

For the month ended (dd/mm/yyyy):

Monthly Return of Equity Issuer on Movements in Securities

To: Hong Kong Exchanges and	l Clearing	g Limited		
Name of Issuer Date Submitted	Field Group Holding	gs Limited		
I. Movements in Authorised Sh.	are Capit	al		
1. Ordinary Shares				
(1) Stock code :115	_Descrip	otion:	Grand Fie	ld Group
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding m	onth	5,000,000,000	HK\$0.10	HK\$500,000,000.00
Increase/(decrease)	0		0	
Balance at close of the month		5,000,000,000	HK\$0.10	HK\$500,000,000.00
(2) Stock code : N/A	_Descrip	otion:	N/	A
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding m	onth			
Increase/(decrease)				
Balance at close of the month				

31/01/2017

Par value Authorised someference (State capital ares currency) (State currency)
N/A
Par value Authorised s of other (State capital of shares currency) (State curren

II. Movements in Issued Share Capital

	No. of ordin	ary shares	No of preference	No. of other classes		
	(1)	(2)	shares	of shares		
Balance at close of preceding month	1,032,849,097	N/A	N/A	N/A		
Increase/ (decrease) during the month	103,431,840	N/A	<u>N/A</u>	N/A		
Balance at close of the month	1,136,280,937	N/A	N/A	<u>N/A</u>		

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 as at close of the thereto Movement during the month (dd/mm/yyyy) and month class of shares issuable Granted Exercised Cancelled Lapsed 1. Share option scheme adopted on 23 June 2006 Exercise price: HK\$0.470 per share Date of Grant (02/05/2014) Ordinary shares 42,512,666 (*Note 1*) 2. Share option scheme adopted on 23 June 2006 Exercise price: HK\$0.363 per <u>share</u> Date of Grant (06/05/2016) Ordinary shares 92,689,239 (Note 1) 3. Share option scheme adopted on 21 June 2016 Exercise price: HK\$0.255 per share Date of Grant (16/11/2016)Ordinary shares 96,989,645 (*Note 1*) Total A. (Ordinary shares) 0 (Preference shares) N/A (Other class) N/A Total funds raised during the month from exercise of options (State currency) N/A

Warrants to Issue Shares of the Is	suer which are to be Lister	d				
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of Nominal nominal close value preceding	of du	xercised uring the month	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
1. N/A	-					
	-					
	<u> </u>					
Stock code (if listed) Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy) 2. N/A	(/ /)					
2. N/A	- -					
	<u> </u>					
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 (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
		Total D	(Ordir	nomy ahoroa)	NT/A	
		Total B.		nary shares) ence shares)	N/A N/A	
				Other class)	N/A	-

Convertibles (i.e. Convertib	Currency of amount	Amount at close of preceding	Converted during the	Amount at close of the	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
Class and description	outstanding	month	month	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 (<i>Note 1</i>)						
Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy) 3. N/A	(/ /)	<u></u>				
3. IVA						
	<u> </u>					
Stock code (if listed) Class of shares	<u> </u>					
issuable (Note 1)						
Subscription price EGM approval date						
(if applicable)						
(dd/mm/yyyy) 4. N/A	(/ /)					
4. N/A						
						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)		Total C. (Ordin	nary charac)	N/A	
				ence shares)	N/A 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. <u>N/A</u>		
shares (Note 1)		
2. <u>N/A</u>		
shares (Note 1)		
2 N/A		
3. <u>N/A</u>		
shares (Note 1)		
	27/4	
Total D. (Ordinary shares)	N/A	
(Preference shares) (Other class)	N/A N/A	
(Other class)	1N/ <i>F</i> 1	
	l	

Other Movements in Issued Share Capital No. of new No. of new shares shares of issuer of issuer which may issued during be issued pursuant the month thereto as at close of pursuant thereto the month Type of Issue Class of shares issuable (*Note 1*) (/ /) At price : State currency Issue and allotment 1. Rights issue N/A N/A date: (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) Class of shares issuable (*Note 1*) At price : State Issue and allotment 2. Open offer N/A N/A currency date: (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) Class of shares issuable __Ordinary__ (*Note 1*) HK\$ At price : State HK\$ 0.27 Issue and allotment 3. Placing (19/01/2017) date: (dd/mm/yyyy) 90,468,877 AGM approval date: (Remark 1) N/A(dd/mm/yyyy) (21/06/2016) Class of shares issuable Ordinary At price : State HK\$ 0.27 HK\$ 12,962,963 (*Note 1*) N/APlacing (Remark 2) Issue and allotment (19/01/2017)date: (dd/mm/yyyy) AGM approval date: (21/06/2016) (dd/mm/yyyy)

For Main Board and GEM listed issuers

				1011	viaiii	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						
4.	Bonus issue		Class of shares issuable (Note 1) Issue and allotment date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /		N/A	N/A
5.	Scrip dividend	At price: State currency ———	Class of shares issuable (Note 1) Issue and allotment date: (dd/mm/yyyy)	(/ /		N/A	N/A
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares repurchased (Note 1)				
6.	Repurchase of shares		Cancellation date : (dd/mm/yyyy)	(/ /		N/A	N/A
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares redeemed (Note 1)				
7.	Redemption of shares		Redemption date : (dd/mm/yyyy)	(/ /		N/A	N/A
			EGM approval date: (dd/mm/yyyy)	(/ /)		

For Main Board and GEM listed issuers

N/A

N/A

N/A

(2)

						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 o the month
	Type of Issue						
			Class of shares issuable (Note 1)		_		
8.	Consideration issue	At price : State currency —	Issue and allotment date : (dd/mm/yyyy)	(/ /)	N/A	N/A
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuable (Note 1)				
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)		_		
10.	Other (Please specify)	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)	N/A	N/A
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Total E. (Pi	Ordinary reference (Othe	share	es) N/A	- - -
			during the month (i.e. Total of			(1) 10	3,431,840

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 (/· c		`
Remarks	1 T	anv	٠,٠
1 Ciliai Ko	11	any	,.

- 1. On 12 January 2017, the Company entered into the subscription agreements with two subscribers respectively pursuant to which the Company has conditionally agreed to allot and issue, and each of the two subscribers has conditionally agreed to subscribe for, an aggregate of 90,468,877 subscription shares at the subscription price of HK\$0.27 per subscription share. The subscription shares had been successfully allotted and issued to the subscribers on 19 January 2017. For details, please refer to the announcements dated 13 January 2017 and 19 January 2017 of the Company in relation to the subscription of shares and issue of the remuneration shares under general mandate (the "Announcements").
- 2. On 12 January 2017, the Company entered into the fees settlement agreement with the legal adviser of the Company, Simon Ho & Co., Solicitors ("Legal Adviser"), pursuant to which the Company has agreed with the Legal Adviser to settle the outstanding professional fees of HK\$3,500,000 by the issuance and allotment of 12,962,963 remuneration shares to Mr. Wong Vai Nang at an issue price of approximately HK\$0.27 per remuneration share. The remuneration shares had been successfully allotted and issued to Mr. Wong Vai Nang on 19 January 2017. For details, please refer to the Announcements.

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.