

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :	31/01/2009
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To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Date Submitted Tongda Group Holdings Ltd
03/02/2009

I. Movements in Authorised Share Capital

1. Ordinary Shares			
(1) Stock code : <u>698</u> Descri	iption : Ordinary	Shares	
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	20,000,000,000	HK\$0.01	HK\$200,000,000
Increase/(decrease)			<u></u>
Balance at close of the month	20,000,000,000	<u>HK\$0.01</u>	<u>HK\$200,000,000</u>
(2) Stock code : Descri	iption :		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month			<u></u>
Increase/(decrease)			
Balance at close of the month	<u></u>		<u></u>

2. Preference Shares

Stock code : Descr	ription :		
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	<u></u>		<u></u>
Increase/(decrease)	<u></u>		<u></u>
Balance at close of the month	<u></u>		<u></u>

3. Other Classes of Shares

Stock code : Description :							
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)				
Balance at close of preceding month							
Increase/(decrease)			<u></u>				
Balance at close of the month			<u></u>				

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

II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference	No. of other classes	
	(1)	(2)	shares	of shares	
Balance at close of preceding month	3,989,800,000				
Increase/ (decrease) during the month					
Balance at close of the month	3,989,800,000				

III. Details of Movements in Issued Share Capital

Particulars of share No. of new shares of issue issued during including EGM issue issued during the month during the month during the month pursuant thereto No. of new shares of issue issued during issue issued during issue issued during the month pursuant thereto 1 Exercise Frice Issue issued issued issued issued issued pursuant thereto as at close of the month issued pursuant thereto 1 Exercise Price Issue issued pursuant thereto as at close of the month 1 Exercise Price Issue issued pursuant thereto as at close of the month 1 Exercise Price Issue isue i	Share Options (unde	r Share Option	Schemes of the	Issuer)			
including EGM Movement during the month the month pursuant issued pursuant thereto approval date Granted Exercised Cancelled Lapsed issuable Granted Exercised Cancelled Lapsed I. Exercise Price HK\$0.485 Adopted on 10,000,000 (10/06 /2002) Ordinary shares Nil Nil Nil 10,000,000 (Note 1) 2.Exercise Prices Prices 10,000,000 10,000,000 (Note 1) Nil Nil Nil Nil 10,000,000 (Note 1) Stercise Prices Nil Nil 38,000,000 (Note 1) Nil Nil Nil Stercise Stercise Price HK\$0.315 Adopted on (Ordinary shares Nil Stercise Price HK\$0.315 Adopted on Nil Nil Stercise Stercise Price Its of the month from exercise of Nil Nil Stercise Stercise Ordinary shares Nil Nil Nil Stercis Stercise <	Particulars of share					No. of new shares of	No. of new shares of
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(dd/mm/yyyy) and						the month pursuant	
$ \begin{array}{c c c c c c c c c c c c c c c c c c c $			Movement dur	ing the month		thereto	as at close of the month
issuable Granted Exercised Cancelled Lapsed I. Exercise Price Integration of the state of the sta				0		_	
$\begin{array}{c c c c c c c c c c c c c c c c c c c $							
$\begin{array}{c c c c c c c c c c c c c c c c c c c $		Granted	Exercised	Cancelled	Lapsed		
