

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :	31/01/2010

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Tonic Industries Holdings Limited
Date Submitted	02/02/2010

I. Movements in Authorised Share Capital

1. Ordinary Shares			
(1) Stock code : <u>978</u>	Description :	Tonic Inc	l Hold
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding mor	nth <u>3,000,000,000</u>	0.10	300,000,000.00
Increase/(decrease)	Nil		Nil
Balance at close of the month	3,000,000,000	0.10	300,000,000.00
(2) Stock code : <u>N/A</u>	Description :	N/A	Δ
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding mor	nth		
Increase/(decrease)			
Balance at close of the month			

2. Preference Shares

Stock code : <u>N/A</u> Descrip		Description :	ption :		A
		No. of pression share		Par value (State currency)	Authorised share capital (State currency)
Balance at close of	preceding 1	nonth			
Increase/(decrease)					
Balance at close of	the month				

3. Other Classes of Shares

Stock code : <u>N/A</u>	Description :	N/A	<u> </u>
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding mor	nth		
Increase/(decrease)		-	
Balance at close of the month			

Total authorised share capital at the end of the month (*HK\$*): 300,000,000.00

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	1,057,889,962	N/A	N/A	N/A
Increase/ (decrease) during the month	N/A	N/A	N/A	N/A
Balance at close of the month	1,057,889,962	N/A	N/A	N/A

III. Details of Movements in Issued Share Capital

Share option	benefices of the				NL C
	Movement duri	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		
Granted	Exercised	Cancelled	Lapsed		close of the month
N/A	N/A	N/A	N/A	N/A	37,905,000
	Т	stal A (Ordin	ary charac)	N/Λ	
	10				
			,		
ing the month	n from exercise o			•	
g une monu		-	N/A		
	Granted N/A	Movement duri Granted Exercised N/A N/A	Movement during the month Granted Exercised Cancelled N/A N/A N/A N/A N/A N/A Movement during the month Image: Cancelled N/A N/A N/A M/A N/A N/A Image: Cancelled Image: Cancelled Image: Cancelled Image: Cancelled	Movement during the month Granted Exercised Cancelled Lapsed N/A N/A N/A N/A N/A N/A N/A N/A Total A. (Ordinary shares) (Preference shares) (Other class) ing the month from exercise of	No. of new shares of issuer issued during the month Movement during the month Granted Exercised Cancelled Lapsed N/A N/A N/A N/A

Share Options (under Share Option Schemes of the Issuer)

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal		f dı	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)	(/ /)					
<u>2.</u>)					
(/ /) Stock code (if listed) Class of shares issuable (Note 1) 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) 4.	(/ /)					
Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price							
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
			Total B.		nary shares)	N/A	
					ence shares) Other class)	N/A N/A	

			For Main Board and GEM listed issuers			
Convertibles (i.e. Convertible in Convertible in Class and description		Amount at close of preceding month	be Listed) 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 and (if listed)						
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)		·	Fotol C (Ordi			
			Fotal C. (Ordin Prefere	ence shares)	N/A N/A	<u>.</u>
				Other class)	N/A N/A	

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

Full particulars including EGM approval date (dd/mm/yyyy),	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
if applicable, and class of shares issuable:1. On 15 January 2010, the Company entered into the Subscription		
Agreement whereby Skill China Limited will subscribe for		
930,943,165 Subscription Shares at the Subscription Price of		
approximately HK\$0.0859 per Subscription Share. Further, upon		
completion of the Subscription Agreement, the Company will allot		
21,157,799 Remuneration Shares to Somerley Limited for		
settlement of part of the professional fees as financial adviser to the		
Company.		
(For more details, please refer to the Announcement dated 27		
January 2010) (/ /)		052 100 064
Ordinary shares (Note 1)	N/A	952,100,964
2.		
Z		
shares (Note 1)		
3.		
shares (Note 1)		
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	
(Other class)	N/A	

Other Movements in Issued Share Capital

		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
	Type of Issue						monui
			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)	(/ /)	N/A	N/A
			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)	(/ /)	N7/4	NT (A
						N/A	N/A
			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)	(/ /)		
						<u>N/A</u>	<u>N/A</u>
			Class of shares issuable (<i>Note 1</i>)				
4.	Bonus issue		Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	NT / A	NT / A
						<u>N/A</u>	N/A

		For M	Iain Bo	ard an	d GEM listed is No. of new shares of	No. of new shares of
	Type of Issue				issuer issued during the month pursuant thereto	issuer which may be issued pursuant thereto as at close of the month
		Class of shares issuable (Note 1)				
5.	Scrip dividend At price : State currency —	Issue and allotment date : (dd/mm/yyyy)	(/ /	')		
		EGM approval date:	(/ /	ʻ)		
		(dd/mm/yyyy)			N/A	N/A
		Class of shares repurchased (<i>Note 1</i>)				
6.	Repurchase of shares	Cancellation date : (dd/mm/yyyy)	(/ /	')		
		EGM approval date: (dd/mm/yyyy)	(/ /	()	N/A	N/A
		Class of shares redeemed (<i>Note 1</i>)				
7.	Redemption of shares	Redemption date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /	')		
					<u>N/A</u>	N/A
		Class of shares issuable (Note 1)				
8.	Consideration issue At price : State currency —	Issue and allotment date : (dd/mm/yyyy)	(/ /	ʻ)		
		EGM approval date: (dd/mm/yyyy)	(/ /	')		
					N/A	N/A

Type of Issue		and GEM listed i 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>)		
9. Capital reorganisation	Issue and allotment (/ / date : (dd/mm/yyyy))	
	EGM approval date: (/ / (dd/mm/yyyy))	
		<u>N/A</u>	<u>N/A</u>
	Class of shares issuable(<i>Note 1</i>)		
10. Other (Please specify) At price : State currency	- Issue and allotment (/ / date : (dd/mm/yyyy))	
	EGM approval date: (/ / (dd/mm/yyyy)) <u>N/A</u>	N/A
	Total E. (Ordinary s (Preference s (Other	hares) N/A	-

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	N/A	
	(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):

Submitted by: Li Fung Ching, Catherine
Company 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.*