

Mai Lijun  
Form SC 13G  
February 17, 2009

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

**SCHEDULE 13G**

**Under the Securities Exchange Act of 1934**

ATA Inc.  
(Name of Issuer)  
Common Shares\*  
American Depositary Shares  
(Title of Class of Securities)  
00211V106\*\*  
(CUSIP Number)  
December 31, 2008  
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

\* Not for trading, but only in connection with the registration of American Depositary Shares each representing 2 common shares.

\*\* This CUSIP number applies to the American Depositary Shares.

The information required on the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 ( Act ) or otherwise subject to the liabilities of that section of the Act, but shall be subject to all other provisions of the Act (however, see the Notes).



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**1** NAMES OF REPORTING PERSONS  
Lijun Mai

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

**2**  
(a)   
(b)

**3** SEC USE ONLY

**4** CITIZENSHIP OR PLACE OF ORGANIZATION  
People's Republic of China

**5** SOLE VOTING POWER  
NUMBER OF 0

**6** SHARES BENEFICIALLY OWNED BY  
SHARED VOTING POWER  
4,845,000 common shares<sup>1</sup>

**7** EACH REPORTING PERSON  
SOLE DISPOSITIVE POWER  
0

**8** WITH:  
SHARED DISPOSITIVE POWER  
4,845,000 common shares<sup>1</sup>

**9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
4,845,000 common shares<sup>1</sup>

**10** CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

o

**11** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

10.6%<sup>2</sup>

**12** TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

IN

<sup>1</sup> Includes (a) 822,500 American Depositary Shares (representing 1,645,000 common shares) held by Mutual Step Holdings Limited, a British Virgin Islands company wholly owned by Magnificent Trio Company Limited and ultimately wholly owned by HSBC International Trustee Limited as trustee of Wealth Trust, an irrevocable trust constituted under the laws of the Cayman Islands with Lijun Mai as the settlor and one of the beneficiaries; (b) 800,000 American Depositary Shares (representing 1,600,000 common shares) held by Art Kind Technology Limited, a British Virgin Islands company wholly owned by New Knight Holdings Limited and ultimately wholly owned by HSBC International Trustee Limited as trustee of Sunrise Trust, an irrevocable trust constituted under the laws of the Cayman Islands with a certain family member of Lijun Mai as the settlor and Lijun Mai as one of the beneficiaries; and (c) 800,000 American Depositary Shares (representing 1,600,000 common shares) held by Art Grace Development Limited, a British Virgin Islands company wholly owned by Unique Icon Limited and ultimately wholly owned by HSBC International Trustee Limited as trustee of Value Trust, an irrevocable trust constituted under the laws of the Cayman Islands with a certain family member of Lijun Mai as the settlor and Lijun Mai as one of the beneficiaries.

<sup>2</sup> Based on 45,675,521 outstanding common shares as of December 31, 2008.

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**1** NAMES OF REPORTING PERSONS  
Mutual Step Holdings Limited

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

**2**  
(a)   
(b)

**3** SEC USE ONLY

**4** CITIZENSHIP OR PLACE OF ORGANIZATION  
British Virgin Islands

	<b>5</b>	SOLE VOTING POWER
NUMBER OF	0	

SHARES BENEFICIALLY	<b>6</b>	SHARED VOTING POWER
OWNED BY		1,645,000 common shares <sup>3</sup>

EACH REPORTING	<b>7</b>	SOLE DISPOSITIVE POWER
PERSON		0

WITH:	<b>8</b>	SHARED DISPOSITIVE POWER
		1,645,000 common shares <sup>3</sup>

**9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
1,645,000 common shares<sup>3</sup>

**10** CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

o

**11** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

3.6%<sup>4</sup>

**12** TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

CO

<sup>3</sup> Includes 822,500 American Depositary Shares (representing 1,645,000 common shares) held by Mutual Step Holdings Limited, a British Virgin Islands company wholly owned by Magnificent Trio Company Limited and ultimately wholly owned by HSBC International Trustee Limited as trustee of Wealth Trust, an irrevocable trust constituted under the laws of the Cayman Islands with Lijun Mai as the settlor and one of the beneficiaries. Lijun Mai is the sole director of Mutual Step Holdings Limited.

