

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31 May 2014

To : Hong Kong Exchanges and Clearing Limited

| Name of Issuer | Grand Field Group Holdings Limited | | | |
|----------------|------------------------------------|--|--|--|
| Date Submitted | 5 June 2014 | | | |

I. Movements in Authorised Share Capital

| 1. Ordinary Shares | | | | |
|-----------------------------------|--|----------------------------------|---|--|
| (1) Stock code : <u>115</u> D | Stock code : <u>115</u> Description : <u>C</u> | | | |
| | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) | |
| Balance at close of preceding mon | h <u>5,000,000,000</u> | HK\$0.10 | HK\$500,000,000.00 | |
| Increase/(decrease) | N/A | | N/A | |
| Balance at close of the month | 5,000,000,000 | HK\$0.10 | HK\$500,000,000.00 | |
| (2) Stock code : <u>N/A</u> D | escription : | otion : N/A | | |
| | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) | |
| Balance at close of preceding mon | h | | | |
| Increase/(decrease) | | | | |
| Balance at close of the month | | | | |

2. Preference Shares

| Stock code : | N/A | Description : | N/A | <u> </u> |
|---------------------|-------------|-----------------------------|----------------------------------|---|
| | | No. of preference shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of | preceding n | nonth | | |
| Increase/(decrease) | | | - | |
| Balance at close of | the month | | | |

3. Other Classes of Shares

| Stock code : | N/A Description : | | tion : | N/A | 4 |
|---------------------|-------------------|-------|--------------------------------|----------------------------------|---|
| | | | No. of other classes of shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of | preceding 1 | month | | | |
| Increase/(decrease) | | | | | |
| Balance at close of | the month | | | | |

Total authorised share capital at the end of the month *(State currency)* :

HK\$500,000,000.00

II. Movements in Issued Share Capital

| | No. of ordinary shares | | No of preference | No. of other classes |
|--|------------------------|-----|------------------|----------------------|
| | (1) | (2) | shares | of shares |
| Balance at close of preceding month | 765,893,601 | N/A | N/A | N/A |
| Increase/ (decrease) during the month | N/A | N/A | N/A | N/A |
| Balance at close of the month | 765,893,601 | N/A | N/A | <u>N/A</u> |

III. Details of Movements in Issued Share Capital

| Share Options (under | Share Option Sc | hemes of the Iss | suer) | | | |
|--|---------------------|------------------|----------------------------|--------------|--|--|
| Particulars of share option scheme including EGM | | | | | No. of new shares of issuer issued during the month pursuant | No. of new shares of issuer which may be 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 | | |
| <u>1.Share option</u> | Granted | Exclused | Cancented | Lapsed | | |
| scheme adopted | | | | | | |
| on 23 June 2006 | | | | | | |
| | 50,336,200 | | | | | |
| | (<i>Remark 1</i>) | - | - | _ | - | 50,336,200 |
| (Note 1) | () | | | | | |
| 2. | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| (Note 1) | | | | | | |
| 3. | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | , | | | |
| (Note 1) | | Ta | tol (Ordin | amu charac) | N/A | |
| | | 10 | otal A. (Ordin (Prefere | nce shares) | N/A N/A | |
| | | | | Other class) | N/A | |
| Total funds raised dur options (State currence | | om exercise of | | N/A | | |
| options (State current | y) | | | 1N/A | | |

| Description of warrants (Date of expiry - dd/mm/yyyy) | Currency of Nominal value at nominal close of value preceding month | Exercised Nominal value during the at close of the month month | | 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) (Preference shares) (Other class) | N/A N/A N/A | |

For Main Board and GEM listed issuers Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed) No. of new shares of No. of new shares of issuer which issuer issued during the may be issued month pursuant thereto Currency of Amount at close Converted Amount at pursuant as at close of the amount of preceding during the close of the thereto month Class and description outstanding month month month Convertible Bonds 1. HK\$ 30,055,703 Nil 30,055,703 Nil 49,433,722 Stock code (if listed) Class of shares issuable (Note 1) Ordinary shares Subscription price HK\$0.608 EGM approval date (if applicable) (dd/mm/yyyy)) / /) N/A 2. Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (/ /) N/A 3. Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (/ /) (dd/mm/yyyy) N/A 4. 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

For Main Board and GEM listed issuers 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 | | |
| | - | |
| | - | |
| | | |
| 2. <u>N/A</u> | | |
| | - | |
| | - | |
| shares (Note 1) | - | |
| | | |
| 3. N/A | | |
| 3. <u>IVA</u> | - | |
| | | |
| | - | |
| shares (Note 1) | | |
| Total D. (Ordinary shares) | N/A | |
| (Preference shares) | N/A | |
| (Other class) | N/A | |
| | | |

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

| | | | | For M | <u>/Iain</u> | Board and GEM 1 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 |
|----|----------------------|--------------------------------|---|-------|--------------|---|--|
| | Type of Issue | | | | | | |
| 5. | Scrip dividend | At price : State currency — | Class of shares issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) | (/ / | | N/A | N/A |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| 6. | Repurchase of shares | | Class of shares repurchased (<i>Note 1</i>) Cancellation date : | (/ / |) | N/A | N/A |
| | , r | | (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | Class of shares redeemed (<i>Note 1</i>) | | | | |
| 7. | Redemption of shares | | Redemption date : (dd/mm/yyyy) | (/ / |) | N/A | N/A |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | Class of shares issuable (Note 1) | | | | |
| 8. | Consideration issue | At price : State | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | N/A | N/A |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | | |

| | | | | For Main | Board and GEM | |
|----------------------|----------------|------------------|--|-----------------------------------|--|---|
| | <u>c</u> I. | | | | 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 | ype of Issue | | | | | |
| | | | Class of shares issuable (Note 1) | e | | |
| 9. Capital | reorganisation | | Issue and allotment date : (dd/mm/yyyy) | (/ /) | N/A | N/A |
| | | | EGM approval date: (dd/mm/yyyy) | (/ /) | | |
| | | | | | | |
| | | | Class of shares issuable (Note 1) | e | | |
| 10. Other (Please | specify) | At price : State | Issue and allotment date : (dd/mm/yyyy) | (/ /) | N/A | N/A |
| | | | EGM approval date: (dd/mm/yyyy) | (/ /) | | |
| | | | _ | | | |
| | | | Total E. | (Ordinary shar Preference shar | | - |
| | | | (| (Other cla | | - |
| l | | | | | | |

| 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):

1. On 2 May 2014, the Company granted 50,336,200 share options (the "Share Options") to individuals (the "Grantees"), subject to acceptance of the Grantees, under the share option scheme adopted by the Company on 23 June 2006. The Share Options shall entitle the Grantees to subscribe for a total of 50,336,200 new shares of HK\$0.10 each in the share capital of the Company at the exercise price of HK\$0.470 per share. For details, please refer to the Company's announcement dated 2 May 2014.

Submitted by: Ms Kwok Siu Wa, Alison

Title: 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.