

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :	28/2/2010			

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Tianyi Fruit Holdings Limited
Date Submitted	2/3/2010

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : 00756 Descrip	ption :	Ordinary	Shares
	No. of ordinary shares	Par value (<i>HKD</i>)	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> Descrip	ption :	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
1			

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> Descr	iption :	otion : 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*) : HK\$30,000,000

II. Movements in Issued Share Capital

	No. of ordina	ry 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

Share Options (under Particulars of share option scheme including EGM					No. of new shares of issuer issued during the month pursuant			
approval date	approval date Movement during				thereto	as at close of the month		
(dd/mm/yyyy) and -			8		-			
class of shares								
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								
Π Κ ֆՍ.90	NT'1	NT'1	NT'1	NT'1	NT'1	2 000 000		
	Nil	Nil	Nil	Nil	Nil	3,000,000		
(07/06/2008)								
Ordinary shares								
(<i>Note</i> 1)								
3.								
Nil	Nil	Nil	Nil	Nil	Nil	Nil		
shares								
(Note 1)								
(Ivole I)		То	tal A. (Ordin	ary shares)	Nil			
		10		nce shares)	Nil			
			· ·	· · · ·	Nil			
				Other class)	IN11			
Total funds raised dur options (HKD)	ring the month	from exercise of	f	Nil				

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal va close c preceding 1	of du	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)							
(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)	(/ /)					
<u>4.</u>							
(/ /)							
Stock code (if listed) Class of shares issuable (<i>Note 1</i>)							
Subscription price							
(if applicable) (dd/mm/yyyy)	(/ /)					
			Total B.	(Ordii	nary shares)	Nil	
				(Prefere	ence shares)	Nil	-
				(Other class)	Nil	

Convertibles (i.e. Convertible i	For Main Board and GEM listed issuers e into Shares of the Issuer which are to be Listed)					
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 Nil 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		
shares (Note 1)		
2		
(/ /) shares (Note 1)		
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)

	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				
		<u> </u>	(Note 1)	(/ /)		
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	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 (Note 1)				
4.	Bonus issue		Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
							·

	Type of Issue		<u>F</u>	For Ma	<u>in Boa</u>	rd and GEM liss No. of new shares of issuer issued during the month pursuant thereto	ted issuers No. of new shares of issuer which may be issued pursuant thereto as at close of the month
5.	Scrip dividend	At price : State currency ———	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 (<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				
	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 issuab (Note 1)	ple		
9.	Capital reorganisation		Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuab (<i>Note 1</i>)	ole		
10.	Other (Please specify)	At price : State currency	 Issue and allotment date : (dd/mm/yyyy) 	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Total E.	(Ordinary share	s) Nil	
				(Preference share (Other clas	s) Nil	

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):

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.