

## Monthly Return of Equity Issuer on Movements in Securities

| 31/05/2012 |
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To : Hong Kong Exchanges and Clearing Limited

Name of Issuer

Richfield Group Holdings Limited

Date Submitted

05/06/2012

I. Movements in Authorised Share Capital

1. Ordinary Shares

| (1) Stock code : <u>00183</u> Descrip | Stock code : 00183 Description : Ordinary Shares |                                  |   |  |  |  |  |  |  |
|---------------------------------------|--|----------------------------------|---|--|--|--|--|--|--|
|                                       | No. of ordinary shares                           | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(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              | otion :  |                                  |   |  |  |  |  |  |  |
|                                       | No. of ordinary<br>shares                        | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(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<br>(State<br>currency) | Authorised share<br>capital<br>(State currency) |
| Balance at close of preceding month |                          |                                  |   |
| Increase/(decrease)                 |                          |                                  |   |
| Balance at close of the month       |                          |                                  |   |

#### 3. Other Classes of Shares

| Stock code :Descri                  | ption :                        |                                  |   |
|-------------------------------------|--------------------------------|----------------------------------|---|
|                                     | No. of other classes of shares | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(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)<br>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<br>option scheme |                |                 |                |              | No. of new shares of issuer issued during | No. of new shares of 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 -                    |                | wovement duri   | ng the month   |              |   |  |
| class of shares                       |                |                 |                |              |   |  |
| issuable                              | Granted        | Exercised       | Cancelled      | Lapsed       |   |  |
| 1. Share Option                       |                |                 |                |              |   |  |
| Scheme approved                       |                |                 |                |              |   |  |
| on 2 May 2002                         |                |                 |                |              |   |  |
| Exercise price:                       |                |                 |                |              |   |  |
| HK\$0.59 per                          |                |                 |                |              |   |  |
| share                                 |                |                 |                |              |   |  |
| Date of Grant<br>(09/07/2010)         |                |                 |                |              |   |  |
| Ordinary shares                       |                |                 |                |              |   | 16,800,000                               |
| Ordinary shares                       |                |                 |                |              |   | 10,800,000                               |
| 2. Share Option                       |                |                 |                |              |   |  |
| Scheme approved                       |                |                 |                |              |   |  |
| on 2 May 2002                         |                |                 |                |              |   |  |
| Exercise price:                       |                |                 |                |              |   |  |
| HK\$1.17 per                          |                |                 |                |              |   |  |
| share                                 |                |                 |                |              |   |  |
| Date of Grant                         |                |                 |                |              |   |  |
| (07/12/2010)                          |                |                 |                |              |   |  |
| Ordinary shares                       |                |                 |                |              |   | 4,000,000                                |
|                                       |                |                 |                |              |   |  |
|                                       |                |                 |                |              |   |  |
| 3. N/A                                |                |                 |                |              |   |  |
|                                       |                |                 |                |              |   |  |
|                                       |                |                 |                |              |   |  |
|                                       |                |                 |                |              |   |  |
|                                       |                |                 |                |              |   |  |
| shares                                |                |                 |                |              |   |  |
| Sildres                               |                |                 |                |              |   |  |
|                                       |                | To              | otal A. (Ordin | ary shares)  | NIL                                       |  |
|                                       |                |                 |                | nce shares)  | N/A                                       |  |
|                                       |                |                 |                | Other class) | N/A                                       |  |
| Total funds raised du                 | ring the month | from exercise o |                |              |   |  |
| options (State current                |                |                 |                | NIL          |   |  |
|                                       |                |                 |                |              |   |  |

| Description of warrants<br>(Date of expiry - dd/mm/yyyy)   | Currency of Nominal value a<br>nominal close of<br>value preceding montl | during the | Nominal value<br>at close of the<br>month | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|--|--|------------|---|--|--|
| <u>1. N/A</u>  |  |            |   |  |  |
| ( / / )<br>Stock code (if listed)<br>Class of shares<br>issuable ( <i>Note 1</i> )                       |  |            |   |  |  |
| Subscription price<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)<br>2. N/A                     | ( / / )  | _          |   |  |  |
| ( / / )<br>Stock code (if listed)<br>Class of shares<br>issuable ( <i>Note 1</i> )<br>Subscription price |  |            |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)<br>3. N/A   | ( / / )  | _          |   |  |  |
| ( / / )<br>Stock code (if listed)<br>Class of shares<br>issuable (Note 1)                                |  |            |   |  |  |
| Subscription price<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)<br>4. N/A                     | ( / / )  | _          |   |  |  |
| ( / / )  |  |            |   |  |  |
| Class of shares issuable ( <i>Note 1</i> )   |  | _          |   |  |  |
| Subscription price<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)                               | ( / / )  | _          |   |  |  |
|  | Το   | (Preferen  | ary shares)<br>ace shares)<br>ther class) | NIL<br>N/A<br>N/A  |  |