<sup>4</sup> Based on 45,675,521 outstanding common shares as of December 31, 2008.

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**1** NAMES OF REPORTING PERSONS  
Magnificent Trio Company Limited

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

**2**  
(a)   
(b)

**3** SEC USE ONLY

**4** CITIZENSHIP OR PLACE OF ORGANIZATION  
British Virgin Islands

**5** SOLE VOTING POWER  
NUMBER OF 0

**6** SHARES BENEFICIALLY OWNED BY  
SHARED VOTING POWER  
1,645,000 common shares<sup>5</sup>

**7** EACH REPORTING PERSON  
SOLE DISPOSITIVE POWER  
0

**8** WITH:  
SHARED DISPOSITIVE POWER  
1,645,000 common shares<sup>5</sup>

**9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
1,645,000 common shares<sup>5</sup>

**10** CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

o

**11** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

3.6%<sup>6</sup>

**12** TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

CO

<sup>5</sup> Includes 822,500 American Depositary Shares (representing 1,645,000 common shares) held by Mutual Step Holdings Limited, a British Virgin Islands company wholly owned by Magnificent Trio Company Limited and ultimately wholly owned by HSBC International Trustee Limited as trustee of Wealth Trust, an irrevocable trust constituted under the laws of the Cayman Islands with Lijun Mai as the settlor and one of the beneficiaries. Lijun Mai is the sole director of Mutual Step Holdings Limited.

<sup>6</sup> Based on 45,675,521 outstanding common shares as of December 31, 2008.

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**1** NAMES OF REPORTING PERSONS  
Wealth Trust

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

**2**  
(a)   
(b)

**3** SEC USE ONLY

**4** CITIZENSHIP OR PLACE OF ORGANIZATION  
Cayman Islands

**5** SOLE VOTING POWER  
NUMBER OF 0  
**6** SHARES BENEFICIALLY OWNED BY **6** SHARED VOTING POWER  
1,645,000 common shares<sup>7</sup>

**7** EACH REPORTING PERSON **7** SOLE DISPOSITIVE POWER  
0

WITH: **8** SHARED DISPOSITIVE POWER  
1,645,000 common shares<sup>7</sup>

**9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
1,645,000 common shares<sup>7</sup>

**10** CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

o

**11** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

3.6%<sup>8</sup>

**12** TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

OO

<sup>7</sup> Includes 822,500 American Depositary Shares (representing 1,645,000 common shares) held by Mutual Step Holdings Limited, a British Virgin Islands company wholly owned by Magnificent Trio Company Limited and ultimately wholly owned by HSBC International Trustee Limited as trustee of Wealth Trust, an irrevocable trust constituted under the laws of the Cayman Islands with Lijun Mai as the settlor and one of the beneficiaries. Lijun Mai is the sole director of Mutual Step Holdings Limited.

<sup>8</sup> Based on 45,675,521 outstanding common shares as of December 31, 2008.

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**1** NAMES OF REPORTING PERSONS  
Art Kind Technology Limited

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

**2**  
(a)   
(b)

**3** SEC USE ONLY

**4** CITIZENSHIP OR PLACE OF ORGANIZATION  
British Virgin Islands

	<b>5</b>	SOLE VOTING POWER
NUMBER OF	0	

SHARES BENEFICIALLY OWNED BY	<b>6</b>	SHARED VOTING POWER
		1,600,000 common shares <sup>9</sup>

