



Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 30/6/2011

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Tongda Group Holdings Limited

Date Submitted 4 July 2011

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	<u>20,000,000,000</u>	<u>HK\$0.01</u>	<u>HK\$200,000,000</u>
Increase/(decrease)	<u>Nil</u>		<u>Nil</u>
Balance at close of the month	<u>20,000,000,000</u>	<u>HK\$0.01</u>	<u>HK\$200,000,000</u>

(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 (<i>State currency</i>)
			Authorised share capital (<i>State currency</i>)
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 (<i>State currency</i>)
			Authorised share capital (<i>State currency</i>)
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	<u>4,675,800,000</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
Increase/ (decrease) during the month	<u>2,500,000</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
Balance at close of the month	<u>4,678,300,000</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>

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 <u>HK\$0.485</u> Adopted on <u>10 / 06 / 2002</u> Ordinary Shares	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>	<u>10,000,000</u>
(Note 1)						
2. Exercise Price <u>HK\$0.586</u> Adopted on <u>(10 /06/2002)</u> Ordinary shares	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>	<u>38,000,000</u>
(Note 1)						
3.Exercise Price <u>HK\$0.315</u> Adopted on <u>(10 /06/2002)</u> Ordinary shares	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>	<u>Nil</u>	<u>81,000,000</u>
(Note 1)						
			Total A. (Ordinary shares)		<u>Nil</u>	
			(Preference shares)		<u>Nil</u>	
			(Other class)		<u>Nil</u>	
Total funds raised during the month from exercise of options (State currency)				<u>Nil</u>		

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
<u>1. 150,000,000 warrants</u>						
<u>Conferring rights to subscribe</u>						
150,000,000 warrants shares (23/11/2011)	<u>HKD</u>	<u>N/A</u>	<u>N/A</u>	<u>51,750,000</u>	<u>N/A</u>	<u>150,000,000</u>
Stock code (if listed)	<u>Unlisted</u>					
Class of shares issuable (<i>Note 1</i>)	<u>Ordinary Shares</u>					
Subscription price	<u>HK\$0.345</u>					
EGM approval date (if applicable) (dd/mm/yyyy)	<u>(/ /)</u>					
<u>2.</u>						
<u>_____</u>						
<u>_____</u>						
Stock code (if listed)	<u>_____</u>					
Class of shares issuable (<i>Note 1</i>)	<u>_____</u>					
Subscription price	<u>_____</u>					
EGM approval date (if applicable) (dd/mm/yyyy)	<u>(/ /)</u>					
<u>3.</u>						
<u>_____</u>						
<u>_____</u>						
(/ /)	<u>_____</u>					
Stock code (if listed)	<u>_____</u>					
Class of shares issuable (<i>Note 1</i>)	<u>_____</u>					
Subscription price	<u>_____</u>					
EGM approval date (if applicable) (dd/mm/yyyy)	<u>(/ /)</u>					
<u>4.</u>						
<u>_____</u>						
<u>_____</u>						
(/ /)	<u>_____</u>					
Stock code (if listed)	<u>_____</u>					
Class of shares issuable (<i>Note 1</i>)	<u>_____</u>					
Subscription price	<u>_____</u>					
EGM approval date (if applicable) (dd/mm/yyyy)	<u>(/ /)</u>					
					Total B. (Ordinary shares) <u>Nil</u>	
					(Preference shares) <u>Nil</u>	
					(Other class) <u>Nil</u>	

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. _____ _____ _____						
Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ 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 (<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. (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 _____ HK\$	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) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____

For Main Board and GEM listed 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 issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /) (dd/mm/yyyy)	_____	_____
10. Other (Please specify)	Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	_____	_____
At price : State currency _____			
		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) 2,500,000

(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").)

