

**Revised Version** 

#### Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/10/2018

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	
Date Submitted	

### Grand Field Group Holdings Limited 05/12/2018

I. Movements in Authorised Share Capital

1. Ordinary Shares				
(1) Stock code : <u>115</u> Descrip	otion :	Sha	res	
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)	
Balance at close of preceding month	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 : <u>N/A</u> Descrip	otion :	N/A		
	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 :	Stock code : <u>N/A</u> Descrip		tion :		A
			preference	Par value (State currency)	Authorised share capital (State currency)
Balance at close of	preceding r	nonth			
Increase/(decrease)					
Balance at close of	the month				

#### 3. Other Classes of Shares

Stock code :	ock code : <u>N/A</u> Description		tion :	N/A	<u> </u>
			No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of	preceding r	nonth			
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 ordir	nary shares	No of preference	No. of other classes
	(1)	(2)	shares	of shares
Balance at close of preceding month	2,449,554,132	N/A	N/A	N/A
Increase/ (decrease) during the month	0	N/A	N/A	N/A
Balance at close of the month	2,449,554,132	N/A	N/A	N/A

# III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

Particulars of share option scheme					No. of new shares of issuer issued during	No. of new shares of issuer which may be
including EGM					the month pursuant	issued pursuant thereto
approval date		Movement duri	ing the month		thereto	as at close of the
(dd/mm/yyyy) and -		Wovement dur	ing the month		-	month
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1.       Share option         scheme adopted         on 23 June 2006         Exercise price:         HK\$0.356 per         share						
Date of Grant (06/05/2016)						
Ordinary shares					-	90,470,753
(Note 1) 2. Share option scheme adopted on 21 June 2016 Exercise price: HK\$0.250 per share Date of Grant (16/11/2016) Ordinary shares (Note 1)	<u> </u>					96,563,782
<u>3.</u> (Note 1)		 T	otal A. (Ordin (Prefere	nary shares) ence shares)	 	
			(	Other class)	N/A	
Total funds raised durin options (State currency		om exercise of		Nil		

Description of warrants (Date of expiry - dd/mm/yyyy) 1. N/A	Currency of Nominal value at nominal close of value preceding month	during the at clos	No. of new shares of issuer issued during the month pursuant hal value thereto se of the onth	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. 1				
( / / )         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 ( <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)	( / / ) Total	(Preference sha		-

				No. of new shares of	No. of new shares
Currency of amount outstanding	Amount at close of preceding month	Converted during the month	Amount at close of the month	issuer issued during the month pursuant thereto	of issuer which may be issued pursuant thereto as at close of the month
_					
<u>a</u> <u>hs</u> <u>e.,</u> — HK\$	112,320,000	_	_	_	_
	112,020,000				
Ordinary Shares HK\$0.222 (19/04/2017)	<u>3</u>				
( / / _ )	·				
( / / )					
	·				
	<u>a</u> <u>hs</u> <u>-</u> Ordinary Shares HK\$0.222 (19/04/2017)				

Full particulars including EGM approval date (dd/mm/yyyy),	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
if applicable, and class of shares issuable:		
1. N/A		
	-	
	-	
	-	
	-	
shares (Note 1)	-	-
2. N/A		
	-	
	-	
shares (Note 1)		
3. <u>N/A</u>	-	
	-	
	-	
shares (Note 1)	-	
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	
(Other class)	N/A	

