

Monthly Return of Equity Issuer on Movements in Securities

| For the month ended (dd/mm/yyyy) : | 30/11/2016 |
|------------------------------------|------------|
|------------------------------------|------------|

To : Hong Kong Exchanges and Clearing Limited

| Name of Issuer | TOM Group Limited |
|----------------|-------------------|
| Date Submitted | 01/12/2016 |

I. Movements in Authorised Share Capital

| 1. Ordinary Shares | | | |
|--------------------------------------|------------------------|----------------------------------|---|
| (1) Stock code : <u>2383</u> Descrip | otion : Ordinary | Shares | |
| | No. of ordinary shares | Par value (HK\$) | Authorised share capital (HK\$) |
| Balance at close of preceding month | 5,000,000,000 | 0.10 | 500,000,000 |
| Increase/(decrease) | Nil | | Nil |
| Balance at close of the month | 5,000,000,000 | 0.10 | 500,000,000 |
| (2) Stock code : <u>N/A</u> Descrij | otion : | | |
| | 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 : N | V/A Descr | ription : | | |
|---------------------------|-------------|--------------------------|----------------------------------|---|
| | | No. of preference shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of prece | eding month | | | |
| Increase/(decrease) | | | | |
| Balance at close of the n | nonth | | | |

3. Other Classes of Shares

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

Total authorised share capital at the end of the month (HK\$) : 500,000,000

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 | 3,893,270,558 | N/A | N/A | N/A | | |
| Increase/ (decrease) during the month | Nil | | | | | |
| Balance at close of the month | 3,893,270,558 | | | | | |

III. Details of Movements in Issued Share Capital

| Share Options (under S | Share Option S | Schemes of the Is | ssuer) | | | |
|--------------------------|----------------|-------------------|---------------|--------------|----------------------|--------------------------|
| 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 | | Movement durin | ng the month | | thereto | as at close of the month |
| (dd/mm/yyyy) and - | | | 0 | | • | |
| class of shares | | | | | | |
| issuable | Granted | Exercised | Cancelled | Lapsed | | |
| 1. N/A | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| shares | | | | | | |
| $\frac{1}{(Note 1)}$ | | | | | | |
| (11010-1) | | | | | | |
| 2. | | | | | | |
| <u></u> | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| shares | | | | | | |
| (Note 1) | | | | | | |
| | | | | | | |
| 3. | | | | | | |
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| | | | | | | |
| | | | | | | |
| | | | | | | |
| shares | | | | | | |
| (Note 1) | | | | | | |
| (INDIE I) | | То | tal A. (Ordir | ary charac) | N/A | |
| | | 10 | | | | |
| | | | | ence shares) | N/A | |
| | | | | Other class) | N/A | |
| Total funds raised durin | ng the month | from exercise of | | | | |
| options (HK\$) | | | | N/A | | |
| | | | | | | |

| Description of warrants (Date of expiry - dd/mm/yyyy) | Currency of I nominal value | Nominal valu close of preceding mo | du | tercised ring the nonth | 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 | | | | | | | |
| (/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) | | | | | | | |
| (dd/mm/yyyy) | (/ / |) | | | | | |
| <u>2.</u> | | | | | | | |
| (/ /) Stock code (if listed) Class of shares issuable (Note 1) | | | | | | | |
| Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3. | (/ / |) | | | | | |
| | | | | | | | |
| (/ /) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) | | | | | | | |
| Subscription price EGM approval date (if applicable) (dd/mm/yyyy) | (/ / |) | | | | | |
| 4. | | | | | | | |
| (/ /) Stock code (if listed) Class of shares issuable (Note 1) | | | | | | | |
| Subscription price EGM approval date (if applicable) (dd/mm/yyyy) | (/ / |) | | | | | |
| | | | Total B. | (Prefere | nary shares) ence shares) Other class) | N/A N/A N/A | |