EACH REPORTING PERSON	<b>7</b>	SOLE DISPOSITIVE POWER
		0

WITH:	<b>8</b>	SHARED DISPOSITIVE POWER
		1,600,000 common shares <sup>9</sup>

**9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
1,600,000 common shares<sup>9</sup>

**10** CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

o

**11** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

3.5%<sup>10</sup>

**12** TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

CO

<sup>9</sup> Includes 800,000 American Depositary Shares (representing 1,600,000 common shares) held by Art Kind Technology Limited, a British Virgin Islands company wholly owned by New Knight Holdings Limited and ultimately wholly owned by HSBC International Trustee Limited as trustee of Sunrise Trust, an irrevocable trust constituted under the laws of the Cayman Islands with a certain family member of Lijun Mai as the settlor and Lijun Mai as one of the beneficiaries.

<sup>10</sup> Based on 45,675,521 outstanding common shares as of December 31, 2008.

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**1** NAMES OF REPORTING PERSONS  
New Knight Holdings Limited

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

**2**  
(a)   
(b)

**3** SEC USE ONLY

**4** CITIZENSHIP OR PLACE OF ORGANIZATION  
British Virgin Islands

**5** SOLE VOTING POWER  
NUMBER OF 0

**6** SHARES BENEFICIALLY OWNED BY  
SHARED VOTING POWER  
1,600,000 common shares<sup>11</sup>

**7** EACH REPORTING PERSON  
SOLE DISPOSITIVE POWER  
0

**8** WITH:  
SHARED DISPOSITIVE POWER  
1,600,000 common shares<sup>11</sup>

**9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
1,600,000 common shares<sup>11</sup>

**10** CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

o

**11** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

3.5%<sup>12</sup>

**12** TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

CO

<sup>11</sup> Includes 800,000 American Depositary Shares (representing 1,600,000 common shares) held by Art Kind Technology Limited, a British Virgin Islands company wholly owned by New Knight Holdings Limited and ultimately wholly owned by HSBC International Trustee Limited as trustee of Sunrise Trust, an irrevocable trust constituted under the laws of the Cayman Islands with a certain family member of Lijun Mai as the settlor and Lijun Mai as one of the beneficiaries.

<sup>12</sup> Based on 45,675,521 outstanding common shares as of December 31, 2008.

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**1** NAMES OF REPORTING PERSONS  
Sunrise Trust

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

**2**  
(a)   
(b)

**3** SEC USE ONLY

**4** CITIZENSHIP OR PLACE OF ORGANIZATION  
Cayman Islands

**5** SOLE VOTING POWER  
NUMBER OF 0

**6** SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON  
SHARED VOTING POWER  
1,600,000 common shares<sup>13</sup>

**7** SOLE DISPOSITIVE POWER  
EACH REPORTING PERSON 0

**8** WITH: SHARED DISPOSITIVE POWER  
1,600,000 common shares<sup>13</sup>

**9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
1,600,000 common shares<sup>13</sup>

**10** CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

o

**11** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

3.5%<sup>14</sup>

**12** TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

OO

<sup>13</sup> Includes 800,000 American Depositary Shares (representing 1,600,000 common shares) held by Art Kind Technology Limited, a British Virgin Islands company wholly owned by New Knight Holdings Limited and ultimately wholly owned by HSBC International Trustee Limited as trustee of Sunrise Trust, an irrevocable trust constituted under the laws of the Cayman Islands with a certain family member of Lijun Mai as the settlor and Lijun Mai as one of the beneficiaries.

<sup>14</sup> Based on 45,675,521 outstanding common shares as of December 31, 2008.

