日KEX香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : <u>31/12/2018</u>

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	RISECOMM GROUP HOLDINGS LIMITED
Date Submitted	3 January 2019

I. Movements in Authorised Share Capital

1. Ordinary Shares			
(1) Stock code : <u>1679</u> Descrip	otion: <u>Ordinary</u>	Shares	
	No. of ordinary shares	Par value <i>(HK\$)</i>	Authorised share capital <i>(HK\$)</i>
Balance at close of preceding month	10,000,000,000	0.0001	1,000,000
Increase/(decrease)			<u> </u>
Balance at close of the month	10,000,000,000	0.0001	1,000,000
(2) Stock code : <u>N/A</u> Descrip	otion :		
	No. of ordinary shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			

2. Preference Shares

Stock code :	N/A	_Descript	ion :		
			No. of preference shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at clos	e of precedin	ig month			
Increase/(decre	ase)	_		_	
Balance at clos	e of the mon	th _			

3. Other Classes of Shares

Stock code :	N/A	_Descript	ion :		
			No. of other classes of shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close	e of preceding	g month			
Increase/(decrea	ase)	_			
Balance at close	e of the mont	h _			

Total authorised share capital at the end of the month (*HK*\$) : ______1,000,000

II. Movements in Issued Share Capital

	No. of ordin	ary shares	No of preference	No. of other		
	(1)	(2)	-	classes of shares		
Balance at close of preceding month	811,247,421		<u>-</u>	<u>-</u>		
Increase/ (decrease) during the month						
Balance at close of the month	811,247,421					

III. Details of Movements in Issued Share Capital

Share Options (und	der Share Opti	on Schemes o	f the Issuer)			
Particulars of share option						No. of new shares of issuer which may be
scheme					the month pursuant	issued pursuant
including EGM			41		thereto	thereto as at close of
approval date	IV	lovement durir	ng the month		-	the month
(dd/mm/yyyy) and						
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. PRE-IPO				I		
SHARE OPTION						
SCHEME						
adopted						
(25/08/2016)						
ordinary shares				-	-	12,300,411
(Note 1)						
2. SHARE						
OPTION SCHEME						
adopted						
(16/05/2017)						
ordinary shares	-	-	-	-	-	15,500,000
(Note 1)						
3. N/A						
(/ /)						
shares						
(Note 1)						
,		Tota	A. (Ordina	ry shares)	N/A	
			(Preferenc		N/A	
			•	her class)	N/A	
Total funds raised o		th from exerci		,	N/A	
of options (State cu	irrency)					

Warrants to Issue Shares of the	Issuer which	are to be List	ed			
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal valu at close of preceding 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
<u>1. N/A</u>						
(/ /) 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	(/ /)	_			
Class of shares issuable (Note 1)						
EGM approval date (if applicable)						
(dd/mm/yyyy)	(/ /)				
<u>4.</u> N/A						
(/ /)						
Stock code (if listed)						
Class of shares						
EGM approval date (if applicable)						
	(/ /)				
		Tota	IB. (Ordina	ry shares)	N/A	
				ce shares) ther class)	N/A N/A	
			(0	(10) 01033 <u>/</u>	IN/A	-

Convertibles (i.e. Converti	ble in	to Shares of the	lssue	er which are	e to be Listed)			
Class and description		Currency of amount outstanding		mount at close of receding month	Converted during the month	Amount 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. Issue of Convertible Bon	lds							
Under General Mandate on								
13 August 2018								
		HK\$	15	0,000,000		150,000,000		60,000,000
Stock code (if listed)				_				
Class of shares								
issuable (Note 1)	Ordi			_				
Subscription price	HK\$	2.50 per share		_				
EGM approval date								
(if applicable)								
(dd/mm/yyyy))		N/A		_				
<u>2. N/A</u>								
Stock code (if listed)								
Class of shares				-				
issuable (Note 1)								
Subscription price				-				
EGM approval date				-				
(if applicable)								
(dd/mm/yyyy)		(/ /)						
3. N/A				-				
<u>Stock code (if listed)</u>								
Stock code (if listed) Class of shares				-				
_								
issuable (Note 1)				-				
Subscription price				_				
EGM approval date (if applicable)								
		(//)						
				-				
<u>4. N/A</u>								
<u></u>								
Stock code (if listed)				_				
Class of shares								
issuable (Note 1)				_				
Subscription price				_				
EGM approval date								
(if applicable)								
(dd/mm/yyyy)		(/ /)		_				
				То	otal C. (Ordina	ary shares)	N/A	
						ce shares)		
					(0	ther class)	N/A	

Any Optio	other Agreements or Arrangements to Issue Shares of the Issue ons (other than under Share Option Schemes)	er which are to be Liste	ed, including
		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
if a	l particulars including EGM approval date (dd/mm/yyyy), pplicable, and class of shares issuable:		the month
1.	N/A		
2	N/A		
<u> </u>			
	(/ /)		
	shares (Note 1)		
_			
3.	N/A		
	shares (Note 1)		
	Total D. (Ordinary shares)	N/A	
	(Preference shares)	N/A	
'	(Other class)	N/A	

	Type of Issue						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 of shares				
				issuable (Note 1)				
1.	Rights issue	At price :	State currency	lssue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
							<u> </u>	<u> </u>
				Class of shares issuable (<i>Note 1)</i>				
2.	Open offer	At price :	State currency	lssue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)	NI/A	N/A
							N/A	<u> </u>
				Class of shares issuable (Note 1)				
3.	Placing	At price :	State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)	N1/A	N1/A
							<u> </u>	<u> </u>
				Class of shares issuable (Note 1)				
4.	Bonus issue			Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)	K1/A	. N/A
							N/A	<u> </u>

Other Movements in Issued Share Capital

										ı
				Class of shares issuable (Note 1)	_					
5.	Scrip dividend	At price :	State currency ———	Issue and allotment date : (dd/mm/yyyy)	(/	/)		
				EGM approval date: (dd/mm/yyyy)	(/	/)		
									 <u>N/A</u>	<u>N/A</u>
				Class of shares repurchased (Note 1)						
6.	Repurchase of shares			Cancellation date : (dd/mm/yyyy)	(/	/)		
				EGM approval date: (dd/mm/yyyy)	(/	/)	N/A	N/A
				Class of shares redeemed (<i>Note 1</i>)	_					
7.	Redemption of shares			. ,	(/	/)		
				EGM approval date: (dd/mm/yyyy)	(/	/)	N/A	N/A
										<u> </u>
				Class of shares issuable (<i>Note 1</i>)						
8.	Consideration issue	At price :	State currency ———	Issue and allotment date : (dd/mm/yyyy)	(/	/)		
				EGM approval date: (dd/mm/yyyy)	(/	/)		
									 <u>N/A</u>	<u>N/A</u>
				Class of shares issuable (Note 1)					 	
9.	Capital reorganisation			lssue and allotment date : (dd/mm/yyyy)	(/	/)		
				EGM approval date: (dd/mm/yyyy)	(/	/)		
									 <u>N/A</u>	<u>N/A</u>

			Class of shares issuable <i>(Note 1)</i>		
10. Other	At price:	HK\$	 Issue and allotment (/ /) date : (dd/mm/yyyy)		
			EGM approval date: (/ /) (dd/mm/yyyy)	N/A	N/A
			Total E. (Ordinary shares) (Preference shares) (Other class)	N/A N/A N/A	

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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 Capital").)	Issued Share

Submitted by: LEUNG KA LOK

Title: <u>COMPANY SECRETARY</u> (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.