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

Type of Issue         Class of shares issuable (Note 1)         1. Rights issue       At price : State currency       Issue and allotment date : (dd/mm/yyyy)       (///)       N/A       N/A         2. Open offer       At price : State currency       Class of shares issuable (Note 1)	Other Mover	nents 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
1. Rights issue       At price : $\frac{State}{currency}$ Issue and allotment date : $(dd/mm/yyyy)$ $(/ / / )$ N/A       N/A         2. Open offer       At price : $\frac{State}{currency}$ Class of shares issuable (Note 1)	Type of I	ssue				
1. Rights issue       At price : currency       date : (dd/mm/yyyy)       N/A       N/A         EGM approval date:       (///)       (///)	1 Di la inc	State	issuable (Note 1)	( / / )	<b>N</b> 7/A	N7/A
2. Open offer       At price : State currency       Issue and allotment date : (dd/mm/yyyy)       ( / / )       N/A       N/A         2. Open offer       At price : State currency       Issue and allotment date : (dd/mm/yyyy)       ( / / )       N/A       N/A         3. Placing       At price : State currency       Issue and allotment date : (dd/mm/yyyy)       ( / / )       N/A       N/A         3. Placing       At price : State currency       Issue and allotment date : (dd/mm/yyyy)       ( / / )       N/A       N/A         4. Bonus issue       Class of shares issuable (Note 1)	1. Rights issue	At price : currency	date : (dd/mm/yyyy) EGM approval date:		N/A	N/A
2. Open offer       At price : State currency       Issue and allotment date : (dd/mm/yyyy)       N/A       N/A         2. Open offer       At price : State currency       Issue and allotment date : (dd/mm/yyyy)       N/A       N/A         3. Placing       At price : State currency       Issue and allotment date : (dd/mm/yyyy)       N/A       N/A         3. Placing       At price : State currency       Issue and allotment date : (dd/mm/yyyy)       N/A       N/A         4. Bonus issue       Class of shares issuable (Note 1)       Issue and allotment date : (dd/mm/yyyy)       N/A       N/A         4. Bonus issue       Issue and allotment date : (dd/mm/yyyy)       N/A       N/A       N/A						
2. Open one       At price : currency       date : (dd/mm/yyyy)       N/A       N/A         EGM approval date:       ( / / )       ( / / )						
(dd/mm/yyyy)       (dd/mm/yyyy)         3. Placing       At price : State currency       Issue and allotment date : (dd/mm/yyyy)       ( / / )         3. Placing       At price : State currency       Issue and allotment date : (dd/mm/yyyy)       N/A       N/A         4. Bonus issue       Issue and allotment date : (dd/mm/yyyy)       ( / / )       N/A       N/A         4. Bonus issue       Issue and allotment date : (dd/mm/yyyy)       ( / / )       N/A       N/A         EGM approval date:       ( / / )       N/A       N/A	2. Open offer	At price : State currency		( / / )	N/A	N/A
3. Placing       At price : State currency       Issue and allotment date : (dd/mm/yyyy)       ( / / )       N/A       N/A         4. Bonus issue       Class of shares issuable (Note 1)       Issue and allotment date : (dd/mm/yyyy)       ( / / )       N/A       N/A         4. Bonus issue       Issue and allotment date : (dd/mm/yyyy)       ( / / )       N/A       N/A				(//)		
3. Placing       At price : bill currency       date : (dd/mm/yyyy)       N/A       N/A         EGM approval date:       ( / / )       M/A       N/A         (dd/mm/yyyy)       ( / / )       Image: state						
(dd/mm/yyyy)       ( / / / )         (dd/mm/yyyy)	3. Placing	At price : State	Issue and allotment date : (dd/mm/yyyy)	( / / )	N/A	N/A
4. Bonus issue 4. Bonus issue			EGM approval date: (dd/mm/yyyy)	( / / )		
4. Bonus issue 4. Bonus issue						
4. Bonus issue N/A N/A date : (d/mm/yyyy) EGM approval date: ( / / )						
	4. Bonus issue			( / / )	N/A	N/A
			EGM approval date: (dd/mm/yyyy)	( / / )		

					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					
5.	Scrip dividend	At price : State currency ——	Class of shares issuable ( <i>Note 1</i> ) 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 ( <i>Note</i> <i>1</i> ) Cancellation date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	( / /	N/A	N/A
7.	Redemption of shares		Class of shares redeemed ( <i>Note 1</i> ) 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 ( <i>Note 1</i> ) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	( / /	N/A	N/A

					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> )			
9.	Capital reorganisation		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> )			
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.	(Preference share	s) N/A	
				(Other class	s) N/A	-

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	0
	(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").)		

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#### Remarks (if any):

1. The Company has issued convertible bonds in an aggregate principal amount of HK\$137,000,000 on 28 April 2017. Details were set out in the announcements of the Company dated 24 February 2017 and 24 March 2017 and the circular of the Company dated 30 March 2017 in relation to major and connected transaction in relation to acquisition of entire share capital of the target company. As a result of the open offer, the conversion price of the convertible bonds has been adjusted from HK\$0.226 per conversion share to HK\$0.222 per conversion share. On 14 August 2018, the Company has partially redeemed the convertible bonds for the principal amount of HK\$24,680,000 in accordance with the terms of the convertible bonds. The convertible bonds were expired during the month.

Submitted by: Ms Kwok Siu Wa Alison

 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.