

TEDA TRAVEL GROUP INC
Form 10KSB
April 17, 2006

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, D.C. 20549

FORM 10-KSB

ANNUAL REPORT PURSUANT TO SECTION 13 OR 15 (d)
OF THE SECURITIES EXCHANGE ACT OF 1934

For the Fiscal Year Ended December 31, 2005

Commission File Number 000-30264

TEDA TRAVEL GROUP, INC.

(Name of small business issuer in its charter)

Delaware

(State of Other Jurisdiction of Incorporation or
Organization)

11-3177042

(I.R.S. Employer Identification No.)

Suite 2102, Chinachem Century Tower
178 Gloucester Road
Wanchai, Hong Kong
Tel: (011) (852) 2833-2186

(Address, including zip code, and telephone number,
including area code, of registrant's
principal executive offices)

Securities registered pursuant to Section 12(b) of the Act: NONE

Securities registered pursuant to Section 12(g) of the Act:

Title of Each Class
Common Stock, \$.001 Par Value

Check whether the issuer (1) filed all reports to be filed by Section 13 or 15(d) of the Exchange Act during the past 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. YES NO

Check if there is no disclosure of delinquent filers in response to Item 405 of Regulation S-B contained in this form, and no disclosure will be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-KSB or any amendment to this Form 10-KSB.

Edgar Filing: TEDA TRAVEL GROUP INC - Form 10KSB

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act.)
YES NO

The issuer's revenues for the fiscal year ended December 31, 2005 were \$894,263.

The number of shares of the Registrant's common stock, par value \$0.001 per share, outstanding as of March 30, 2006 held by non-affiliates was 43,486,430 shares. All executive officers and directors of the registrant have been deemed, solely for the purpose of the foregoing calculation, to be "affiliates" of the registrant. The aggregate market value of the common equity held by non-affiliates as of March 30, 2006 was \$10,870,858

As of March 30, 2006, there were 55,239,422 shares of the issuer's common stock, \$0.001 par value, outstanding.

Documents Incorporated by Reference: None.

Transitional Small Business Disclosure format (Check one): YES NO

TEDA TRAVEL GROUP, INC.

ANNUAL REPORT ON FORM 10-KSB

FOR THE YEAR ENDED DECEMBER 31, 2005

TABLE OF CONTENTS

Forward Looking Statements

PART I

Item 1.