| C  |         |  |                                  | For Main Board and GEM listed issuers |  |  |  |
|--|---------|--|----------------------------------|---------------------------------------|--|--|--|
| Convertibles (i.e. Convertible i                 |         | Amount at close<br>of preceding<br>month | Converted<br>during the<br>month | Amount at<br>close of the<br>month    | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |  |
| 1. N/A   |         |  |                                  |                                       |  |  |  |
|  |         |  |                                  |                                       |  |  |  |
| Stock code (if listed)                           |         |  |                                  |                                       |  |  |  |
| Class of shares issuable ( <i>Note 1</i> )       |         |  |                                  |                                       |  |  |  |
| Subscription price                               |         |  |                                  |                                       |  |  |  |
| EGM approval date                                |         |  |                                  |                                       |  |  |  |
| (if applicable)<br>(dd/mm/yyyy))                 | ( / / ) |  |                                  |                                       |  |  |  |
| 2. N/A   |         |  |                                  |                                       |  |  |  |
|  |         |  |                                  |                                       |  |  |  |
|  |         |  |                                  |                                       |  |  |  |
| Stock code (if listed)                           |         |  |                                  |                                       |  |  |  |
| Class of shares                                  |         |  |                                  |                                       |  |  |  |
| issuable (Note 1)                                |         |  |                                  |                                       |  |  |  |
| Subscription price                               |         |  |                                  |                                       |  |  |  |
| (if applicable)                                  |         |  |                                  |                                       |  |  |  |
| (dd/mm/yyyy)                                     | ( / / ) |  |                                  |                                       |  |  |  |
| 3. N/A   |         |  |                                  |                                       |  |  |  |
|  |         |  |                                  |                                       |  |  |  |
|  |         |  |                                  |                                       |  |  |  |
| Stock code (if listed)                           |         |  |                                  |                                       |  |  |  |
| Class of shares                                  |         |  |                                  |                                       |  |  |  |
| issuable ( <i>Note 1</i> )<br>Subscription price |         |  |                                  |                                       |  |  |  |
| EGM approval date                                |         |  |                                  |                                       |  |  |  |
| (if applicable)<br>(dd/mm/yyyy)                  |         |  |                                  |                                       |  |  |  |
| 4. N/A   | ( / / ) |  |                                  |                                       |  |  |  |
|  |         |  |                                  |                                       |  |  |  |
|  |         |  |                                  |                                       |  |  |  |
|  |         |  |                                  |                                       |  |  |  |
| Stock code (if listed)                           |         |  |                                  |                                       |  |  |  |
| issuable (Note 1)                                |         |  |                                  |                                       |  |  |  |
| Subscription price                               |         |  |                                  |                                       |  |  |  |
| EGM approval date (if applicable)                |         |  |                                  |                                       |  |  |  |
| (dd/mm/yyyy)                                     | ( / / ) |  |                                  |                                       |  |  |  |
|  |         |  | Total C. (Ordin                  |                                       | NIL NI/A   | -  |  |
|  |         |  |                                  | ence shares)<br>Other class)          | N/A<br>N/A   | -  |  |
|  |         |  | (                                |                                       | - 11   | =  |  |

| Full particulars including EGM approval date (dd/mm/yyyy),<br>if applicable, and class of shares issuable: | No. of new shares of<br>issuer issued during<br>the month pursuant<br>thereto | No. of new shares of<br>issuer which may be<br>issued pursuant thereto<br>as at close of the month |
|--|---|--|
| 1. <u>N/A</u>  | 4   |  |
|  |   |  |
|  |   |  |
| shares (Note 1)  |   |  |
|  |   |  |
| 2. <u>N/A</u>  | 4   |  |
|  | -   |  |
| ( / / )  | -   |  |
| shares (Note 1)  |   |  |
|  |   |  |
| 3. <u>N/A</u>  |   |  |
|  | -   |  |
| ( / / )  |   |  |
| shares (Note 1)  |   |  |
| Total D. (Ordinary shares)   | NIL   |  |
| Total D. (Ordinary shares)<br>(Preference shares)  | NIL<br>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)