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**1** NAMES OF REPORTING PERSONS  
Art Grace Development Limited

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

**2**  
(a)   
(b)

**3** SEC USE ONLY

**4** CITIZENSHIP OR PLACE OF ORGANIZATION  
British Virgin Islands

**5** SOLE VOTING POWER  
NUMBER OF 0

**6** SHARES BENEFICIALLY OWNED BY  
SHARED VOTING POWER  
1,600,000 common shares<sup>15</sup>

**7** EACH REPORTING PERSON  
SOLE DISPOSITIVE POWER  
0

**8** WITH:  
SHARED DISPOSITIVE POWER  
1,600,000 common shares<sup>15</sup>

**9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
1,600,000 common shares<sup>15</sup>

**10** CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

o

**11** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

3.5%<sup>16</sup>

**12** TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

CO

<sup>15</sup> Includes 800,000 American Depositary Shares (representing 1,600,000 common shares) held by Art Grace Development Limited, a British Virgin Islands company wholly owned by Unique Icon Limited and ultimately wholly owned by HSBC International Trustee Limited as trustee of Value Trust, an irrevocable trust constituted under the laws of the Cayman Islands with a certain family member of Lijun Mai as the settlor and Lijun Mai as one of the beneficiaries.

<sup>16</sup> Based on 45,675,521 outstanding common shares as of December 31, 2008.

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**1** NAMES OF REPORTING PERSONS  
Unique Icon Limited

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

**2**  
(a)   
(b)

**3** SEC USE ONLY

**4** CITIZENSHIP OR PLACE OF ORGANIZATION  
British Virgin Islands

**5** SOLE VOTING POWER  
NUMBER OF 0

**6** SHARES BENEFICIALLY OWNED BY  
SHARED VOTING POWER  
1,600,000 common shares<sup>17</sup>

**7** EACH REPORTING PERSON  
SOLE DISPOSITIVE POWER  
0

**8** WITH:  
SHARED DISPOSITIVE POWER  
1,600,000 common shares<sup>17</sup>

**9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
1,600,000 common shares<sup>17</sup>

**10** CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

o

**11** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

3.5%<sup>18</sup>

**12** TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

CO

<sup>17</sup> Includes 800,000 American Depositary Shares (representing 1,600,000 common shares) held by Art Grace Development Limited, a British Virgin Islands company wholly owned by Unique Icon Limited and ultimately wholly owned by HSBC International Trustee Limited as trustee of Value Trust, an irrevocable trust constituted under the laws of the Cayman Islands with a certain family member of Lijun Mai as the settlor and Lijun Mai as one of the beneficiaries.

<sup>18</sup> Based on 45,675,521 outstanding common shares as of December 31, 2008.

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**1** NAMES OF REPORTING PERSONS  
Value Trust

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

**2**  
(a)   
(b)

**3** SEC USE ONLY

**4** CITIZENSHIP OR PLACE OF ORGANIZATION  
Cayman Islands

**5** SOLE VOTING POWER  
NUMBER OF 0

**6** SHARES BENEFICIALLY OWNED BY  
SHARED VOTING POWER  
1,600,000 common shares<sup>19</sup>

**7** EACH REPORTING PERSON  
SOLE DISPOSITIVE POWER  
0

**8** WITH:  
SHARED DISPOSITIVE POWER  
1,600,000 common shares<sup>19</sup>

**9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
1,600,000 common shares<sup>19</sup>

**10** CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

o

**11** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

3.5%<sup>20</sup>

**12** TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

OO

<sup>19</sup> Includes 800,000 American Depositary Shares (representing 1,600,000 common shares) held by Art Grace Development Limited, a British Virgin Islands company wholly owned by Unique Icon Limited and ultimately wholly owned by HSBC International Trustee Limited as trustee of Value Trust, an irrevocable trust constituted under the laws of the Cayman Islands with a certain family member of Lijun Mai as the settlor and Lijun Mai as one of the beneficiaries.

<sup>20</sup> Based on 45,675,521 outstanding common shares as of December 31, 2008.

