

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

For the month ended (dd/mm/yyyy)	31/10/2010					
To: Hong Kong Exchanges and Clearing	ng Limited					
Name of Issuer	•	Tianyi Fruit Holdings Limited				
Date Submitted	04/11/2010					
I. Movements in Authorised Share Cap	vital					
1. Ordinary Shares						
(1) Stock code : <u>00756</u> Descri	iption :	Ordinary	Shares			
	No. of ordinary shares	Par value (HKD)	Authorised share capital (HKD)			
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 : N/A Descr	iption :	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			

30,000,000

2. Preference Shares	S			F	or Main Board and GE
Stock code :	Nil	Descri	ption :	Nil	
			No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of 1	preceding r	nonth	h Nil Nil N		Nil
Increase/(decrease)			Nil	Nil	
Balance at close of t	the month		Nil	Nil	Nil
3. Other Classes of	Shares				
Stock code :	Nil	Descri	ption:	Nil	
			No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of p	preceding r	nonth	Nil	Nil	Nil
Increase/(decrease)			Nil		Nil
Balance at close of t	the month		Nil	Nil	Nil

Total authorised share capital at the end of the month (HKD):

## II. Movements in Issued Share Capital

	No. of ordina	No. of ordinary shares		No. of other classes
	(1) (2)		shares	of shares
Balance at close of	1 006 450 000	NT'1	NT 1	N'1
preceding month	1,006,450,000	Nil	Nil	Nil
Increase <del>/ (decrease)</del>				
during the month	5,000,000	Nil	Nil	Nil
Balance at close of the				
month	1,011,450,000	Nil	Nil	Nil

## III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

Particulars of share option scheme	orace option	Schemes of the			No. of new shares of issuer issued during	No. of new shares of issuer which may be
	ncluding EGM				the month pursuant thereto	issued pursuant thereto as at close of the month
approval date (dd/mm/yyyy) and		Movement during	ng the month		tnereto	as at close of the month
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1.Ordinary	Granteu	Exercised	Canceneu	Lapseu		
Shares						
Exercise price						
HK\$0.75	2711	2 000 000	271	2711	2 000 000	<b>5 5</b> 00 000
	Nil	2,000,000	Nil	Nil	2,000,000	5,700,000
( 07/06/2008 )						
Ordinary shares						
(Note 1)						
2. Ordinary Shares Exercise price						
HK\$0.90						
<u>ΠΚ</u> Φ0.90	Nil	3,000,000	Nil	Nil	3,000,000	Nil
(07/06/2000)	INII	3,000,000	INII	NII	3,000,000	INII
(07/06/2008)						
Ordinary shares						-
(Note 1)						
3.						
Nil	Nil	Nil	Nil	Nil	Nil	Nil
( / / )						
shares						-
(Note 1)		<b>T</b>	. 1	1 \	<b>7</b> 000 000	
		То	tal A. (Ordin		5,000,000	
				nce shares)	Nil	
				Other class)	Nil	
Total funds raised dur options (HKD)	ring the month	from exercise of		4,200,000		

Warrants to Issue Shares of the Is	suer which are to be List	ed				
Description of warrants (Date of expiry - dd/mm/yyyy)		se of d	xercised uring 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
1. N/A	_					
	-					
						· -
Stock code (if listed) Class of shares issuable (Note 1)						
Subscription price EGM approval date						
(if applicable)						
(dd/mm/yyyy)	( / / )					
2.	-					
	-					
( / / )				-		<u> </u>
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price EGM approval date (if applicable)						
(dd/mm/yyyy)	( / / )					
3.	<del>-</del>					
	-					
( / / )	<del></del>					<del>.</del> .
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price EGM approval date						
(if applicable)						
	( / / )					
4.	-					
	<u>-</u>					
( / / )				-		<u> </u>
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )					
		Total B.		nary shares)	Nil	-
				ence shares) Other class)	Nil Nil	-
			(		1411	-

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed) No. of new No. of new shares of shares of issuer issued issuer which may be issued during the month pursuant pursuant thereto as at Currency of Amount at close Converted Amount at thereto close of the amount of preceding during the close of the month Class and description outstanding month month month 1. Convertible Bonds 22,000,000 NIL US\$ NIL 22,000,000 77,825,000 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 Stock code (if listed) Class of shares issuable (Note 1) Subscription price 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) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) ( / / ) (dd/mm/yyyy) Total C. (Ordinary shares) Nil (Preference shares) Nil Nil (Other class)

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 No. of new shares of of issuer issued issuer which may be during the month issued pursuant thereto pursuant thereto Full particulars including EGM approval date (dd/mm/yyyy), as at close of the month if applicable, and class of shares issuable: shares (Note 1) shares (Note 1) shares (Note 1) Total D. (Ordinary shares) Nil (Preference shares) Nil (Other class) Nil

1	Гуре of Issue					shares of issuer issued during the month pursuant thereto	shares of issuer which may be issued pursuant thereto as at close of the month
	Type of issue		Class of change is suchla				
			Class of shares issuable (Note 1)				
1.	Rights issue	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			Class of shares issuable (Note 1)				
2.	Open offer	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			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)	( / /	)		
			Class of shares issuable (Note 1)				
4.	Bonus issue		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
	Type of issue						
			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)	( / /	)		
			Class of shares repurchased ( <i>Note 1</i> )				
6.	Repurchase of shares		Cancellation date: (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
						_	
			Class of shares redeemed ( <i>Note 1</i> )				
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

Nil

Nil

	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)	)		
			Class of shares issuable(Note 1)			
10.	Other (Please specify)	At price : State currency	— Issue and allotment date : (dd/mm/yyyy)	)		
			EGM approval date: ( / / (dd/mm/yyyy)	)		
			Total E. (Ordinary (Preference (Oth		Nil	
Т	otal increase / <del>(decre</del>	ase) in ordinary shares durin	g the month (i.e. Total of A to E):	(1	5,0	00,000
1				(	))	Nil

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").)

Remarks (if any):
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.