For Main Board and GEM listed issuers

| No. of new shares of shares of issuer shales of issuer of issuer shales of issuer shares of issuer shares of issuer shares of issuer shale issue which is issue of income issuer which is issue of the month of preceding during the close of the month No. of new shares of issuer which is issuer which is the issuer which is issuer which is the issuer which is issuer which is the issuer which is issuer is issuer which is issuere which is issuer which is issuere which is issuere which | Con | vertibles (i.e. Convertible i | nto Shares of the I | ssuer which are to | be Listed) | | | a 100 a c 10 |
|---|----------|-------------------------------|---------------------|--------------------|--------------|--------------|---|---|
| Stock code (if listed) Class of shares issuable (Nore 1) Subscription price EGM approval date (if applicable) (d/mm/yyyy) 2. | | | amount | of preceding | during the | close of the | shares of issuer issued during the month pursuant | shares of issuer which may be issued pursuant thereto as at close of the |
| Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)) (_ / / _) 2. | <u> </u> | IN/A | | | | | | |
| Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)) (_ / / _) 2. | | | | | | | | |
| issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (id/mm/yyyy) (/ /) 3. Stock code (if listed) (Id/mm/yyyy) (/ /) 4. Stock code (if listed) (Id/mm/yyyy) (/ /) 4. Stock code (if listed) (Id/mm/yyyy) (/ /) 4. Stock code (if listed) (Id/mm/yyyy) (/ /) 4. Stock code (if listed) (Id/mm/yyyy) (/ /) 4. Stock code (if listed) (Id/mm/yyyy) (/ /) 4. Stock code (if listed) (Id/mm/yyyy) (/ /) 4. Stock code (if listed) (Id/mm/yyyy) (/ /) 4. Stock code (if listed) (Id/mm/yyyy) (/ /) 4. Stock code (if listed) (Id/mm/yyyy) (/ /) 4. Stock code (if listed) (Id/mm/yyyy) (/ /) 4. Stock code (if listed) (Id/mm/yyyy) (/ /) 5. Stock code (if listed) (Id/mm/yyyy) (/ /) 5. Stock code (if listed) (Id/mm/yyyy) (/ /) 5. Stock code (if listed) (Id/mm/yyyy) (/ /) 5. Stock code (if listed) (Id/mm/yyyy) (/ /) 5. Stock code (if listed) (Id/mm/yyyy) (/ /) 5. Stock code (if listed) (Id/mm/yyyy) (/ /) 5. Stock code (if listed) (Id/mm/yyyy) (/ /) 5. Stock code (if listed) (Id/mm/yyyy) (/ /) 5. Stock code (if listed) (Id/mm/yyyy) (/ /) 5. Stock code (if listed) (Id/mm/yyyy) (/ /) 5. Stock code (if listed) (Id/mm/yyyy) (/ /) 5. Stock code (if listed) (Id/mm/yyyy) (/ /) (Id/mm/yyyy) (/ /) (Id/mm/yyyy) (/ /) (Id/mm/yyyy) (/ /) (Id/mm/yyyy) (Id/mm/yy | | | | | | | | |
| Subscription price EGM approval date (if applicable) (id/mm/yyyy)) 2. | | | | | | | | |
| (if applicable) (d/mm/yyyy)) (/ / /) 2. | | Subscription price | | | | | | |
| (d/mm/yyyy)) (/ /) 2. | | | | | | | | |
| Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3. | | | (/ /) | | | | | |
| Class of shares issuable (Nore 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3. | 2. | | | | | | | |
| Class of shares issuable (Nore 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3. | | | | | | | | |
| Class of shares issuable (Nore 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3. | | | | | | | | |
| issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (d/mm/yyyy) (/ /) 3. Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (d/mm/yyyy) (/ /) 4. Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (d/mm/yyyy) (/ /) Total C. (Ordinary shares) <u>N/A</u> | | | | | | | | |
| Subscription price EGM approval date (if applicable) (/ / /) 3. | | | | | | | | |
| (if applicable) (/ / /) 3. | | Subscription price | | | | | | |
| (dd/mm/yyyy) (/ /) 3. | | | | | | | | |
| Stock code (if listed) | | | (/ /) | | | | | |
| Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 4. | 3. | | | | | | | |
| Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 4. | | | | | | | | |
| Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 4. | | | | | | | | |
| issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (/ /) 4. Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (/ /) Total C. (Ordinary shares) N/A (Preference shares) N/A | | | | | | | · | |
| Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 4. | | | | | | | | |
| (if applicable) (d/mm/yyyy) 4. 4. 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 | | Subscription price | | | | | | |
| (dd/mm/yyyy) (/ / /) 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 | 4. | | | | | | | |
| 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 | | | | | | | | |
| 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 | | | | | | | | |
| issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (/ /) Total C. (Ordinary shares) N/A (Preference shares) N/A | | | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) (/ /) Total C. (Ordinary shares) N/A (Preference shares) N/A | | | | | | | | |
| (if applicable) (dd/mm/yyyy) (/ /) Total C. (Ordinary shares) N/A (Preference shares) N/A | | | | | | | | |
| (dd/mm/yyyy) (/ /) Total C. (Ordinary shares) N/A (Preference shares) N/A | | | | | | | | |
| (Preference shares) N/A | | | (/ /) | | Tet 1 0 (0 " | .1 \ | | |
| | | | | | | | | _ |
| | | | | | | | | - |

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 | | |
| | | |
| | | |
| | | |
| shares (Note 1) | | |
| | | |
| 2 | | |
| | | |
| | - | |
| shares (Note 1) | | |
| | | |
| 3. | | |
| | | |
| | - | |
| | | |
| shares (Note 1) | | |
| Total D. (Ordinary shares) | N/A | |
| (Preference shares) | N/A N/A | |
| (Other class) | N/A N/A | |
| | | |

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

| | Type of Issue | | <u>H</u> | For Main | Boar | rd and GEM liss No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of |
|----|----------------------|---------------------------------|---|----------|------|---|----------------------|
| | | | | | | | |
| | | Skata | 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) | (/ / |) | N/A | N/A |
| | | | Class of shares repurchased (<i>Note 1</i>) | | | | |
| 6. | Repurchase of shares | | Cancellation date : (dd/mm/yyyy) | (/ / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | NT/ A | NT/A |
| | | | | | | N/A | N/A |
| | | | Class of shares redeemed (<i>Note 1</i>) | | | | |
| 7. | Redemption of shares | | Redemption date : (dd/mm/yyyy) | (/ / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | N/A | N/A |
| | | | | | | 11/21 | |
| | | | Class of shares issuable (Note 1) | | | | |
| 8. | Consideration issue | At price : State | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | N/A | N/A |
| | | | | | | * | |

| | | | | For Main Boa | rd and GEM lis | sted issuers |
|-----|---------------------------|------------------|--|--|--|---|
| | 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 |
| 9. | Capital reorganisation | | Class of shares issua (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) | ble | | |
| | - | | EGM approval date: (dd/mm/yyyy) | (/ /) | N/A | N/A |
| 10. | Other (Please specify) | At price : State | Class of shares issua (Note 1) — Issue and allotment date : (dd/mm/yyyy) | ble | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ /) | N/A | N/A |
| | | | Total E. | (Ordinary shar (Preference shar (Other cla | es) N/A | - |

| 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) |): |
|---------|-----|------|----|
|---------|-----|------|----|

| Submit | ted by: <u>Angela Mak</u> | - | |
|--|---------------------------|---|--|
| Title: | 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.