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(Note 1) $2.Exercise$ $Prices$ HK0.586$ $Adopted on$ $(10/06/2002)$ $Ordinary shares Nil Nil Nil Nil Nil 38,000,000$ $(Note 1)$ $3.Exercise$ $Price$ HK0.315$ $Adopted on$ $(10/06/2002)$ $Ordinary shares Nil Nil Nil Nil 89,000,000$ $Ordinary shares Nil Nil Nil Nil 89,000,000$ $Ordinary shares Nil Nil Nil Nil Nil Nil 89,000,000$ $Ordinary shares Nil Nil Nil Nil Nil Nil 89,000,000$ $Ordinary shares Nil Nil Nil Nil Nil Nil 89,000,000$ $Ordinary shares Nil Nil Nil Nil Nil Nil 89,000,000$ $Ordinary shares Nil Nil Nil Nil Nil Nil Nil 89,000,000$ $Ordinary shares Nil Nil Nil Nil Nil Nil Nil 89,000,000$ $Ordinary shares Nil Nil Nil Nil Nil Nil Nil 89,000,000$ $Ordinary shares Nil Nil Nil Nil Nil Nil Nil Nil 89,000,000$ $Ordinary shares Nil Nil Nil Nil Nil Nil Nil 89,000,000$		Nil	Nil	Nil	Nil	Nil	10,000,000
$\begin{array}{c c} \underline{2.Exercise} & \\ \hline Prices & \\ \hline HK\$0.586 & \\ \hline Adopted on & \\ \hline (10/ 06 / 2002) & \\ \hline Ordinary shares & Nil & Nil & Nil & Nil & Nil & \\ \hline Ordinary shares & Nil & Nil & Nil & Nil & \\ \hline \underline{3.Exercise} & \\ \hline Price & \\ \hline HK\$0.315 & \\ \hline Adopted on & \\ \hline (10/ 06 / 2002) & \\ \hline Ordinary shares & Nil & Nil & Nil & Nil & \\ \hline Ordinary shares & Nil & Nil & Nil & \\ \hline Nil & \\ \hline (Note 1) & \\ \hline Total A. (Ordinary shares) & \\ \hline (Other class) & \\ \hline \hline \hline \\ Total funds raised during the month from exercise of \\ \hline \end{array}$		1111	1411	1111	1111	1111	10,000,000
$\begin{array}{c c c c c c c c c c c c c c c c c c c $	(Ivole I)						
$\begin{array}{c c c c c c c c c c c c c c c c c c c $	2 -						
$\begin{array}{c c c c c c c c c c c c c c c c c c c $							
Adopted on (10/06/2002) Nil Nil Nil Nil 38,000,000 Ordinary shares Nil Nil Nil Nil 38,000,000 (Note 1) 3.Exercise Price Price Price Price Price HK\$0.315 Adopted on (10/06/2002) Nil Nil Nil Nil 89,000,000 Ordinary shares Nil Nil Nil Nil 89,000,000 Ordinary shares Nil Nil Nil Price (Note 1) Total A. (Ordinary shares) (Other class) Nil Total funds raised during the month from exercise of							
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3.Exercise Price HK\$0.315 Adopted on (10/06/2002) Ordinary shares Nil Nil Nil Nil Nil (Note 1) Total A. (Ordinary shares) Nil (Preference shares) (Other class) Total funds raised during the month from exercise of	Ordinary shares	Nil	Nil	Nil	Nil	Nil	38,000,000
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Price HK\$0.315 Adopted on (10/ 06 / 2002) Ordinary shares Nil Nil Nil 89,000,000 Ordinary shares Nil Nil Nil Nil (Note 1) Total A. (Ordinary shares) Nil Nil Other class)							
Price HK\$0.315 Adopted on (10/ 06 / 2002) Ordinary shares Nil Nil Nil 89,000,000 Ordinary shares Nil Nil Nil Nil (Note 1) Total A. (Ordinary shares) Nil Nil Other class)	3.Exercise						
HK\$0.315 Adopted on (10/06/2002) Ordinary shares Nil Nil Nil Nil (Note 1) Total A. (Ordinary shares) (Preference shares) (Other class) Total funds raised during the month from exercise of							
Adopted on Nil Nil Nil Nil 89,000,000 Ordinary shares Nil Nil Nil 89,000,000 (Note 1) Total A. (Ordinary shares) Nil Nil (Preference shares) (Other class) Total funds raised during the month from exercise of							
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Ordinary shares Nil Nil Nil Nil 89,000,000 (Note 1) Total A. (Ordinary shares) (Preference shares) (Other class) Nil Total funds raised during the month from exercise of							
(Note 1) Total A. (Ordinary shares) Nil (Preference shares) (Other class) Total funds raised during the month from exercise of							
Total A. (Ordinary shares) Nil (Preference shares) (Other class) Total funds raised during the month from exercise of		Nil	Nil	Nil	Nil	Nil	89,000,000
(Preference shares) (Other class) Total funds raised during the month from exercise of	(Note 1)						
(Other class) Total funds raised during the month from exercise of			Te			Nil	
Total funds raised during the month from exercise of					· · ·		
				()	Other class)		
	Total funds raised du	uring the month	from exercise o	of			
		-					

