

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :	31/5/2010
To : Hong Kong Exchanges and Clearing Limited	
Name of lanuar	Tianvi Envit Holdings Limited

Name of Issuer	Tianyi Fruit Holdings Limited
Date Submitted	04/06/2010

I. Movements in Authorised Share Capital

1. Ordinary Shares				
(1) Stock code : <u>00756</u> Descri	ption :	Ordinary	Shares	
	No. of ordinary shares	Par value <i>(HKD)</i>	Authorised share capital <i>(HKD)</i>	
Balance at close of preceding month	3,000,000,000	0.01	30,000,000	
Increase/(decrease)	Nil		Nil	
Balance at close of the month	3,000,000,000	0.01	30,000,000	
(2) Stock code : <u>N/A</u> Descri	ption :	otion : N/A		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)	
Balance at close of preceding month	N/A	N/A	N/A	
Increase/(decrease)	N/A		N/A	
Balance at close of the month	N/A	N/A	N/A	

2. Preference Shares

Stock code : <u>Nil</u> Descr	iption :	Nil	
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	Nil	Nil	Nil
Increase/(decrease)	Nil		Nil
Balance at close of the month	Nil	Nil	Nil

3. Other Classes of Shares

Stock code : <u>Nil</u> Descrij	ption :	Nil		
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)	
Balance at close of preceding month	Nil	Nil	Nil	
Increase/(decrease)	Nil		Nil	
Balance at close of the month	Nil	Nil	Nil	

Total authorised share capital at the end of the month *(HKD)* : 30,000,000

II. Movements in Issued Share Capital

	No. of ordin	ary shares	No of preference	No. of other classes		
	(1)	(2)	shares	of shares		
Balance at close of preceding month	1,003,450,000	Nil	Nil	Nil		
Increase/ (decrease) during the month	Nil	Nil	Nil	Nil		
Balance at close of the month	1,003,450,000	Nil	Nil	Nil		

III. Details of Movements in Issued Share Capital

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 -			0		-	
class of shares		Б · 1		т I		
issuable	Granted	Exercised	Cancelled	Lapsed		
1.Ordinary						
Shares						
Exercise price						
HK\$0.75						
	Nil	Nil	Nil	Nil	Nil	7,700,000
(07/06/2008)						
Ordinary shares						
(Note 1)						
2. Ordinary						
Shares						
Exercise price						
HK\$0.90						
111(\$0.70	Nil	Nil	Nil	Nil	Nil	3,000,000
(07/06/2008)	1911	1911	1911	1811	1111	5,000,000
Ordinary shares	<u> </u>			·		
(Note 1)						
3.						
Nil	Nil	Nil	Nil	Nil	Nil	Nil
1111	INII	1411	1411	1411	1111	1111
(Note 1) shares	<u> </u>	·				
(Note I)		Тс	otal A. (Ordin	arv shares)	Nil	
				nce shares)	Nil	
			· ·	Other class)	Nil	
Total funds raised du	ring the month	from exercise o	· · · · · · · · · · · · · · · · · · ·	(110) (1400)		
options (HKD)	ing the month		1	Nil		

Description of warrants (Date of expiry - dd/mm/yyyy) 1. N/A	Currency of Nominal value at nominal close of value preceding month	Exercised during the 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. 1V/7</u>					
(/ /) Stock code (if listed) Class of shares issuable (Note 1)					
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
2					
(/ /) 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 (Note 1)					
Subscription price EGM approval date (if applicable) (dd/mm/yyyy) <u>4</u> .	(/ /)				
Class of shares issuable (Note 1)					
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
	Total	(Preferer	ary shares) nce shares) 0ther class)	Nil Nil Nil	

For Main Board and GEM listed issuers

Convertibles (i.e. Convertible i	nto Shares of the I	ssuer which are to		FOI Maili Doalu		
Class and description	Currency of amount outstanding	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. Convertible Bonds	US\$	NIL	NIL	22,000,000	NIL	77,825,000
(Remarks)						
Stock code (if listed)	N/A					
Class of shares						
issuable (Note 1)	N/A					
Subscription price	HK\$2.20					
EGM approval date (if applicable)						
(dd/mm/yyyy))	N/A					
2.	11/11					
Stock code (if listed)						
Class of shares						
issuable (Note 1) Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)					
3.						
	<u> </u>					
Stock code (if listed) Class of shares						
issuable (Note 1)						
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)	(/ /)					
(, , , , , , , , , , , , , , , , , , ,	<u> </u>		Total C. (Ordin	nary shares)	Nil	
				ence shares)	Nil	-
				Other class)	Nil	-
			,	·		-

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		
2		
3		
(/ /)		
shares (Note 1)		
Total D. (Ordinary shares)	Nil	
(Preference shares)	Nil	
(Other class)	Nil	

