

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :	28/2/2009

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Tianyi Fruit Holdings Limited	
Date Submitted	4/03/2009	_

I. Movements in Authorised Share Capital

1. Ordinary Shares			
(1) Stock code : <u>00756</u> Descrip	otion : Ordinary	Shares	
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding month	3,000,000,000	0.01	30,000,000
Increase/(decrease)	Nil		
Balance at close of the month	3,000,000,000	0.01	30,000,000
(2) Stock code :Descrip	ption :	-	
	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 :Descr	iption :	_	
	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		<u> </u>	

3. Other Classes of Shares

Stock code :Descri	ption :	-	
	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 (*HK*\$) : **30,000,000**

II. Movements in Issued Share Capital

No. of ordin	nary shares	No of preference	No. of other classes
(1)	(2)	shares	of shares
1,000,000,000	-		-
Nil		<u> </u>	<u> </u>
1,000,000,000			
	(1) 1,000,000,000 Nil		(1) (2) Nil 1,000,000,000 - -

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					-	
class of shares issuable	Granted	Exercised	Cancelled	Lapsed		
1. Ordinary	Grunted	LACICIDEA	Cuncentea	Lupsea		
Shares						
Exercise price	N 7'1	N 711	× 7'1	N 711	2.11	20,000,000
HK\$0.75	Nil	Nil	Nil	Nil	Nil	39,000,000
·						
(07/06/2008)						
Ordinary shares						
(Note 1)						
_						
2.						
(/ /)						
(Note 1)						
(Note 1)						
3.						
3.						
shares						
(Note 1)						
(1.0.0 1)		To	otal A. (Ordin	arv shares)	Nil	
				nce shares)	N/A	
				Other class)	N/A	
Total funds raised du	ring the month	n from exercise o				
options (State currence				Nil		

Description of warrants (Date of expiry - dd/mm/yyyy)	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. 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 (<i>Note 1</i>)					
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 (Note 1) Subscription price					
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
	Tota	(Preferen	ary shares)	Nil N/A	
		(0	ther class)	N/A	

Convertibles (i.e. Convertible :	nto Shares of the I	annon mhich and to		or Main Board and GEM listed issuers			
Convertibles (i.e. Convertible in Convertible in Convertibles 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.	(/ /)						
Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3.							
Stock code (if listed) Class of shares issuable (<i>Note 1</i>) 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)	(/ /)						
				nary shares) ence shares) Other class)	Nil N/A 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)

	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. <u>N/A</u>	-	
shares (Note 1)	-	
2.		
shares (Note 1)		
3		
	-	
shares (Note 1)		
Total D. (Ordinary shares)	Nil	
(Preference shares)	N/A	
(Other class)	N/A	

	her Movements in J	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
			Class of shares issuable				
	D . 1	State	(Note 1) Issue and allotment	(/ /)		
1.	Rights issue	At price : State	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 (<i>Note 1</i>)				
3.	Placing	At price : State	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)	(/ /)		

	Type of Issue		For	Ma	<u>uin B</u>	oar	rd and GEM lis No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of
	J. C.							
5.	Scrip dividend At price : State currence	Class of shares issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/			
		(dd/iiiii/yyyy)						
		Class of shares repurchased (<i>Note 1</i>)	8 —					
6.	Repurchase of shares	Cancellation date : (dd/mm/yyyy)	(/	/)		
		EGM approval date: (dd/mm/yyyy)	(/	/)		
		Class of shares redeemed (Note 1)	<u> </u>					
7.	Redemption of shares	Redemption date : (dd/mm/yyyy)	(/	/)		
		EGM approval date: (dd/mm/yyyy)	(/	/)		
		Class of shares issuable	e _					
8.	Consideration issue At price : State currence	(Note 1) 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 issuable (Note 1)	2		
9.	Capital reorganisation		Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuable (Note 1)	2		
10.	Other (Please specify)	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
				(Ordinary share Preference share (Other clas	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)):
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Submitted by:	_Sin Ke
Title:	Director
(Direct	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.