Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :   __31/03/2010__

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer   Tongda Group Holdings Limited

Date Submitted   01/04/2010

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code :   698   Description :   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)	--		--
Balance at close of the month	20,000,000,000	HK$0.01	HK$200,000,000

(2) Stock code :   --   Description :   --

	No. of ordinary shares	Par value *(State currency)*	Authorised share capital *(State currency)*
Balance at close of preceding month	--	--	--
Increase/(decrease)	--		--
Balance at close of the month	--	--	--

2. Preference Shares

Stock code : --   Description : --

	No. of preference shares	Par value *(State currency)*	Authorised share capital *(State currency)*
Balance at close of preceding month	--	--	--
Increase/(decrease)	--		--
Balance at close of the month	--	--	--

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)	--		--
Balance at close of the month	--	--	--

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 shares	No. of other classes of shares
	(1)	(2)		
Balance at close of preceding month	**4,465,800,000**	--	--	--
Increase/ (decrease) during the month	**--**	--	--	--
Balance at close of the month	**4,465,800,000**	--	--	--

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. Exercise Price HK$0.485 Adopted on (10 /06 /2002) Ordinary shares *(Note 1)*	Nil	Nil	Nil	Nil	Nil	10,000,000
2.Exercise Prices HK$0.586 Adopted on (10/ 06 / 2002) Ordinary shares *(Note 1)*	Nil	Nil	Nil	Nil	Nil	38,000,000
3.Exercise Price HK$0.315 Adopted on (10/ 06 / 2002) Ordinary shares *(Note 1)*	Nil	Nil	Nil	Nil	Nil	89,000,000

Total A.   (Ordinary shares)   Nil
            (Preference shares)   --
            (Other class)   --

Total funds raised during the month from exercise of options (State currency)   --

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. 192,000,000 warrants Conferring rights to subscribe 192,000,000 warrant shares (27/01 /2011)	HKD	N/A	N/A	57,600,000	N/A	192,000,000
Stock code (if listed)		Unlisted				
Class of shares issuable *(Note 1)*		Ordinary Shares				
Subscription price		HK$0.30				
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
2 -- (/ /)	--	--	--	--	--	--
Stock code (if listed)						
Class of shares issuable *(Note 1)*						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
3. -- (/ /)	--	--	--	--	--	--
Stock code (if listed)						
Class of shares issuable *(Note 1)*						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
4. -- (/ /)	--	--	--	--	--	--
Stock code (if listed)						
Class of shares issuable *(Note 1)*						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					

Total B.   (Ordinary shares) __--__
(Preference shares) __--__
(Other class) __--__

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. 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 *(Note 1)*						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
3. --						
	--	--	--	--	--	--
Stock code (if listed)						
Class of shares issuable *(Note 1)*						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
4. --						
	--	--	--	--	--	--
Stock code (if listed)						
Class of shares issuable *(Note 1)*						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					

Total C. (Ordinary shares) --
(Preference shares) --
(Other class) --

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)		
(Preference shares)	--	
(Other class)	--	

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)	(/ /)		
					--	--
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)	(/ /)		
					--	--
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)	(/ /)		
					--	--
4. Bonus issue			Class of shares issuable ———— *(Note 1)*			
			Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
					--	--

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

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)　(/ /)	 --	 --
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)　(/ /)	 --	 --
	Total E.　(Ordinary shares) -- (Preference shares) -- (Other class) --		

Total increase /-(decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	--
	(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 Issued Share Capital").)		

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

Submitted by: ____Ko Chun Hay Kelvin_____

Title: _____Company Secretary_____
         (Director, Secretary or other duly authorised officer)

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.*

Continuation Sheet

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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		
4. Exercise Price HK$0.2262 Adopted on (10 /06 /2002) Ordinary shares *(Note 1)*	Nil	Nil	Nil	Nil	Nil	91,000,000
5. *(Note 1)*						
6. N/A *(Note 1)*						

Total A. (Ordinary shares)   NIL

(Preference shares)   --

(Other class)   --

Total funds raised during the month from exercise of options (State currency)   --