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

I. Rights issue At price : State currency Issue and allotment date : (d/imm/yyyy) $(///)$ I. Rights issue At price : State currency Issue and allotment date : (d/imm/yyyy) $(///)$ I. Open offer At price : State currency Issue and allotment (Note 1) $(///)$ I. Open offer At price : State currency Issue and allotment date : (d/imm/yyyy) $(///)$ I. Placing At price : State currency Issue and allotment date : (d/imm/yyyy) $(///)$ I. Placing At price : State currency Issue and allotment date : (d//imm/yyyy) $(///)$ I. Placing At price : State currency Issue and allotment date : (d//imm/yyyy) $(///)$ I. Bonus issue Class of shares issuable (Note 1)		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 (d/mm/yyyy) $(///)$ EGM approval date: (d/mm/yyyy) $(///)$ 2. Open offer At price : State currency Issue and allotment (Note 1) $(///)$ 2. Open offer At price : State currency Issue and allotment date : (dd/mm/yyyy) $(///)$ 3. Placing At price : State currency Class of shares issuable (Note 1)							_		
Class of shares issuable $(///)$ 2. Open offer At price : State currency State : (dd/mm/yyyy) EGM approval date: (///)	1.	Rights issue	At price : State	Issue and allotment	(/	/)		
2. Open offer At price : State currency Issue and allotment date : (dd/mm/yyyy) $(//)$ EGM approval date: (dd/mm/yyyy) $(//)$		C	currency	EGM approval date:	(/	/)		
2. Open offer At price : $\frac{State}{currency}$ Issue and allotment $\frac{(//)}{date : (dd/mm/yyyy)}$ EGM approval date: $\frac{(//)}{(dd/mm/yyyy)}$ EGM approval date: $\frac{(//)}{(dd/mm/yyyy)}$ 3. Placing At price : $\frac{State}{currency}$ Elass of shares issuable $\frac{(//)}{(Mote 1)}$ 3. Placing At price : $\frac{State}{currency}$ Issue and allotment $\frac{(//)}{(Mote 1)}$ EGM approval date: $\frac{(//)}{(Mote 1)}$ EGM approval date: $\frac{(//)}{(Mote 1)}$ 4. Bonus issue Class of shares issuable $\frac{(//)}{(Mote 1)}$ Issue and allotment $\frac{(//)}{(Mote 1)}$ EGM approval date: $\frac{(//)}{(Mote 1)}$ EGM approval date: $\frac{(//)}{(Mote 1)}$ EGM approval date: $\frac{(//)}{(//)}$ EGM approval date: $\frac{(//)}{(//)}$ EGM approval date: $\frac{(//)}{(//)}$									
2. Open onel At price : currency							_		
3. Placing At price : State currency Issue and allotment (///) Generative Generative Generative Generative Generative	2.	Open offer			(/	/)		
3. Placing At price : State currency Issue and allotment date : (d/mm/yyyy) (/ /) EGM approval date: (d/mm/yyyy) EGM approval date: (/ /)					(/	/)		
3. Placing At price : State currency Issue and allotment date : (dd/mm/yyyy) (/ /) Bonus issue EGM approval date: (/ /) EGM approval date: (/ /) 4. Bonus issue Class of shares issuable (/ /) EGM approval date: (/ /) EGM approval date: (/ /) EGM approval date: (/ /) EGM approval date: (/ /)									
EGM approval date: (/ /) (dd/mm/yyyy) 4. Bonus issue 4. Bonus issue (/ /) EGM approval date: (/ /) EGM approval date: (/ /)							-		
Class of shares issuable	3.	Placing	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/	/)		
4. Bonus issue (Note 1) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /)				EGM approval date: (dd/mm/yyyy)	(/	/)		
4. Bonus issue (Note 1) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /)									
4. Bonus issue date : (dd/mm/yyyy) EGM approval date: (/ /)							_		
EGITI upploval date.	4.	Bonus issue			(/	/)		
					(/	/)		

	Type of Issue	F	For	Maii	<u>n Boai</u>	d and GEM lis No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of
5.	Scrip dividend At price : State	Class of shares issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy))		
		EGM approval date: (dd/mm/yyyy)	(, ,)		
		Class of shares repurchased (Note 1)					
6.	Repurchase of shares	Cancellation date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)		
		Class of shares redeemed (Note 1)	_				
7.	Redemption of shares	Redemption date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)		
		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)	(/ /)		

				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 issuat (Note 1)	ole		
9.	Capital reorganisation		Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuab (Note 1)	ole		
10.	Other (Please specify)	At price : State	 Issue and allotment date : (dd/mm/yyyy) 	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Tatal E	(Ondinama ahana	a) NH	
			Total E.	(Ordinary share (Preference share		
				(Other class		

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	Nil			
	(2)	Nil			
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):	Nil				
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):	Nil				
(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)					

Remarks (if any):

On 14 May 2010, the Company (as the issuer) entered into a subscription agreement dated 14 May 2010 with the Sequoia Capital China Growth Fund I, L.P., Sequoia Capital China Growth Partners Fund I, L.P. and Sequoia Capital China GF Principals Fund I, L.P. ("Subscriber")and Mr. Sin Ke (as the warrantor), pursuant to which the Subscribers agreed to subscribe for zero coupon convertible bonds in an aggregate principal amount of US\$22,000,000 (equivalent to approximately HK\$171,215,000).

For detail, please see the announcement of the Company dated 31 May 2010.

Submitted by: _____ Sin Ke

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.