HKE 香港交易所

Monthly Return of Equity Issuer on Mov	ements in Securities	(Revised version)
For the month ended (dd/mm/yyyy) :	30/9/2015	
To : Hong Kong Exchanges and Clearing L	imited	

Name of Issuer	Guru Online (Holdings) Limited
Date Submitted	5 November 2015

I. Movements in Authorised Share Capital

1. Ordinary Shares			
(1) Stock code : <u>8121</u> Descr	iption : Ordinary	shares	
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	10,000,000,000	HK\$0.01	HK\$100,000,000
Increase/(decrease)			<u>-</u>
Balance at close of the month	10,000,000,000	<u>HK\$0.01</u>	HK\$100,000,000
(2) Stock code : <u>N/A</u> Descr	iption : <u>N/A</u>		
	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/A	Descrip	otion :	N/A		
			-	oreference ares	Par value (State currency)	Authorised share capital (State currency)
Balance at close	of preceding	month				
Increase/(decreas	se)					
Balance at close	of the month	l				

3. Other Classes of Shares

Stock code : <u>N/A</u> Descrip	otion : <u>N/A</u>		
	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 (State
currency) :**HK\$100,000,000**

II. Movements in Issued Share Capital

		nary shares	No of preference	No. of other classes
	(1)	(2)	shares	of shares
Balance at close of preceding month	1,667,200,000	N/A	N/A	N/A
Increase/ (decrease) during the month		N/A	N/A	N/A
Balance at close of the month	1,667,200,000	N/A	N/A	N/A

III. Details of Movements in Issued Share Capital

Share Options (under	Share Option	Schemes of the I	ssuer)			
Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and -		Movement durin	g 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
class of shares issuable	Granted	Exercised	Cancelled	Lapsed		
1.Share optionscheme adoptedon 20/5/2015						
Ordinary shares	Nil	Nil	Nil	<u>270,000</u>	Nil	<u>136,987,072</u>
(Note 1)				(Remark 2)		(Remark 1)
<u>2. N/A</u>						
(/ /) shares (Note 1)						
3. N/A						
<u> </u>						
(/ /) shares						
(Note 1)		Tot	al A. (Ordir	nary shares)	Nil	
			(Prefere	ence shares)	N/A	
Total funds raised dur	ing the month	n from exercise of		Other class)	N/A	
options (State currenc				Nil		

1. NA (/ / /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (d/mm/yyy) (/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (d/mm/yyy) (/ /) 3. N/A (/ /) Subscription price EGM approval date (if applicable) (d/mm/yyy) (/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (d/mm/yyyy) (/ /) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (/ /) Subscription price EGM approval date (if applicable) (dd	of new ures of or which be issued rsuant eto as at e of the ionth	share issuer may be pursu thereto close o	of ued he r t	No. of new shares of issuer issue during the month pursuant thereto	Nominal value at close of the month	xercised uring the month	of du	Nominal va close c preceding 1	ninal	Currenc nomir valu	escription of warrants Date of expiry - dd/mm/yyyy)
Stock code (if listed)											I. N/A
(if applicable) (dd/mm/yyyy) (/ / /) 2. N/A					·						Stock code (if listed) Class of shares issuable (<i>Note 1</i>)
2. N/A)	///	((if applicable)
Stock code (if listed)								,		X	
EGM approval date (if applicable) (dd/mm/yyyy) (/ /) 3. N/A					<u> </u>						Stock code (if listed) Class of shares
(/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 4. N/A)		(EGM approval date (if applicable) (dd/mm/yyyy)
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											5. IV/A
EGM approval date (if applicable) (dd/mm/yyyy) 4. N/A											Stock code (if listed) Class of shares
(/ /) Stock code (if listed) Class of shares)		(EGM approval date (if applicable) (dd/mm/yyyy)
Stock code (if listed) Class of shares											
											Stock code (if listed) Class of shares issuable (<i>Note 1</i>)
Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (/ /))	///	(EGM approval date (if applicable)
Total B. (Ordinary shares) N/A (Preference shares) N/A (Other class) N/A				N/A	ence shares)	(Prefere	Total B.				

Convertibles (i.e. Convertible i	nto Sharaa of the I	aguar which are to		For Main Board	and GEM liste	d issuers
Class and description		Amount at close of preceding 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. 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	(/ /)					
Stock code (if listed)						
Class of shares issuable (<i>Note 1</i>)						
Subscription price						
(if applicable)						
(dd/mm/yyyy)	(/ /)					
<u>4. N/A</u>						
Stock code (if listed)						
issuable (Note 1)						
Subscription price EGM approval date (if applicable)						
(dd/mm/yyyy)	(/ /)			1 ``	NT / A	
				nary shares) ence shares) Other class)	N/A N/A N/A	-
			(11/11	_

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)

