

Monthly Return of Equity Issuer on Movements in Securities

| For the month ended (dd/mm/yyyy) : | 31/08/2014 |
|------------------------------------|------------|
|------------------------------------|------------|

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer

Richfield Group Holdings Limited

Date Submitted

02/09/2014

I. Movements in Authorised Share Capital

1. Ordinary Shares

| 1) Stock code : <u>00183</u> Description : <u>Ordinary Shares</u> | | | | | | | |
|---|------------------------|----------------------------------|---|--|--|--|--|
| | 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 | ption : | | |
|-------------------------------------|--------------------------------|----------------------------------|---|
| | 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 | No. of ordinary shares | | 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 option scheme including EGM approval date | | Movement duri | ng the month | | | No. of new shares of issuer which may be issued pursuant thereto as at close of |
|---|----------------|------------------|----------------|--------------|-----|--|
| (dd/mm/yyyy) and class - of shares issuable | Granted | Exercised | Cancelled | Lapsed | _ | the month |
| 1. Share Option | Granted | Literensed | Cancented | Lapsed | | |
| Scheme approved on 2 | | | | | | |
| May 2002 | | | | | | |
| Exercise price: | | | | | | |
| HK\$0.59 per share | | | | | | |
| Date of Grant | | | | | | |
| <u>(09/07/2010)</u> | | | | | | |
| Ordinary shares | | | | | | 8,400,000 |
| | | | | | | |
| 2. Share Option | | | | | | |
| Scheme approved on 1 November 2011 | | | | | | |
| Exercise price: | | | | | | |
| HK\$0.395 per share | | | | | | |
| Date of Grant | | | | | | |
| <u>(26/10/2012)</u> | | | | | | |
| Ordinary shares | | | | | | 25,400,000 |
| ordinary shares | | · | · | | | |
| 3. Share Option | | | | | | |
| Scheme approved on 1 | | | | | | |
| November 2011 | | | | | | |
| Exercise price: | | | | | | |
| HK\$0.221 per share | | | | | | |
| Date of Grant | | | | | | |
| (03/06/2014) | | | | | | |
| Ordinary shares | | | | | | 24,600,000 |
| | | T | | 1. `` | NUT | |
| | | 10 | otal A. (Ordin | | NIL | |
| | | | | nce shares) | N/A | |
| | | | | Other class) | N/A | |
| Total funds raised during t | the month from | n exercise of op | tions | NUT | | |
| (State currency) | | | | NIL | | |

| Description of warrants (Date of expiry - dd/mm/yyyy) | Currency of No nominal value pr | ominal value at close of eceding month | during the | 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 (<i>Note 1</i>) | | | | | | |
| 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) 4. N/A | (/ / |) | - | | | |
| Class of shares issuable (<i>Note 1</i>) | - | | - | | | |
| Subscription price EGM approval date (if applicable) (dd/mm/yyyy) | (/ / |) | - | | | |
| | | Tota | (Prefer | nary shares) ence shares) Other class) | NIL N/A N/A | |

| Convertibles (i.e. Commetil 1. | nto Sharaa -f 41-1 | amon 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 (<i>Note 1</i>) | | | | | | | |
| Subscription price | | | | | | | |
| EGM approval date | | | | | | | |
| (if applicable) (dd/mm/yyyy) | (/ /) | | | | | | |
| 4. N/A | (' ') | | | | | | |
| | | | | | | | |
| | | | | | | | |
| | | | | | | | |
| Stock code (if listed) | | | | | | | |
| Class of shares issuable (<i>Note 1</i>) | | | | | | | |
| Subscription price | | | | | | | |
| EGM approval date | | | | | | | |
| (if applicable) (dd/mm/yyyy) | (/ /) | | | | | | |
| ((((), ()))) ((), (), (), (), (), (), () | (/ /) | | Total C. (Ordin | nary shares) | NIL | | |
| | | | (Prefere | 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) (Preference shares) | NIL N/A | |
| (Other class) | N/A N/A | |
| (other class) | 11/11 | |

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

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

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

| | | | 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: LEE WING YIN

 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.