

(Revised version)

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

For the month ended (dd/mm/yyyy): 31/8/2015							
To: Hong Kong Exchanges and Clearing Limited							
Name of Issuer Guru Online (Holdings) Limited							
Date Submitted 5 N	ate Submitted 5 November 2015						
I. Movements in Authorised Share Capital							
1. Ordinary Shares							
(1) Stock code : <u>8121</u> De	escription:	Ordinary	shares				
		f ordinary hares	Par value (State currency)	Authorised share capital (State currency)			
Balance at close of preceding mont	th <u>10,000,0</u>	000,000	HK\$0.01	HK\$100,000,000			
Increase/(decrease)							
Balance at close of the month <u>10,000,000,000</u> <u>HK\$0.01</u> <u>HK\$100,000,000</u>							
(2) Stock code : N/A Description : N/A							
		f ordinary hares	Par value (State currency)	Authorised share capital (State currency)			
Balance at close of preceding mont							
Increase/(decrease)							
Balance at close of the month							

Stock code : N/A Descri	ption: N/A		
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			
3. Other Classes of Shares			
3. Other Classes of Shares  Stock code : N/A Descri	ption : <u>N/A</u>		
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
	No. of other	(State	capital
Stock code : N/A Descri	No. of other	(State	capital

## II. Movements in Issued Share Capital

	No. of ordinary 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	Issuer)			
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		Movement duri	ng the month		thereto	as at close of the month
(dd/mm/yyyy) and class of shares issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share option				•		
scheme adopted						
on 20/5/2015						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	137,257,072
(Note 1)						(Remark 1 and
						Remark 2)
2. N/A						
( / / )						
shares						
(Note 1)						
3. N/A						
( / / )						
shares						
(Note 1)						
		To	otal A. (Ordin	ary shares)	Nil	
			(Prefere	nce shares)	N/A	
			(0	Other class)	N/A	
Total funds raised dur	ing the month	from exercise o	of			
options (State currenc				Nil		

Warrants to Issue Shares of the Issue Shares o	Currency of Nominal value at nominal close of value preceding month	during the	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)  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 (Note 1)					
Subscription price EGM approval date (if applicable)	( / / )	-			
4. N/A	-				
( / / ) Stock code (if listed) Class of shares issuable (Note 1) Subscription price		-			
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )	-			
	Tota	(Prefere	nary shares) ence shares) Other class)	N/A N/A N/A	· ·

Convertibles (i.e. Convertible i		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	- carstanaing		111011411	111011111		
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						
	<del></del>					
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 ( <i>Note 1</i> )						
Subscription price						
EGM approval date		<u> </u>				
(if applicable) (dd/mm/yyyy)	( / / )					
	,			nary shares)		_
				ence shares)	N/A	-
			(1	Other class)	N/A	=

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. <u>N/A</u>	-	
( / / ) shares (Note 1)	-	
Sitates (Note 1)		-
2. <u>N/A</u>		
	-	
	-	
shares (Note 1)		
3. N/A		
	-	
shares (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 of shares of issuer issued issuer which may be during the month issued pursuant pursuant thereto thereto as at close of the month Type of Issue Class of shares issuable (*Note 1*) ( / / ) At price : State currency Issue and allotment 1. Rights issue date: (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) N/A N/A Class of shares issuable \_ (*Note 1*) At price : State currency ( / / ) Issue and allotment 2. Open offer date: (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) N/A N/AClass of shares issuable (*Note 1*) ( / / ) At price : State currency Issue and allotment Placing date: (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) N/A N/A Class of shares issuable \_ (*Note 1*) ( / / ) Issue and allotment Bonus issue date: (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) N/AN/A

For Main Board and GEM listed issuers No. of new No. of new shares of shares of issuer issued issuer which during the may be issued month pursuant pursuant thereto thereto as at close of the month Type of Issue Class of shares issuable (*Note 1*) ( / / At price : State currency -Issue and allotment Scrip dividend date: (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) N/A N/A Class of shares repurchased (Note 1) ( / / Repurchase of Cancellation date: shares (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) N/A N/AClass of shares redeemed (Note 1) ( / / ) 7. Redemption of Redemption date: shares (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) N/A Class of shares issuable (*Note 1*) 8. Consideration issue At price : State currency ( / / ) Issue and allotment date: (dd/mm/yyyy) ( / / ) EGM approval date:

(dd/mm/yyyy)

N/A

N/A

For Main Board and GEM listed issuers No. of new No. of new shares of shares of issuer issued issuer which during the may be issued month pursuant pursuant thereto thereto as at close of the month Type of Issue Class of shares issuable -(*Note 1*) ( / / ) Capital Issue and allotment reorganisation date: (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) N/AN/A Class of shares issuable (*Note 1*) At price : State 10. Other ( / / Issue and allotment (Please specify) currency date: (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) N/A N/ATotal E. (Ordinary shares) N/A (Preference shares) N/A (Other class) N/A Nil 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):

Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):

(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)

N/A

Remarks (if any):

- 1. 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. Details of the grant of share options are set out in the announcement of the Issuer dated 13 July 2015.
- 2. On 13 July 2015, the Issuer offered these share options to eligible participants of its share option scheme adopted on 20 May 2015, 29,230,000 share options were not accepted by these eligible participants.

Submitted by: Tsui Siu Hung, Raymond

Title: 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.