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## TONIC INDUSTRIES HOLDINGS LIMITED

東力實業控股有限公司\*

(Incorporated in the Cayman Islands with limited liability) Website: http://www.tonic.com.hk

(Stock Code: 978)

### SUPPLEMENTAL ANNOUNCEMENT

Reference is made to the circular of Tonic Industries Holdings Limited (the "Company") dated 26 July 2011 (the "Circular") in relation to, among other matters, the proposed adoption of a new share option scheme (the "2011 Share Option Scheme"). The board (the "Board") of directors of the Company (the "Directors") has proposed that the 2011 Share Option Scheme be adopted at the annual general meeting to be held on 27 September 2011 (the "Annual General Meeting"). None of the shareholders of the Company (the "Shareholders") is required to abstain from voting on the resolution to be proposed at the Annual General Meeting in respect of the approval of the 2011 Share Option Scheme. Subject to the adoption of the 2011 Share Option Scheme and assuming that the number of shares of the Company ("Shares") in issue remains at 1,068,468,860 Shares as at the date of Annual General Meeting, the total number of Shares which may be issued upon exercise of all options to be granted under the 2011 Share Option Scheme and any other schemes of the Company must not in aggregate exceed 106,846,886 Shares, representing 10% of the issued share capital of the Company as at the date of Annual General Meeting. Details of the 2011 Share Option Scheme are set out in the Circular.

#### VALUE OF THE OPTIONS

The Directors consider that it is not appropriate to state the value of the options that may be granted pursuant to the 2011 Share Option Scheme as if they had been granted as at the latest practicable date of the Circular or this announcement as a number of variables which are crucial for assessing the value of the options have not been determined at this stage. Such variables include the subscription price, the option period and all other relevant variables. The Directors believe that any statement regarding the value of the options as at the latest practicable date of the Circular or this announcement will not be meaningful to the Shareholders and to a certain extent would be misleading to the Shareholders.

#### SCHEME ADMINISTRATION

The Company is not required and the Board does not intend to appoint any trustee for the purpose of administering the 2011 Share Option Scheme. The 2011 Share Option Scheme will be administered by the Board. None of the Directors is or will be a trustee of the 2011 Share Option Scheme or has a direct or indirect interest in any such trustee.

\* For identification purposes only

# **RESPONSIBILITY STATEMENT IN RESPECT OF THE CIRCULAR AND THIS ANNOUNCEMENT**

The Circular and this announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company and its subsidiaries. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in the Circular and this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make (i) any statement herein or in the Circular or (ii) the Circular and this announcement, misleading.

By order of the Board Tonic Industries Holdings Limited Dr. So Shu Fai Chairman

Hong Kong, 3 August 2011

As at the date of this announcement, the Board comprises Dr. So Shu Fai, Mr. Mak Bing Kau, Mr. Ng Wai Hung and Mr. Lau Cheuk Lun as executive Directors and Mr. Pang Hon Chung, Mr. Cheng Tsang Wai and Dr. Chung Hing Wah, Paul as independent non-executive Directors.