| | 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 :Descrip | otion : | | |
|-------------------------------------|--------------------------------|----------------------------------|---|
| | 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* **HKD100,000,000** *currency*) :

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 | 3,478,500,000 | | | | | |
| Increase/ (decrease) during the month | | | | | | |
| Balance at close of the month | 3,478,500,000 | | | | | |

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

| Particulars of share | | | | | No. of new shares of | No. of new shares of |
|---------------------------------------|----------------|-----------------|----------------|--------------|----------------------|--------------------------|
| option scheme | | | | | issuer issued during | issuer which may be |
| including EGM | | | | | the month pursuant | issued pursuant thereto |
| approval date | | Movement duri | ng the month | | thereto | as at close of the month |
| (dd/mm/yyyy) and - class of shares | | | | | | |
| issuable | Granted | Exercised | Cancelled | Lapsed | | |
| 1. Share Option | Grunteu | Encretisea | Cuncented | Lupsed | | |
| Scheme approved | | | | | | |
| on 2 May 2002 | | | | | | |
| Exercise price: | | | | | | |
| HK\$0.59 per | | | | | | |
| share | | | | | | |
| Date of Grant | | | | | | |
| <u>(09/07/2010)</u> | | | | | | |
| Ordinary shares | | | | | | 16,800,000 |
| | | | | | | |
| 2. Share Option | | | | | | |
| Scheme approved | | | | | | |
| on 2 May 2002 Exercise price: | | | | | | |
| HK\$1.17 per | | | | | | |
| share | | | | | | |
| Date of Grant | | | | | | |
| (07/12/2010) | | | | | | |
| Ordinary shares | | | | | | 5,000,000 |
| | | | | | | |
| | | | | | | |
| 3. N/A | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| (/ /) | | | | | | |
| shares | | | | | | |
| | | | | | | |
| | | To | otal A. (Ordin | ary shares) | NIL | |
| | | | | nce shares) | N/A | |
| | | | (0 | Other class) | N/A | |
| Total funds raised du | ring the month | from exercise o | f | | | |
| options (State current | | | | NIL | | |
| | | | | | | |

| Description of warrants (Date of expiry - dd/mm/yyyy) | Currency of 1 nominal value | Nominal val close of preceding m | du du | tercised ring the nonth | 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 |
|--|-----------------------------------|--|----------|-------------------------------|--|--|--|
| <u>1. N/A</u> | | | | | | | |
| (/ /) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) 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 (<i>Note 1</i>) | | | | | | | |
| Subscription price EGM approval date (if applicable) (dd/mm/yyyy) | (/ / |) | | | | | |
| <u>4. N/A</u> | | | | | | | |
| (/ /) Stock code (if listed) Class of shares issuable (Note 1) | | | | | | | |
| Subscription price EGM approval date (if applicable) (dd/mm/yyyy) | (/ / |) | | | | | |
| | | | Total B. | (Prefere | nary shares) ence shares) Other class) | NIL N/A N/A | |

| Convertibles (i.e. Convertible : | nto Sharoa of the I | aquar which are to | | For Main Board and GEM listed issuers | | | |
|--|---|--|----------------------------------|---------------------------------------|--|--|--|
| Convertibles (i.e. Convertible i | | 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 (<i>Note 1</i>) 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 | , | | | | | | |
| | | | | | | | |
| | | | | | | | |
| $\mathbf{S}_{\mathbf{f}_{1}} = \mathbf{f}_{1} + $ | | | | | | | |
| Stock code (if listed) | | | | | | | |
| issuable (Note 1) | | | | | | | |
| Subscription price | | | | | | | |
| EGM approval date (if applicable) | | | | | | | |
| (dd/mm/yyyy) | (/ /) | | | | | | |
| | , | | Total C. (Ordin | | NIL | _ | |
| | | | | ence shares) | N/A | - | |
| | | | () | Other class) | N/A | - | |

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

| | | 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 month |
|----|---------------|------------------------------|---|-------|---|---|--|
| - | Type of Issue | | | | | | |
| | | | Class of shares issuable (<i>Note 1</i>) | | | | |
| 1. | Rights issue | At State price : currency | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | (dd/mm/yyyy) | | | | N/A |
| | | | Class of shares issuable | | | | |
| | | At State | (Note 1) | | | | |
| 2. | Open offer | At State | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | N/A |
| | | | | | | | |
| | | | Class of shares issuable (<i>Note 1</i>) | | | | |
| 3. | Placing | At State price : currency | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | | <u>N/A</u> |
| | | | Class of shares issuable | | | | |
| 4. | Bonus issue | | (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | NI/A |
| | | | | | | | <u>N/A</u> |

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

| | | | For Main Boa | rd and GEM lis | sted issuers |
|-----|---|---|---|--|--|
| | Type of Issue | | | No. of new hares 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) | e | | |
| 9. | Capital reorganisation | Issue and allotment date : (dd/mm/yyyy) | (//) | | |
| | | EGM approval date: (dd/mm/yyyy) | (/ /) | | N/A |
| | | | | | |
| | | Class of shares issuable (Note 1) | e | | |
| 10. | Other At State (Please specify) price : currency | Issue and allotment date : (dd/mm/yyyy) | (//) | | |
| | | EGM approval date: (dd/mm/yyyy) | (/ /) | | N/A |
| | | Total E. | (Ordinary shares) (Preference shares) (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): | | |
| 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>LEE WING YIN</u>

 EXECUTIVE DIRECTOR

 (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.