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**Item 1(a)** Name of Issuer:

ATA Inc. ( Issuer )

**Item 1(b)** Address of Issuer's Principal Executive Offices:

8<sup>th</sup> Floor, Tower E, 6 Gongyuan West St.  
Jian Guo Men Nei  
Beijing 100005, China

**Item 2(a)** Name of Person Filing:

Lijun Mai

Mutual Step Holdings Limited

Magnificent Trio Company Limited

Wealth Trust

Art Kind Technology Limited

New Knight Holdings Limited

Sunrise Trust

Art Grace Development Limited

Unique Icon Limited

Value Trust

**Item 2(b)** Address of Principal Business Office or, If None, Residence

Lijun Mai  
8<sup>th</sup> Floor, Tower E, 6 Gongyuan West St.  
Jian Guo Men Nei  
Beijing 100005, China

Mutual Step Holdings Limited  
Portcullis TrustNet Chambers, P.O. Box 3444  
Road Town, Tortola  
British Virgin Islands

Magnificent Trio Company Limited  
21 Collyer Quay #09-01,

HSBC Building,  
Singapore 049320

Wealth Trust  
21 Collyer Quay #09-01,  
HSBC Building,  
Singapore 049320

Art Kind Technology Limited

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Portcullis TrustNet Chambers, P.O. Box 3444  
Road Town, Tortola  
British Virgin Islands

New Knight Holdings Limited  
21 Collyer Quay #09-01,  
HSBC Building,  
Singapore 049320

Sunrise Trust  
21 Collyer Quay #09-01,  
HSBC Building,  
Singapore 049320

Art Grace Development Limited  
Portcullis TrustNet Chambers, P.O. Box 3444  
Road Town, Tortola  
British Virgin Islands

Unique Icon Limited  
21 Collyer Quay #09-01,  
HSBC Building,  
Singapore 049320

Value Trust  
21 Collyer Quay #09-01,  
HSBC Building,  
Singapore 049320

**Item 2(c)** Citizenship

Lijun Mai People's Republic of China

Mutual Step Holdings Limited British Virgin Islands

Magnificent Trio Company Limited British Virgin Islands

Wealth Trust Cayman Islands

Art Kind Technology Limited British Virgin Islands

New Knight Holdings Limited British Virgin Islands

Sunrise Trust Cayman Islands

Art Grace Development Limited British Virgin Islands

Unique Icon Limited British Virgin Islands

Value Trust Cayman Islands

**Item 2(d)** Title of Class of Securities:

Common shares, par value US\$0.01

American Depository Shares, each representing two common shares

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**Item 2(e)** CUSIP Number:

00211V106

**Item 3.** Statement Filed Pursuant to Rule 13d-1(b) or 13d-2(b) or (c):

Not applicable.

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**Item 4. Ownership****(a) Amount Beneficially Owned:**

<b>Reporting Person</b>	<b>Amount beneficially owned:</b>	<b>Percent of class:</b>	<b>Sole power to vote or direct the vote:</b>	<b>Shared</b>	<b>Sole power to dispose or to direct the disposition of:</b>	<b>Shared power to dispose or to direct the disposition of:</b>
				<b>power to vote or to direct the vote:</b>		
Lijun Mai	2,422,500 American Depositary Shares representing 4,845,000 common shares	10.6%	0	2,422,500 American Depositary Shares representing 4,845,000 common shares	0	2,422,500 American Depositary Shares representing 4,845,000 common shares
Mutual Step Holdings Limited	822,500 American Depositary Shares representing 1,645,000 common shares	3.6%	0	822,500 American Depositary Shares representing 1,645,000 common shares	0	822,500 American Depositary Shares representing 1,645,000 common shares
Magnificent Trio Company Limited	822,500 American Depositary Shares representing 1,645,000 common shares	3.6%	0	822,500 American Depositary Shares representing 1,645,000 common shares	0	822,500 American Depositary Shares representing 1,645,000 common shares
Wealth Trust	822,500 American Depositary Shares representing 1,645,000 common shares	3.6%	0	822,500 American Depositary Shares representing 1,645,000 common shares	0	822,500 American Depositary Shares representing 1,645,000 common shares
Art Kind Technology Limited	800,000 American Depositary Shares representing 1,600,000 common shares	3.5%	0	800,000 American Depositary Shares representing 1,600,000 common shares	0	800,000 American Depositary Shares representing 1,600,000 common shares

