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鈞 濠 集 團 有 限 公 司 *

GRAND FIELD GROUP HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 115)

**FURTHER ANNOUNCEMENT
IN RELATION TO
ISSUE OF REMUNERATION SHARES**

Reference is made to the announcement (the “**Announcement**”) of the Company dated 16 April 2014. Capitalised terms used in this announcement shall have the same meanings as defined in the Announcement unless the context requires otherwise.

Pursuant to an ordinary resolution passed at the annual general meeting of the Company held on 10 June 2013, the Shareholders granted the Directors a general and unconditional mandate (the “**General Mandate**”) to allot, issue and otherwise deal with the 503,362,000 new shares of the Company at HK\$0.02 each, represented 20% of the issued share capital of the Company as at the date of passing of such ordinary resolution. Prior to the date of this announcement, the Company has utilized the power to issue (i) 21,258,278 shares of the Company at HK\$0.02 each for settlement of professional fees on 4 October 2013 (prior to the share consolidation of the Company on the basis of every five (5) existing shares of the Company at HK\$0.02 each into one (1) consolidated share of the Company at HK\$0.10 each (the “**Share Consolidation**”) which has become effective on 9 April 2014); and (ii) the Convertible Bonds with principal amount of HK\$30,055,703 which attached the conversion rights to convert 49,433,722 new Shares to Thrive Season for loan settlement as disclosed in the announcement of the Company dated 8 April 2014.

* *For identification purpose only*

As a result of the Share Consolidation and having taken into account the above-mentioned events, the number of Shares which may be allotted and issued under the General Mandate and as adjusted pursuant to the Share Consolidation effective 9 April 2014 is 46,987,022 new Shares. Accordingly, the issue of the 4,473,118 Remuneration Shares with nominal value of HK\$447,311.80 is not subject to the Shareholders' approval. Upon completion of the Settlement Agreement, the Company can further issue up to 42,513,904 new Shares under the adjusted General Mandate.

By Order of the Board
Grand Field Group Holdings Limited
Ma Xuemian
Chairman

Hong Kong, 17 April, 2014

As at the date of this announcement, the board of Directors comprises four executive Directors, namely Mr. Ma Xuemian, Mr. Kwok Siu Bun, Ms. Chow Kwai Wa, Anne, and Ms. Kwok Siu Wa, Alison and three independent non-executive Directors, namely Mr. Hui Pui Wai, Kimber, Mr. Liu Chaodong and Ms. Chui Wai Hung.