

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

Monthly Return of Equity Issuer on Movements in Securities

To: Hong Kong Exchanges and Cl	earing Limited							
	Grand Field Group Holdings Limited 05/06/2017							
I. Movements in Authorised Share	Capital							
1. Ordinary Shares								
(1) Stock code :D	escription:	Sha	nres					
	No. of ordinary	Par value (State currency)	Authorised share capital (State currency)					
Balance at close of preceding mont	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 D	escription :	N	/A					
	No. of ordinary shares	Par value y (State currency)	Authorised share capital (State currency)					
Balance at close of preceding mont	.h							
Increase/(decrease)								
Balance at close of the month								

31/05/2017

iption:	N/A	A
No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
iption:	N/A	Δ
No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
	iption : No. of other	Par value (State currency) iption: Par value (State currency) Par value (State currency)

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	1,346,280,937	N/A	N/A	N/A		
Increase/ (decrease) during the month	14,583,333	N/A	N/A	N/A		
Balance at close of the month	1,360,864,270	N/A	N/A	N/A		

III. Details of Movements in Issued Share Capital

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 (dd/mm/yyyy) and -		Movement dur	ing the month		thereto	as at close of the month
class of shares issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share option	0141			~~		
scheme adopted on 23 June 2006						
Exercise price: HK\$0.470 per share						
<u>Date of Grant</u> (02/05/2014)						
Ordinary shares (Note 1)	<u>-</u>	<u> </u>		41,254,260	-	0
2. Share option scheme adopted on 23 June 2006 Exercise price: HK\$0.363 per						
Share Date of Grant (06/05/2016) Ordinary shares (Note 1)	<u>-</u>	<u>-</u>	<u> </u>	500,000	<u>-</u>	92,189,239
3. Share option scheme adopted on 21 June 2016 Exercise price: HK\$0.255 per share Date of Grant (16/11/2016) Ordinary shares	<u>-</u>			200,000	<u>-</u>	96,789,645
(Note 1)		Т		inary shares) rence shares) (Other class)	0 N/A N/A	
Total funds raised durin options (State currency)	ng the month f	rom exercise of		N/A	17/11	

Warrants to Issue Shares of the Is	ssuer which are to be Listed					
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of Nominal v 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 (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.	(Ordir	nary shares)	N/A	
		zomi D.		ence shares)	N/A	.
			((Other class)	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 1. Convertible bonds in the principal amount of HK\$137,000,000 and repayment term of 18 months from the date of issue of the convertible bonds (Remark 1) HK\$ 137,000,000 - 137,000,000 -606,194,690 Stock code (if listed) Class of shares issuable (Note 1) **Ordinary Shares** Subscription price HK\$0.226 EGM approval date (if applicable) (dd/mm/yyyy)) (19/04/2017) N/A Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) N/A Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) N/A Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable)

Total C. (Ordinary shares)

(Preference shares)

(Other class)

N/A

N/A N/A

(/ /)

(dd/mm/yyyy)

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

than under Share Option Schemes)	No. of new shares of	No. of new shares of
	issuer issued during	issuer which may be
	the month pursuant	issued pursuant thereto
Full particulars including EGM approval date (dd/mm/yyyy),	thereto	as at close of the month
if applicable, and class of shares issuable:		
1.		
	-	
	-	
	-	
	-	
shares (Note 1)	-	
Shares (Note 1)		
2. N/A		
shares (Note 1)		
		. <u> </u>
2 N/A		
3. <u>N/A</u>	-	
	-	
	-	
shares (Note 1)	1	
Situtes (Note 1)		
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	
(Other class)	N/A	•

Other Movements in Issued Share Capital No. of new No. of new shares shares of issuer of issuer which may be issued pursuant issued during 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) Ordinary Share Class of shares issuable -(*Note 1*) HK\$ Issue and allotment At price : State currency 0.24 (09/05/2017)3. Placing date: (dd/mm/yyyy) N/A 14,583,333(R emark 2) (21/06/2016) AGM approval date: (dd/mm/yyyy) Class of shares issuable (*Note 1*) (/ /) Issue and allotment N/A 4. Bonus issue N/Adate: (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy)

For Main Board and GEM listed issuers

				1011	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	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 (Note 1) Issue and allotment date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ / (/ /		N/A	N/A
6.	Repurchase of shares		Class of shares repurchased (Note 1) Cancellation date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /		N/A	N/A
7.	Redemption of shares		Class of shares redeemed (Note 1) Redemption date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /		N/A	N/A
8.	Consideration issue	At price : State currency	Class of shares issuable (Note 1) Issue and allotment date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /		N/A	N/A

			For N	tain Bo	oard and GEM	listed issuers
					issued during the month	be issued pursuant thereto as at close of
Type of Issue						
		Class of shares issuabl (Note 1)	e			
Capital reorganisation		Issue and allotment date : (dd/mm/yyyy)	(/ /)	N/A	N/A
		EGM approval date: (dd/mm/yyyy)	(/ /)		
		Class of shares issuabl (Note 1)	e			
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.				-
		(- -
	Capital reorganisation Other	Capital reorganisation Other At price . State	Class of shares issuable (Note 1) Capital reorganisation EGM approval date: (dd/mm/yyyy) Other (Please specify) At price: State currency (Note 1) Issue and allotment date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	Type of Issue Class of shares issuable (Note 1) Issue and allotment date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) Class of shares issuable (/ / / dd/mm/yyyy) Class of shares issuable (/ / / dd/mm/yyyy) Class of shares issuable (/ / / dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) Total E. (Ordinary of Preference: (Preference: (Preference	Type of Issue Class of shares issuable (Note 1) Issue and allotment (/ /) date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) Other (Please specify) At price : State currency — Issue and allotment (/ /) Issue and allotment (/ /) Glass of shares issuable (/ /) Issue and allotment (/ /) EGM approval date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) Total E. (Ordinary shares) (Preference shares)	Type of Issue Class of shares issuable (Note 1) Capital reorganisation Class of shares issuable (Note 1) Issue and allotment (// /) EGM approval date: (dd/mm/yyyy) Class of shares issuable (// /) EGM approval date: (dd/mm/yyyy) Class of shares issuable (// /) EGM approval date: (// /) Issue and allotment (// /) State (Note 1) Issue and allotment (// /) Issue and allotment (// /) Issue and allotment (// /) EGM approval date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) EGM approval date: (// /) Total E. (Ordinary shares) 14,583,333 N/A

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	14,583,333			
	(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	anv):

- 1. The Company has issued convertible bonds in an aggregate principal amount of HK\$137,000,000 on 28 April 2017. For details, please refer to the announcements dated 24 February 2017 and 24 March 2017 of the Company and the circular dated 30 March 2017 in relation to major and connected transaction in relation to acquisition of entire share capital of the target company.
- 2. On 27 April 2017, the Company entered into the settlement agreement with the legal adviser of the Company (the "Legal Adviser"), pursuant to which the Company has agreed to settle the outstanding professional fees of HK\$3,500,000 payable by the Company by the issuance and allotment of 14,583,333 remuneration shares to Mr. Wong Vai Nang, the sole proprietor of the Legal Adviser, at a issue price of HK\$0.240 per remuneration share. The issue of remuneration shares was completed on 9 May 2017. For details, please refer to the announcements dated 27 April 2017 and 9 May 2017 of the Company.

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.*