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

Name of Issuer   Mingyuan Medicare Development Company Limited

Date Submitted   6 Feb 2009

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code :   0233   Description :   Mingyuan Medicare Development 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 :   **N/A**   Description :   N/A

	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

	No. of preference shares	Par value *(HK$)*	Authorised share capital *(HK$)*
Stock code : **N/A** Description : N/A			
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			

3. Other Classes of Shares

	No. of other classes of shares	Par value *(HK$)*	Authorised share capital *(HK$)*
Stock code : **N/A** Description :			
Balance at close of preceding month			
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 ordinary shares		No of preference shares	No. of other classes of shares
	(1)	(2)		
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 option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable	Movement during 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
	Granted	Exercised	Cancelled	Lapsed		
1.Share Option Exercise Price: HK$0.728 (31 /5 /2004) Ordinary shares *(Note 1)*	Nil	Nil	Nil	Nil	Nil	87,800,000
2.Share Option Exercise Price: HK$0.78 (31 /5 /2004) Ordinary shares *(Note 1)*	Nil	Nil	Nil	Nil	Nil	21,820,000
3. (/ /) shares *(Note 1)*						
Total A. (Ordinary shares)					N/A	
(Preference shares)					N/A	
(Other class)					N/A	
Total funds raised during the month from exercise of options (HK$)					N/A	

Warrants to Issue Shares of the Issuer which are to be Listed

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of 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. N/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						
(/ /) 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 *(Note 1)* Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (/ /)						

Total B.   (Ordinary shares)   N/A
              (Preference shares)   N/A
                   (Other class)   N/A

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

Class and description		Currency of amount outstanding	Amount at close of preceding month	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							
		HK$	35,000,000	NIL	35,000,000	N/A	47,297,297
Stock code (if listed)	0233						(Remarks)
Class of shares issuable *(Note 1)*	Ordinary Shares						
Subscription price	HK$0.74						
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							
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 *(Note 1)*							
Subscription price							
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)						

Total C. (Ordinary shares)	N/A
(Preference shares)	N/A
(Other class)	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. _____ _____ _____ _____ (/ /) _____ shares *(Note 1)*		
2. _____ _____ _____ _____ (/ /) _____ 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

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
1. Rights issue	At price :	State currency ———	Class of shares issuable ——— *(Note 1)* Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	N/A	N/A
2. Open offer	At price :	State currency ———	Class of shares issuable ——— *(Note 1)* Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	N/A	N/A
3. Placing	At price :	State currency ———	Class of shares issuable ——— *(Note 1)* Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	N/A	N/A
4. Bonus issue			Class of shares issuable ——— *(Note 1)* Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	N/A	N/A

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
5. Scrip dividend At price : State currency ————	Class of shares issuable ———— *(Note 1)* Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	N/A	N/A
6. Repurchase of shares	Class of shares repurchased *(Note 1)* ———— Cancellation date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	N/A	N/A
7. Redemption of shares	Class of shares redeemed *(Note 1)* ———— Redemption date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	N/A	N/A
8. Consideration issue At price : State currency ————	Class of shares issuable ———— *(Note 1)* Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	N/A	N/A

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
9. Capital reorganisation	Class of shares issuable ———— *(Note 1)*		
	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 ———— *(Note 1)*		
	Issue and allotment date : (dd/mm/yyyy) (/ /)		
	EGM approval date: (dd/mm/yyyy) (/ /)	N/A	N/A
	Total E. (Ordinary shares) N/A		
	(Preference shares) N/A		
	(Other class) 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.*