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	shares			shares		
New Knight Holdings Limited	800,000 American Depositary Shares representing 1,600,000 common shares	3.5%	0	800,000 American Depositary Shares representing 1,600,000 common shares	0	800,000 American Depositary Shares representing 1,600,000 common shares
Sunrise Trust	800,000 American Depositary Shares representing 1,600,000 common shares	3.5%	0	800,000 American Depositary Shares representing 1,600,000 common shares	0	800,000 American Depositary Shares representing 1,600,000 common shares
Art Grace Development Limited	800,000 American Depositary Shares representing 1,600,000 common shares	3.5%	0	800,000 American Depositary Shares representing 1,600,000 common shares	0	800,000 American Depositary Shares representing 1,600,000 common shares
Unique Icon Limited	800,000 American Depositary Shares representing 1,600,000 common shares	3.5%	0	800,000 American Depositary Shares representing 1,600,000 common shares	0	800,000 American Depositary Shares representing 1,600,000 common shares
Value Trust	800,000 American Depositary Shares representing 1,600,000 common shares	3.5%	0	800,000 American Depositary Shares representing 1,600,000 common shares	0	800,000 American Depositary Shares representing 1,600,000 common shares

The percentages of ownership set forth above are based on 45,675,521 common shares outstanding as of December 31, 2008.

Mutual Step Holdings Limited is the record holder of 822,500 American Depositary Shares representing 1,645,000 common shares. Mutual Step Holdings Limited is wholly owned by Magnificent Trio Company

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Limited, which is wholly owned by Wealth Trust, an irrevocable trust constituted under the laws of the Cayman Islands. HSBC International Trustee Limited is trustee of Wealth Trust. Lijun Mai is the settlor and one of the beneficiaries of Wealth Trust. As trustee of Wealth Trust, HSBC International Trustee Limited has indirect voting and dispositive power with respect to the common shares. HSBC International Trustee Limited reports its beneficial ownership with respect to the 1,645,000 common shares on its own individual Schedule 13G.

Art Kind Technology Limited is the record holder of 800,000 American Depositary Shares representing 1,600,000 common shares. Art Kind Technology Limited is wholly owned by New Knight Holdings Limited, which is wholly owned by Sunrise Trust, an irrevocable trust constituted under the laws of the Cayman Islands. HSBC International Trustee Limited is trustee of Sunrise Trust. A certain family member of Lijun Mai is the settlor and Lijun Mai is one of the beneficiaries of Sunrise Trust. As trustee of Sunrise Trust, HSBC International Trustee Limited has indirect voting and dispositive power with respect to the common shares. HSBC International Trustee Limited reports its beneficial ownership with respect to the 1,600,000 common shares on its own individual Schedule 13G.

Art Grace Development Limited is the record holder of 800,000 American Depositary Shares representing 1,600,000 common shares. Art Grace Development Limited is wholly owned by Unique Icon Limited, which is wholly owned by Value Trust, an irrevocable trust constituted under the laws of the Cayman Islands. HSBC International Trustee Limited is trustee of Value Trust. A certain family member of Lijun Mai is the settlor and Lijun Mai is one of the beneficiaries of Value Trust. As trustee of Value Trust, HSBC International Trustee Limited has indirect voting and dispositive power with respect to the common shares. HSBC International Trustee Limited reports its beneficial ownership with respect to the 1,600,000 common shares on its own individual Schedule 13G.

**Item 5.** Ownership of Five Percent or Less of a Class

Not applicable.

**Item 6.** Ownership of More Than Five Percent on Behalf of Another Person

Not applicable.

**Item 7.** Identification and Classification of Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person

Not applicable.

**Item 8.** Identification and Classification of Members of the Group

Not applicable.

**Item 9.** Notice of Dissolution of Group

Not applicable.

**Item 10.** Certifications

Not applicable.

