

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : ____30 November 2008

To : Hong Kong Exchanges and Clearing Limited

Mingyuan Medicare Development Company Limited

Name of Issuer Date Submitted

6 Feb 2009

I. Movements in Authorised Share Capital

1. Ordinary Shares			
(1) Stock code : <u>0233</u> Descrip	otion : Mingyu	an Medicare D	evelopment Co Ltd.
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding month	4,000,000,000	0.05	200,000,000
Increase/(decrease)	Nil		Nil
Balance at close of the month	4,000,000,000	0.05	200,000,000
(2) Stock code : <u>N/A</u> Descrip	ption : <u>N/A</u>		
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			

2. Preference Shares

Stock code :	<u>N/A</u>	Descrip	ption : <u>N/A</u>		
			No. of preference shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close	of preceding	g month			
Increase/(decrea	se)				
Balance at close	of the mont	h			

3. Other Classes of Shares

Stock code : <u>N/A</u> D	escription :		
	No. of other classes of shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding mont	h		
Increase/(decrease)			
Balance at close of the month			

Total authorised share capital at the end of the month (HK\$): 200,000,000

II. Movements in Issued Share Capital

	No. of ordi	nary shares	No of preference	No. of other classes
	(1)	(2)	shares	of shares
Balance at close of preceding month	2,929,366,511	N/A	N/A	N/A
Increase/ (decrease) during the month	Nil	N/A	N/A	N/A
Balance at close of the month	2,929,366,511	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					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 duri	ng the month		thereto	as at close of the month
(dd/mm/yyyy) and -			8		-	
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1.Share Option						
Exercise Price:						
HK\$0.728						
(31 /5 /2004)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	87,800,000
(Note 1)	1111				1111	07,000,000
(10010-1)						
2.Share Option						
Exercise Price:						
HK\$0.78						
(31 /5 /2004)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	21,820,000
(Note 1)						
3.						
shares						
(Note 1)		-				
		Те	otal A. (Ordin	•		
				nce shares)		
			(0	Other class)	N/A	
Total funds raised dur	ring the month	from exercise of	of			
options (HK\$)			N/A			

Description of warrants (Date of expiry - dd/mm/yyyy) 1. N/A	Currency of Nominal value at nominal close of value preceding month	Exercised during 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
1. IV/A					
(/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable)					
(dd/mm/yyyy) 2. N/A	(/ /)				
(/ /) Stock code (if listed) Class of shares issuable (Note 1)					
Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3. N/A	(/ /)				
5.10/11					
(/ /) Stock code (if listed) Class of shares issuable (Note 1)					
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
<u>4. N/A</u>					
(/ /) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price					
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
(cc, iiii) yyyy)	Total	B. (Ordin	ary shares)	N/A	
		(Preferen	nce shares)	N/A	
		(0	Other class)	N/A	

Convertibles (i.e. Convertib	le into	Shares of t	the Is	ssuer v	which are t	o be Listed)			
Class and description		Currency amoun outstandi	t	of p	unt at close preceding nonth	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. Convertibles Bonds									
Stock code (if listed)	0233	HK\$		35,	000,000	NIL	35,000,000	N/A	47,297,297 (Remarks)
Class of shares									
issuable (Note 1)	(Ordinary Sl	hares	5					
Subscription price		HK\$0.7	'4						
EGM approval date (if applicable) (dd/mm/yyyy)) 2. N/A		(/ /)						
Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price									
EGM approval date (if applicable) (dd/mm/yyyy) 3. N/A		(/ /)						
Stock code (if listed) Class of shares									
issuable (Note 1)									
Subscription price									
EGM approval date (if applicable) (dd/mm/yyyy) 4. N/A		(/ /)						
Stock code (if listed)									
Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date									
(if applicable) (dd/mm/yyyy)		(/ /)			Total C. (Ord	linary shares)	N/A N/A	-
							(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)

	No. of new shares of issuer issued during the month pursuant	No. of new shares of issuer which may be issued pursuant thereto
Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:	thereto	as at close of the month
1		
(/ /) shares (Note 1)		
2		
(/ /) 		
3		
shares (Note 1)		
Total D. (Ordinary shares) (Preference shares)	N/A N/A	
(Other class)	N/A N/A	

	<u>er Movements in I</u>					No. of new shares of issuer issued during the month pursuant thereto	may be issued pursuant thereto as at close of the
	Type of Issue						month
			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				
2.	Open offer	At price : State	(<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	NT/ A	
						N/A	N/A
			Class of shares issuable (Note 1)				
3.	Placing	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>)				
4.	Bonus issue		Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
						N/A	N/A

