

## Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :	31/05/2014

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	China Tianyi Holdings Limited
Date Submitted	06/06/2014

I. Movements in Authorised Share Capital

1. Ordinary Shares						
(1) Stock code : <u>00756</u> Des	cription :	otion : 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 : <u>N/A</u> Dese	cription :	N/A	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>N/A</u> Descr	iption :	N/A		
	No. of preference 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	

#### 3. Other Classes of Shares

Stock code : <u>N/A</u> Descr	iption :	N/A		
	No. of other classes of 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	

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

### 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	1,336,460,727	Nil	Nil	Nil	
Increase/ (decrease) during the month	Nil	Nil	Nil	Nil	
Balance at close of the month	1,336,460,727	Nil	Nil	Nil	

# III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)
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Share Options (under	Share Option	Schemes of the	issuel)			
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 duri	ng the month		thereto	as at close of the month
(dd/mm/yyyy) and -						
class of shares	Created	Emandiand	Concelled	Langed		
issuable	Granted	Exercised	Cancelled	Lapsed		
1.Ordinary						
Shares						
Exercise price						
HK\$0.75						
(adopted on						
07/06/2008)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	11,400,000
(Note 1)						
2. Ordinary						
Shares						
Exercise price						
HK\$0.90						
(adopted on						
07/06/2008)						
	Nil	Nil	Nil	Nil	Nil	Nil
Ordinary shares	1111	1111	1111	1111	1111	1111
(Note 1)						

For Main Board and GEM listed issuers

Particulars of share option scheme including EGM	<b>^</b>				No. of new shares of issuer issued during the month pursuant	No. of new shares of issuer which may be issued pursuant theret
approval date		Movement dur	ing the month		thereto	as at close of the mont
dd/mm/yyyy) and -		into i cintonti dui	ing the month			
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
3. Ordinary						
Shares						
Exercise price						
HK\$1.15						
(adopted on						
07/06/2008 and						
refreshed on						
05/11/2012)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	Nil
<ol> <li>Ordinary</li> </ol>						
Shares						
Exercise price						
HK\$1.03						
(adopted on						
07/06/2008 and						
refreshed on						
05/11/2012)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	54,000,000
(Note 1)						
		T	otal A. (Ordi	nary shares)	Nil	
			(Prefere	ence shares)	Nil	
			(	Other class)	Nil	
otal funds raised dur	ing the month	from exercise of		,		
ptions (HKD)	0			Nil		

Warrants to Issue Shares of the	Issuer which are	to be Listed	1				
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal va close o preceding n	f di	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
<u>1. N/A</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)	( / /	)					
4	-						
( / / ) Stock code (if listed) Class of shares issuable ( <i>Note 1</i> ) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	( / /	)					<u> </u>
			Total B.	(Prefere	nary shares) ence shares) Other class)	Nil Nil Nil	-

For Main Board and GEM listed issuers

#### For Main Board and GEM listed issuers

Convertibles (i.e. Convertible		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	HK\$	232,800,000	Nil	232,800,000	Nil	123,174,603
Stock code (if listed) Class of shares issuable ( <i>Note 1</i> ) Subscription price EGM approval date	N/A Ordinary share: HK\$1.89	<u></u>				
(if applicable) (dd/mm/yyyy))	N/A					
<u>2.</u>						
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )						
Subscription price EGM approval date						
(if applicable) (dd/mm/yyyy)	( / / )					
<u>3.</u>						
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )						
Subscription price EGM approval date						
(if applicable)						
(dd/mm/yyyy)	( / / )					
Stock and (State 1)						
Stock code (if listed) Class of shares issuable ( <i>Note 1</i> ) Subcontation misso						
Subscription price EGM approval date						
(if applicable) (dd/mm/yyyy)	( / / )					
_			Total C. (Ordi	nary shares) ence shares)	Nil Nil	-
				Other class)	Nil	-

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 issued pursuant thereto
Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:	thereto	as at close of the month
1.		
( / / ) shares (Note 1)		
2.		
3		
shares (Note 1)		
Total D. (Ordinary shares)	Nil	
(Preference shares) (Other class)	Nil Nil	

	Type of Issue	ssued 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
			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)	( / /	)		
			Class of shares issuable ( <i>Note 1</i> )				
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	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			Class of shares issuable ( <i>Note 1</i> )				
4.	Bonus issue		Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		

	Type of Issue	<u>г</u>		<u>II DOA</u>	rd and GEM lis No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of
		Class of shares issuable				
5.	Scrip dividend At price : State currency	( <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 ( <i>Note 1</i> )				
7.	Redemption of shares	Redemption date : (dd/mm/yyyy)	( / /	)		
		EGM approval date: (dd/mm/yyyy)	( / /	)		
		Class of shares issuable				
8.	Consideration issue At price : State	( <i>Note 1</i> ) Issue and allotment date : (dd/mm/yyyy)	( / /	)		
		EGM approval date: (dd/mm/yyyy)	( / /	)		

				For Main	Board	and GEM lis	ted issuers
						No. of new	No. of new
						shares of	shares of
					i	issuer issued	issuer which
						during the	may be
						month	issued
						pursuant	pursuant
						thereto	thereto as at
							close of the
	Trues of Loops						month
	Type of Issue						month
			<b>CI C I I I I</b>				
			Class of shares issuable	e			
			(Note 1)				
	a			(1)	)		
9.	Capital		Issue and allotment	( / /	)		
	reorganisation		date : (dd/mm/yyyy)				
				( / /	)		
			EGM approval date:	$( \prime \prime \prime \prime$	)		
			(dd/mm/yyyy)				
			Class of shares issuable	<b>`</b>			
			(Note 1)				
10.	Other:	At price State	Issue and allotment	( / /	)		
	Subscription of	At price : State		( , ,	,		
	New Shares	currency	date : (dd/mm/yyyy)				
			ECM annoual data	( / /	)		
			EGM approval date:	( , ,	,		
			(dd/mm/yyyy)				
			Total E. (	Ordinary s	shares	) Nil	
				reference s			
			× ×	(Other			•
				(0.101	51400	,	
L							

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").)				

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Submitted by:	Sin Ke	
Title:	Director	
(Directo	tor, 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.*