

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

For the month ended (dd/mm/yyyy): 31/10/2012
--

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	China Tianyi Holdings Limited
Date Submitted	05/11/2012

I. Movements in Authorised Share Capital

# 1. Ordinary Shares

(1) Stock code : 00756 Descr	ription :	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> Descr	ription :	N/A	<u> </u>
		Par value	Authorised share
	No. of ordinary shares	(State currency)	capital (State currency)
Balance at close of preceding month		(State	capital
Balance at close of preceding month Increase/(decrease)	shares	(State currency)	capital (State currency)

# 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> De	scription :	Nil	
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	n 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	1,208,672,727	Nil	Nil	Nil
Increase/ (decrease) during the month	Nil	Nil	Nil	Nil
Balance at close of the month	1,208,672,727	Nil	Nil	Nil

III. Details of Movements in Issued Share Capital

Share Options (under	Share Option	Schemes of the	Issuer)			
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 dur	ing the month		thereto	as at close of the month
(dd/mm/yyyy) and -						
class of shares		<b>.</b>	<b>a</b> 11 1	· ·		
issuable	Granted	Exercised	Cancelled	Lapsed		
1.Ordinary						
Shares						
Exercise price						
HK\$0.75						
(07/06/2008)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	14,100,000
(Note 1)						
2. Ordinary						
Shares						
Exercise price						
HK\$0.90						
(07/06/2008)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	Nil
(Note 1)						
3.Nil						
shares	Nil	Nil	Nil	Nil	Nil	Nil
(Note 1)						
(11010-1)			Total A. (Ordi	nary shares)	Nil	
				ence shares)	Nil	
				Other class)	Nil	
Total funds raised dur	ing the month	from exercise				
options ( <i>HKD</i> )	ing the month		/1	Nil		
options (mile)				1111		

are Options (under Share Option Schem of the Issuer) Տե

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of Nominal value a nominal close of value preceding montl	during th		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)	( / / )				
<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)	( / / )	_			
3.					
					<u> </u>
( / / ) Stock code (if listed) Class of shares issuable ( <i>Note 1</i> )		_			
Subscription price EGM approval date (if applicable)		_			
(dd/mm/yyyy)	( / / )	_			
( / / ) Stock code (if listed) Class of shares					
issuable ( <i>Note 1</i> ) Subscription price		_			
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )	_			
	To		dinary shares)	Nil	_
		(Pref	erence shares) (Other class)	Nil Nil	-
				1111	-

For Main Board and GEM listed issuers

shares of shares of shares of shares of ssuer vhick during the may be issuer month pursuant thereto as a 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 the close of the close of the month the close of the close of the mo	Convertibles (i.e. Convertible	into Shares of the I	ssuer which are to	be Listed)			
Stock code (if listed)       N/A         Class of shares       Ordinary shares         Issuble (Note 1)       Ordinary shares         Subscription price       HK\$1.89         EGM approval date       (if applicable)         (id/mn/yyyy)       N/A         2.		amount	of preceding month	during the month	close of the	issuer issued during the month pursuant thereto	issuer which may be issued pursuant thereto as at close of the
Class of shares issuable ( <i>Note 1</i> )       Ordinary shares         Subscription price (if applicable) (dd/mm/yyyy)       N/A         2.	1. Convertible Bonds	HK\$	232,800,000	Nil	232,800,000	Nil	123,174,603
issuable (Note 1) Ordinary shares  Subscription price  HK\$1.89 HK\$1.89 HK\$1.89 HK\$1.89 HK\$1.89 HK\$1.89 HK\$1.89 HK\$1.89  2.							
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)       N/A         2.		Ordinary shares	c				
EGM approval date (if applicable) (dd/mm/yyyy)       N/A         2.			<u> </u>				
(dd/mm/yyyy))       N/A         2.	EGM approval date						
2.							
Stock code (if listed)         Class of shares         issuable (Note 1)         Subscription price         EGM approval date         (if applicable)         (dd/mm/yyyy)         3.		N/A	,				
Class of shares         issuable (Note 1)         Subscription price         EGM approval date         (if applicable)         (dd/mm/yyyy)         3.	2.						
Class of shares         issuable (Note 1)         Subscription price         EGM approval date         (if applicable)         (d/mm/yyyy)         (/ / / )         3.							
Class of shares         issuable (Note 1)         Subscription price         EGM approval date         (if applicable)         (d/mm/yyyy)         (/ / / )         3.							
EGM approval date (if applicable) (dd/mm/yyyy)       ( / / / )         3.	Class of shares issuable (Note 1)						
3.	EGM approval date (if applicable)						
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) ( / / ) Total C. (Ordinary shares) Nil (Preference shares) Nil	5.						
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) ( / / ) Total C. (Ordinary shares) Nil (Preference shares) Nil							
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) ( / / ) Total C. (Ordinary shares) Nil (Preference shares) Nil							
issuable ( <i>Note 1</i> ) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) ( / / ) 4. 							
Subscription price         EGM approval date         (if applicable)         (dd/mm/yyyy)         4.	Class of shares						
EGM approval date (if applicable) (dd/mm/yyyy)       ( / / / )         4.	· · · · · · · · · · · · · · · · · · ·						
(if applicable) (dd/mm/yyyy)       ( / / / )         4.							
(dd/mm/yyyy)       ( / / / )         4.							
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	4.						
Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) ( / / ) Total C. (Ordinary shares) Nil (Preference shares) Nil							
Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) ( / / ) Total C. (Ordinary shares) Nil (Preference shares) Nil							
Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) ( / / ) Total C. (Ordinary shares) Nil (Preference shares) Nil	Stock and (if listed)						
EGM approval date (if applicable) (dd/mm/yyyy) ( / / ) Total C. (Ordinary shares) Nil (Preference shares) Nil	Class of shares issuable (Note 1)						
(if applicable) (dd/mm/yyyy) ( / / ) Total C. (Ordinary shares) Nil (Preference shares) Nil							
Total C. (Ordinary shares)     Nil       (Preference shares)     Nil	(if applicable)	( / / )					
	-			Total C. (Ordi	nary shares)	Nil	_
(Other class) 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		
shares (Note 1)		
2.		
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	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
	1990 of 18840		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 ( <i>Note 1</i> )				
4.	Bonus issue		Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		

	Τ	F	For 2	Mair	<u>n Boar</u>	d and GEM list No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of
	Type of Issue						montn
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)			)		
6.	Repurchase of shares	Class of shares repurchased ( <i>Note 1</i> ) Cancellation date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)			)		
7.	Redemption of shares	Class of shares redeemed ( <i>Note 1</i> ) Redemption date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)			)		
8.	Consideration issue 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)	(		)		

				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 issuabl ( <i>Note 1</i> )	le		
9.	Capital reorganisation		Issue and allotment date : (dd/mm/yyyy)	( / / )		
			EGM approval date: (dd/mm/yyyy)	( / / )		
			Class of shares issuabl ( <i>Note 1</i> )	le		
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	es) Nil	
				Preference share	es) Nil	
				(Other class	ss) Nil	

otal increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):		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
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.