|    | Type of Issue | in Issued Share Capital      |  |       |   | No. of new<br>shares of issuer<br>issued during<br>the month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|----|---------------|------------------------------|--|-------|---|---|--|
|    | Type of issue |                              | Class of shares issuable                   |       |   |   |  |
|    |               |                              | (Note 1)                                   |       |   |   |  |
| 1. | Rights issue  | At State<br>price : currency | Issue and allotment date :<br>(dd/mm/yyyy) | ( / / | ) |   |  |
|    |               |                              | EGM approval date:<br>(dd/mm/yyyy)         | ( / / | ) |   |  |
|    |               |                              | (dd/mm/yyyy)                               |       |   |   | <u>N/A</u>   |
|    |               |                              | Class of shares issuable                   |       |   |   |  |
|    |               |                              | (Note 1)                                   |       |   |   |  |
| 2. | Open offer    | At State<br>price : currency | Issue and allotment date :<br>(dd/mm/yyyy) | ( / / | ) |   |  |
|    |               |                              | EGM approval date:<br>(dd/mm/yyyy)         | ( / / | ) |   | N/A  |
|    |               |                              |  |       |   |   |  |
|    |               |                              | Class of shares issuable (Note 1)          |       |   |   |  |
| 3. | Placing       | At State<br>price : currency | Issue and allotment date :<br>(dd/mm/yyyy) | ( / / | ) |   |  |
|    |               |                              | EGM approval date:<br>(dd/mm/yyyy)         | ( / / | ) |   |  |
|    |               |                              |  |       |   |   | <u>N/A</u>   |
|    |               |                              | Class of shares issuable                   |       |   |   |  |
|    |               |                              | (Note 1)                                   |       |   |   |  |
| 4. | Bonus issue   |                              | Issue and allotment date :<br>(dd/mm/yyyy) | ( / / | ) |   |  |
|    |               |                              | EGM approval date:<br>(dd/mm/yyyy)         | ( / / | ) |   | N/A  |
|    |               |                              |  |       |   |   |  |

|    | Type of Issue        |                                 |   | For M | <u>ain B</u> | to and GEM li<br>No. of new<br>shares of issuer<br>issued during<br>the month<br>pursuant<br>thereto | No. of new |
|----|----------------------|---------------------------------|---|-------|--------------|--|------------|
|    | Type of issue        |                                 |   |       |              |  |            |
| 5. | North dividend       | At State<br>price : currency —— | Class of shares issuable<br>( <i>Note 1</i> )<br>Issue and allotment date :<br>(dd/mm/yyyy)                                       | ( / / | )            |  |            |
|    |                      | price i cantenej                | EGM approval date:<br>(dd/mm/yyyy)  | ( / / | )            |  | <u>N/A</u> |
| 6. | Repurchase of shares |                                 | Class of shares<br>repurchased ( <i>Note 1</i> )<br>Cancellation date :<br>(dd/mm/yyyy)<br>EGM approval date:<br>(dd/mm/yyyy)     | ( / / |              |  | <u>N/A</u> |
| 7. | Redemption of shares |                                 | Class of shares redeemed<br>( <i>Note 1</i> )<br>Redemption date :<br>(dd/mm/yyyy)  | ( / / | )            |  |            |
|    |                      |                                 | EGM approval date:<br>(dd/mm/yyyy)  | ( / / | )            |  | <u>N/A</u> |
| 8. |                      | At State<br>price : currency —— | Class of shares issuable<br>( <i>Note 1</i> )<br>Issue and allotment date :<br>(dd/mm/yyyy)<br>EGM approval date:<br>(dd/mm/yyyy) | ( / / |              |  | <u>N/A</u> |

|     |   |   | For Main Bo  | ard and GEM li  | sted issuers   |
|-----|---|---|--|---|--|
|     | Type of Issue                                       |   |  | No. of new<br>shares of issuer<br>issued during<br>the month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|     |   | Class of shares issuabl ( <i>Note 1</i> ) | e  |   |  |
| 9.  | Capital reorganisation                              | Issue and allotment date (dd/mm/yyyy)     | . (// )  |   |  |
|     |   | EGM approval date:<br>(dd/mm/yyyy)        | ( / / )  |   | N/A  |
|     |   |   |  |   |  |
|     |   | Class of shares issuabl ( <i>Note 1</i> ) | e  |   |  |
| 10. | Other At State<br>(Please specify) price : currency | - Issue and allotment date (dd/mm/yyyy)   | . (// )  |   |  |
|     |   | EGM approval date:<br>(dd/mm/yyyy)        | ( / / )  |   | N/A  |
|     |   | Total E.                                  | (Ordinary shares<br>(Preference shares<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):                        |     |     |
| 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.