S. Scrip dividend At price : State currency Class of shares issuable (Note 1)		Type of Issue	H	For Mair	1 Boar	rd and GEM liss No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of
S. Scrip dividend At price : State currency Issue and allotment date : (dd/mm/yyyy) $(///)$ EGM approval date: $(///)$ N/A N/A 6. Repurchase of shares Class of shares repurchased (Note 1)							
5. Scrip dividend At price : currency date : (dd/mm/yyyy) EGM approval date: $(/ /)$ (dd/mm/yyyy) N/A N/A 6. Repurchase of shares Class of shares							
EGM approval date: $(//)$ GM approval date: $(//)$ N/A N/A Class of shares Class Class of Shares Class Class of Shares N/A N/A N/A State Clas	5.	Scrip dividend		(/ /)		
6. Repurchase of shares Class of shares repurchased (Note I) 6. Repurchase of shares Cancellation date : $(//)$ (d/mm/yyyy) EGM approval date: $(//)$ (d/mm/yyyy) N/A N/A N/A 7. Redemption of shares Class of shares redeemed (Note I) 7. Redemption of shares Class of shares (//) (d/mm/yyyy) EGM approval date : (//) (d/mn/yyyy) K/A 8. Consideration issue At price : State currency Issue and allotment (//) Issue and allotment (///) C//) EGM approval date: (///) Issue and allotment (///)			EGM approval date:	(/ /)	NT/A	NT/A
6. Repurchase of shares repurchased (Note 1) 6. Repurchase of shares Cancellation date : $(///)$ (d/mm/yyyy) EGM approval date: $(///)$ (d/mm/yyyy) N/A N/A N/A Seconsideration issue At price : State currency Issue and allotment (d/mn/yyyy) EGM approval date: (/ /) EGM approval date: (/						N/A	N/A
shares (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) N/A Redemption of shares Class of shares — redeemed (Note 1) Redemption date : (/ /) (dd/mm/yyyy) Kate = (/ /) Redemption date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) N/A N/A N/A State Issue and allotment (Note 1) Issue and allotment EGM approval date: (/ /) EGM approval date: (/ /) EGM approval date: (/ /)							
Image: Consideration issue At price : State currency N/A N/A N/A Image: Class of shares consideration issue At price : State currency Class of shares issuable consideration issue At price : N/A N/A N/A Image: Note of shares consideration issue At price : State currency Issue and allotment (// /) N/A N/A Image: Note of shares issuable consideration issue At price : State currency Issue and allotment (//) Image: Note of consideration issue (// /) Image: Note of consideration issue At price : State currency issue and allotment (//) Image: (//) Image: (//) Image: (//) Image: Note of consideration issue At price : State currency issue and allotment (//) Image: (//) Image: (//) Image: Note of consideration issue At price : Image: (//) Image: (//) Image: (//) Image: Note of consideration issue At price : Image: (//) Image: (//) Image: (//) Image: Note of consideration issue At price : Image: Note of consideration issue At price is (//) Image: (//) Image: (//) Image: Note of consideration issue At price is (//) Image: (//) Image: (//) Image: (//) Image: (//) Image: Note of consideration issue At price	6.			(/ /)		
7. Redemption of shares Class of shares redeemed (Note 1) 7. Redemption of shares Redemption date : $(//)$ (dd/mm/yyyy) EGM approval date: $(//)$ (dd/mm/yyyy) N/A N/A N/A 8. Consideration issue At price : State currency Issue and allotment $(//)$ Issue and allotment date : $(d/mm/yyyy)$ EGM approval date: $(//)$ (dd/mm/yyyy)			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
7. Redemption of shares Redemption date : $(///)$ 7. Redemption of shares Redemption date : $(//)$ (dd/mm/yyyy) EGM approval date: $(//)$ (dd/mm/yyyy) N/A N/A N/A 8. Consideration issue At price : State currency Issue and allotment (//) Issue and allotment (///) EGM approval date: (///) EGM approval date: (///) EGM approval date: (///)							
shares I (dd/mm/yyyy) EGM approval date: $(///)$ (dd/mm/yyyy) N/A N/A N/A N/A 8. Consideration issue At price : State currency — Issue and allotment $(//)$ EGM approval date: $(//)$ EGM approval date: $(//)$ EGM approval date: $(//)$							
8. Consideration issue At price : State currency — $Iissue and allotment (//) (dd/mm/yyyy)$ EGM approval date: (//) (dd/mm/yyyy)	7.		Redemption date : (dd/mm/yyyy)	(/ /)		
8. Consideration issue At price : State currency Class of shares issuable Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /) (/ /)				(/ /)	NI/A	NI/A
8. Consideration issue At price : State Issue and allotment (/ /) date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)						<u>N/A</u>	
8. Consideration issue At price : currency date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)							
(dd/mm/yyyy)	8.	Consideration issue		(/ /)		
<u> N/A N/A </u>			EGM approval date: (dd/mm/yyyy)	(/ /)		
						N/A	N/A

	For Main Bo	oard and GEM listed issuers
Type of Issue		No. of new shares ofNo. of new shares ofissuer issued during the monthissuer which issued pursuant theretopursuant theretopursuant thereto as at close of the month
9. Capital reorganisation	Class of shares issuable (<i>Note 1</i>) Issue and allotment (/ / date : (dd/mm/yyyy) EGM approval date: (/ /	
	(dd/mm/yyyy)	N/A N/A
10. Other (Please specify) 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) Total E. (Ordinary sha (Preference sha (Other cl	$\frac{N/A}{N/A}$ $\frac{N/A}{N/A}$ $\frac{N/A}{N/A}$

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):

The total upper limit of the number of shares available for conversion is 270,267,618 ordinary shares. As at 30 November 2008 the convertible notes with amount of HK\$165,000,000 have been converted into222,970,321 ordinary shares of the Company. The remaining 47,297,297 new ordinary shares of the Company (approximately HK\$35,000,000) which may be issued.

Submitted by: Kenny Poon

Title: Company Secretary

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.