

Monthly Return of Equity Issuer on Movements in Securities

| For the month ended (dd/mm/yyyy) : | 31/10/2010 |
|------------------------------------|------------|
| | |

To : Hong Kong Exchanges and Clearing Limited

| Name of Issuer | Tonic Industries Holdings Limited | | |
|----------------|-----------------------------------|--|--|
| Date Submitted | 03/11/2010 | | |

I. Movements in Authorised Share Capital

| 1. Ordinary Shares | | | | |
|-------------------------------------|------------------------|----------------------------------|---|--|
| (1) Stock code : <u>978</u> Descr | ription : | Tonic Ind Hold | | |
| | No. of ordinary shares | Par value (HK\$) | Authorised share capital (HK\$) | |
| Balance at close of preceding month | 3,000,000,000 | 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> Descr | iption : | N/A | | |
| | 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 : <u>N/A</u> Descri | | 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 : | N/A | _Description : | N/A | A |
|---------------------|-------------|--------------------------------|----------------------------------|---|
| | | No. of other classes of shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of | preceding 1 | nonth | | |
| 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 | nary 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 Options (under | Share Option | Schemes of the | issuer) | | | |
|--|---------------|------------------|----------------|---------------------------------------|---|---|
| Particulars of share option scheme including AGM approval date (dd/mm/yyyy) and class of shares issuable | Created | Movement duri | | Langed | 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 |
| | Granted | Exercised | Cancelled | Lapsed | | |
| <u>1. N/A</u> | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| (Note 1) shares | | | | | | |
| | | | | | | |
| 2. | | | | | | |
| | | | | | | |
| | | | | | | |
| (/ /) shares | | | | | | |
| (Note 1) | | | | | | |
| 3. | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| shares | | | | | | |
| (Note 1) | | T | | · · · · · · · · · · · · · · · · · · · | NT / A | |
| | | 10 | otal A. (Ordin | | <u>N/A</u> N/A | |
| | | | • | nce shares) Other class) | N/A N/A | |
| Total funds raised dur | ing the month | from overeige | | Juici (1858) | 11/71 | |
| Total funds raised dur options (HK\$) | ing the month | i nom exercise (| <u> </u> | 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), 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. On 15 January 2010 and 24 June 2010, the Company entered into | | |
| the Subscription Agreement and Supplemental Subscription | | |
| Agreement respectively whereby Skill China Limited will | | |
| subscribe for 909,785,366 Subscription Shares at the Subscription Price of approximately HK\$0.0879 per Subscription Share. | | |
| Further, upon completion of the Subscription Agreement, the | | |
| Company will allot up to 26,447,249 Remuneration Shares to | | |
| Deloitte & Touche Corporate Finance Limited and 26,447,249 | | |
| Remuneration Shares to Somerley Limited for settlement of the | | |
| professional fees as financial advisers to the Company. | | |
| (For more details, please refer to the Announcement dated 27 | | |
| January 2010, 17 February 2010, 24 June 2010, 26 July 2010 and | | |
| 11 August 2010 and the Circular dated 28 June 2010) (26/07/2010) | | |
| Ordinary shares (Note 1) | N/A | 962,679,864 |
| | | |
| 2 | | |
| | | |
| | | |
| shares (Note 1) | | |
| | | |
| 3. | | |
| | | |
| | | |
| | | |
| shares (Note 1) | | |
| | NT / A | |
| Total D. (Ordinary shares) | N/A N/A | |
| (Preference shares) | N/A N/A | |
| (Other class) | IN/A | |
| | l | |

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 | <u>N/A</u> |
| | | | 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 Is | sued Sha | re 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.*