Share Options (under Share Option Schemes of the Issuer)

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

For Main Board and GEM listed issuers

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of Nominal value at nominal close of value preceding month	during the	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					
(/ /) Stock code (if listed)					
Class of shares issuable (<i>Note 1</i>)		-			
Subscription price		-			
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)	-			
3					
				-	
(/ /) Stock code (if listed) Class of shares issuable (Note 1)		-			
		-			
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
4		-			
(/ /)					
Class of shares issuable (<i>Note 1</i>)		-			
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)	-			
· · · · · · · · · · · · · · · · · · ·	Tota		ry shares)		
			ce shares)		
		(01	her class)		

For Main Board and GEM listed issuers

Convertibles (i.e. Convertible i		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. N/A	8					
Stock code (if listed)		<u></u>				
issuable (Note 1)						
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)) 2	(/ /)					
Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
<u>3</u>						
Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy) 4	(/ /)					
Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)		Total C (Ordi	inary shares)		
				rence shares)		-
				(Other class)		-

For Main Board and GEM listed issuers 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),	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
if applicable, and class of shares issuable:		
1. <u>N/A</u>		
shares (Note 1)		
2		
shares (Note 1)		
3	-	
	-	
	-	
shares (Note 1)		
	4	
Total D. (Ordinary shares)		
(Preference shares)		
(Other class)		

	Type of Issue	Issued Share Capital				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
			Class of shares issuable				
1.	Rights issue	At price : State	(<i>Note 1</i>) Issue and allotment	(/ /)		
		currency	date : (dd/mm/yyyy) EGM approval date:	(/ /)		
			(dd/mm/yyyy)				
			Class of shares issuable (<i>Note 1</i>)				
2.	Open offer	At price : State	_ Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuable (Note 1)				
3.	Placing	At price : State	_ Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuable (Note 1)				
4.	Bonus issue		Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		

	Tupo of Issue		F	₹ <u>or Main</u>	n Boar	d and GEM liss No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of
	Type of Issue						
5.	Scrip dividend A	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)	(/ /			
6.	Repurchase of shares		Class of shares repurchased (<i>Note 1</i>) Cancellation date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /			
			Class of shares				
7.	Redemption of shares		redeemed (<i>Note 1</i>) Redemption date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuable (<i>Note 1</i>)				
8.	Consideration issue A	At price : State currency ———	- Issue and allotment date : (dd/mm/yyyy) EGM approval date:	(/ /			
			(dd/mm/yyyy)				

				For Main Boa	rd and GEM lis	sted issuers
	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 issual (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	ole (/ /) (/ /)		
10.	Other (Please specify)	At price : State	Class of shares issuat (<i>Note 1</i>) — Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	ole (/ /) (/ /)		
			Total E.	(Ordinary shar (Preference shar (Other cla	es)	-

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	Nil
	(2)	
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):		
(These figures should be the same as the relevant figures under II above ("Movements in Issue	ed Sh	are Capital").)

Remarks (if any):
This Monthly Return includes one continuation sheet regarding share options.

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Submitted by:	Ko Chun Hay Kelvin			
Title:	Company Secretary			

(Director, Secretary or other duly authorised officer)

Notes :

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- 1. State the class of shares (e.g. ordinary, preference or other).
- 2. If there is insufficient space, please append the prescribed continuation sheet.

Continuation Sheet

III. Details of Movements in Issued Share Capital

Share Options (unde	r 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 during the month			thereto	as at close of the month	
(dd/mm/yyyy) and class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
4. Exercise	Granieu	Exercised	Cancelleu	Lapseu		
Price						
HK\$0.053						
Adopted on						
(10 /06 /2002)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	20,000,000
(Note 1)						
2.N/A						
(Note 1)						
(,						
3. N/A						
		. <u> </u>			. <u> </u>	
(Note 1)		T			N 7'1	
		10	otal A. (Ordi			
	(Preference shares)					
	(Other class)					
Total funds raised du		from exercise of	of			
options (State currer	ncy)					