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**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 17, 2009

Lijun Mai

/s/ Lijun Mai

Mutual Step Holdings Limited

By: /s/ Lijun Mai

Name: Lijun Mai

Title: Sole director of Mutual Step Holdings Limited

Magnificent Trio Company Limited

By: /s/ Wendy Sim & Lau Chew Lui

Name: Wendy Sim & Lau Chew Lui

Title: Authorised Signatories of Magnificent Trio Company Limited

Wealth Trust

By: /s/ Wendy Sim & Lau Chew Lui

Name: Wendy Sim & Lau Chew Lui

Title: Authorised Signatories of HSBC International Trustee Limited, as trustee

Art Kind Technology Limited

By: /s/ Wang Huiying

Name: Wang Huiying

Title: Director of Art Kind Technology Limited

New Knight Holdings Limited

By: /s/ Wendy Sim & Lau Chew Lui

Name: Wendy Sim & Lau Chew Lui

Title: Authorised Signatories of New Knight Holdings Limited

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Sunrise Trust

By: /s/ Wendy Sim & Lau Chew Lui  
Name: Wendy Sim & Lau Chew Lui  
Title: Authorised Signatories of  
HSBC International Trustee Limited, as  
trustee

Art Grace Development Limited

By: /s/ Wang Xiao Feng  
Name: Wang Xiao Feng  
Title: Director of Art Grace Development  
Limited

Unique Icon Limited

By: /s/ Wendy Sim & Lau Chew Lui  
Name: Wendy Sim & Lau Chew Lui  
Title: Authorised Signatories of Unique Icon  
Limited

Value Trust

By: /s/ Wendy Sim & Lau Chew Lui  
Name: Wendy Sim & Lau Chew Lui  
Title: Authorised Signatories of  
HSBC International Trustee Limited, as  
trustee

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**LIST OF EXHIBITS**

<u>Exhibit No.</u>	<u>Description</u>
A	Joint Filing Agreement

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**EXHIBIT A**

**Joint Filing Agreement**

In accordance with Rule 13d-1(k) promulgated under the Securities Exchange Act of 1934, as amended, the undersigned hereby agree to the joint filing with all other Reporting Persons (as such term is defined in the Schedule 13G referred to below) on behalf of each of them of a statement on Schedule 13G (including amendments thereto) with respect to the common shares, par value US\$0.01, of ATA Inc., a Cayman Islands company, and that this Agreement may be included as an Exhibit to such joint filing. This Agreement may be executed in any number of counterparts all of which, taken together, shall constitute one and the same instrument.

Lijun Mai

/s/ Lijun Mai

Mutual Step Holdings Limited

By: /s/ Lijun Mai

Name: Lijun Mai

Title: Sole director of Mutual Step Holdings Limited

Magnificent Trio Company Limited

By: /s/ Wendy Sim & Lau Chew Lui

Name: Wendy Sim & Lau Chew Lui

Title: Authorised Signatories of Magnificent Trio Company Limited

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By: /s/ Wendy Sim & Lau Chew Lui

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Art Kind Technology Limited

By: /s/ Wang Huiying

Name: Wang Huiying

Title: Director of Art Kind Technology Limited

New Knight Holdings Limited

By: /s/ Wendy Sim & Lau Chew Lui

Name: Wendy Sim & Lau Chew Lui

Title:

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Authorised Signatories of  
New Knight Holdings Limited

Sunrise Trust

By: /s/ Wendy Sim & Lau Chew Lui  
Name: Wendy Sim & Lau Chew Lui  
Title: Authorised Signatories of  
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By: /s/ Wang Xiao Feng  
Name: Wang Xiao Feng  
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Name: Wendy Sim & Lau Chew Lui  
Title: Authorised Signatories of Unique Icon  
Limited

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By: /s/ Wendy Sim & Lau Chew Lui  
Name: Wendy Sim & Lau Chew Lui  
Title: Authorised Signatories of  
HSBC International Trustee Limited, as  
trustee