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

$\begin{array}{c ccccccccccccccccccccccccccccccccccc$		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
1. Rights issue At price : State currency Issue and allotment date : (dd/mm/yyyy) $(///)$ EGM approval date: (dd/mm/yyyy) $(///)$ N/A N/A 2. Open offer At price : State currency Class of shares issuable (Note 1)		Type of Issue		Class of shores issueble				
1. Nights issue At price : currency date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) N/A N/A 2. Open offer At price : State currency Issue and allotment date : (dd/mm/yyyy) (/ /) 2. Open offer At price : State currency Issue and allotment date : (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) (/ /) 4. Bonus issue Class of shares issuable (Note 1) N/A N/A 4. Bonus issue Issue and allotment (dd/mm/yyyy) (/ /) N/A 4. Bonus issue Issue and allotment (dd/mm/yyyy) (/ /) N/A								
(dd/mm/yyyy) N/A N/A 2. Open offer At price : State Class of shares issuable (///)	1.	Rights issue	At price : State		(/ /)		
2. Open offer At price : State currency Class of shares issuable (Note 1)					(/ /)		
2. Open offer At price : $\frac{State}{currency}$ Issue and allotment $(///)$ Issue and allotment $(///)$ $(///)$ EGM approval date: $(///)$ N/A N/A N/A N/A N/A N/A N/A State Class of shares issuable							<u>N/A</u>	<u>N/A</u>
2. Open offer At price : State currency Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) N/A N/A 3. Placing At price : State currency Issue and allotment date : (dd/mm/yyyy) 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 (Note 1) N/A N/A 4. Bonus issue EGM approval date: (dd/mm/yyyy) Issue and allotment date : (dd/mm/yyyy) (/ /) N/A N/A 4. Bonus issue EGM approval date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) EGM approval date: (/ /) Issue and allotment (/ /) Issue and allotment (/ /) Implement date: (/ /) Impl								
EGM approval date: (//) N/A N/A $N/A N/A$ $N/A N/A$ $N/A N/A$ $N/A N/A$ $N/A N/A$ $N/A N/A$ $M/A N/A$ $M/A N/A$ $M/A N/A$ $M/A N/A$ $N/A N/A N/A$ $N/A N/A$ $N/A N/A$ $N/A N/A$ $N/A N/A$ $M/A N/A$	2.	Open offer		Issue and allotment	(/ /)		
3. Placing At price : State currency Class of shares issuable (Note 1)				EGM approval date:	(/ /)		
3. Placing At price : $\frac{State}{currency}$ Issue and allotment $(/ /)$ Bonus issue $\frac{N/A}{M/A}$ $\frac{N/A}{M/A}$ 4. Bonus issue Issue and allotment $(/ /)$ Issue Issue							<u>N/A</u>	<u>N/A</u>
3. Placing At price : State currency Issue and allotment date : (d/mm/yyyy) (/ /) EGM approval date: (d/mm/yyyy) N/A N/A VA N/A N/A 4. Bonus issue Issue and allotment (/ /) Issue and allotment (/ /) EGM approval date: (d/mm/yyyy) EGM approval date: (/ /) EGM approval date: (/ /) Issue and allotment (/ /) EGM approval date: (/ /) EGM approval date: (/ /)								
4. Bonus issue	3.	Placing	At price : State		(/ /)		
4. Bonus issue Class of shares issuable				EGM approval date: (dd/mm/yyyy)	(/ /)		
4. Bonus issue (Note 1) 4. Bonus issue Issue and allotment date: (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)							<u>N/A</u>	<u>N/A</u>
4. Bonus issue								
EGM approval date: (/ /) (dd/mm/yyyy)	4.	Bonus issue		Issue and allotment	(/ /)		
				EGM approval date:	(/ /)		
							<u>N/A</u>	<u>N/A</u>

	Type of Issue		F	For Main	Boar	d and GEM lis No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of
			Class of shares issuable (Note 1)				
5.	Scrip dividend	At price : State currency		(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	<u>N/A</u>	N/A
			Class of shares repurchased (Note 1)				
6.	Repurchase of shares		Cancellation date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	NI/A	NT/A
						<u>N/A</u>	<u>N/A</u>
			Class of shares redeemed (<i>Note 1</i>)				
7.	Redemption of shares		Redemption 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>)				
8.	Consideration issue	At price : State		(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
						N/A	N/A

				For Main Board and GEM listed 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	
			Class of shares issuable (Note 1)				
9.	Capital reorganisation		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)	e			
10.	Other (Please specify)	At price : State	- Issue and allotment date : (dd/mm/yyyy)	(/ /)			
			EGM approval date: (dd/mm/yyyy)	(/ /)	<u>N/A</u>	N/A	
				(Ordinary shares Preference shares (Other class	s) N/A	-	

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

- Details of the grant of share options are set out in the announcement and circular of the Issuer dated 13 July 2015 and 16 September 2015, respectively. Among these share options, the offer for grant of a total of 112,969,472 share options to Mr. Yip Shek Lun, Ms. Wan Wai Ting and Mr. Ng Chi Fung are subject to the approval of shareholders of the Issuer at an extraordinary general meeting of the Company to be held on 6 October 2015.
- 2. Pursuant to the terms of the share option scheme of the Issuer adopted on 20 May 2015, these share options lapsed during the month ended 30 September 2015.

Submitted by: <u>Tsui Siu Hung, Raymond</u>

 Company Secretary (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.