

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) Stock code : <u>698</u> Descri	ption : 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)	Nil		Nil
Balance at close of the month	20,000,000,000	HK\$0.01	HK\$200,000,000
(2) Stock code :Descri	ption :		
	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** : Authorised share Par value No. of preference (State capital shares (State currency) currency) Balance at close of preceding month Increase/(decrease) Balance at close of the month 3. Other Classes of Shares Stock code : Description : Par value Authorised share (State No. of other capital classes of shares currency (*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 ordin	ary shares	No of preference	No. of other classes
	(1)	(2)	shares	of shares
Balance at close of preceding month	4,675,800,000	N/A	N/A	<u>N/A</u>
Increase/ (decrease) during the month	2,500,000	N/A	N/A	N/A
Balance at close of the month	4,678,300,000	N/A	N/A	N/A

III. Details of Movements in Issued Share Capital

Particulars of share option scheme including EGM					No. of new shares of issuer issued during the month pursuant	No. of new shares of issuer which may be issued pursuant thereto	
approval date		Movement duri	ng the month		thereto	as at close of the month	
(dd/mm/yyyy) and -		into venient dun	ing the month		-		
class of shares	~ .		~				
issuable	Granted	Exercised	Cancelled	Lapsed			
1. Exercise							
Price							
HK\$0.485							
Adopted on							
10 / 06 / 2002							
Ordinary	Nil	Nil	Nil	Nil	Nil	10,000,000	
Shares	INII	1411			1111	10,000,000	
(Note 1)							
2. Exercise							
Price							
HK\$0.586							
Adopted on							
(10/06/2002)							
Ordinary							
shares	Nil	Nil	Nil	Nil	Nil	38,000,000	
(Note 1)							
(10001)							
3.Exercise							
Price							
HK\$0.315							
Adopted on							
(10/06/2002)							
Ordinary	NT'1	NT'1	NT'1	NT'1	NT'1	01 000 000	
shares	Nil	Nil	Nil	Nil	Nil	81,000,000	
(Note 1)							
		To	otal A. (Ordin		Nil		
			(Prefere	nce shares)	Nil		
			(0	Other class)	Nil		
Total funds raised du		from exercise o	of				
options (State current	ev)			Nil			

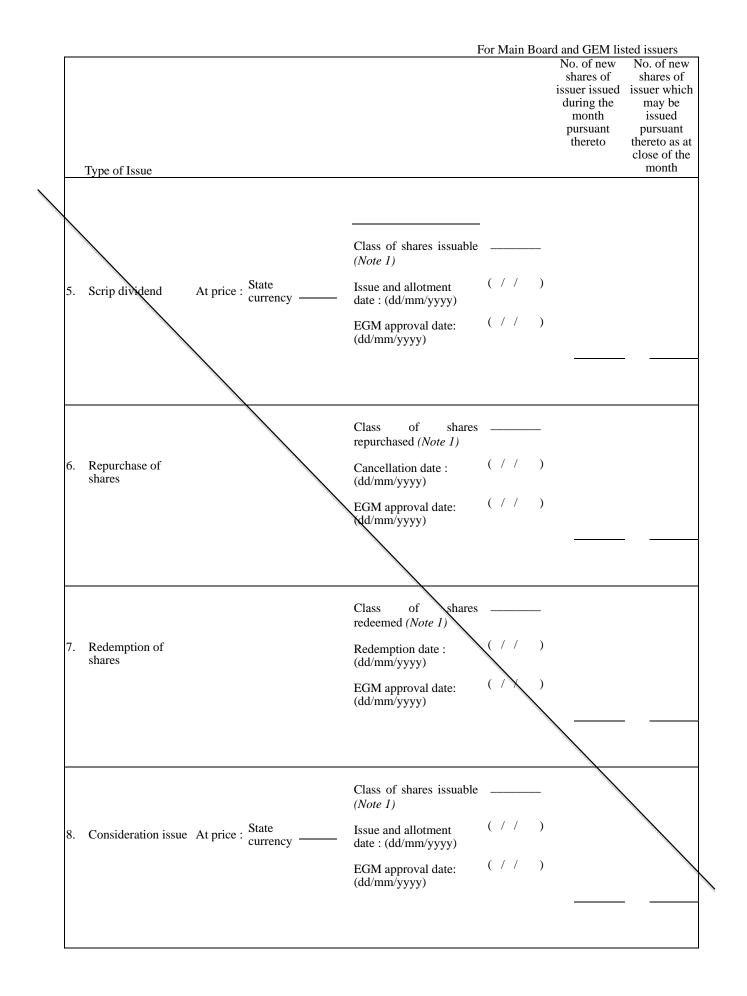
Description of warrants (Date of expiry - dd/mm/yyyy)		Nominal value at close of preceding month	during the	Nominal value at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. 150,000,000 warrants	_					
Conferring rights to subscribe 150,000,000 warrants shares	HKD	N/A	N/A	51,750,000	N/A	150,000,000
(23 /11 /2011)		TT 1 / 1				
Stock code (if listed) Class of shares		Unlisted	-			
issuable (Note 1)		Ordinary Shares				
Subscription price		HK\$0.345				
EGM approval date (if applicable) (dd/mm/yyyy)	(-			
<u>2.</u>)	-			
Stock code (if listed) Class of shares issuable (<i>Note 1</i>)			-			
Subscription price			-			
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)	-			
3						
(/ /)	<u></u>	<u> </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)	(/ /)	-			
		Tota		nary shares) <u>Nil</u> ence shares) Nil		
				Other class) <u>Nil</u>		

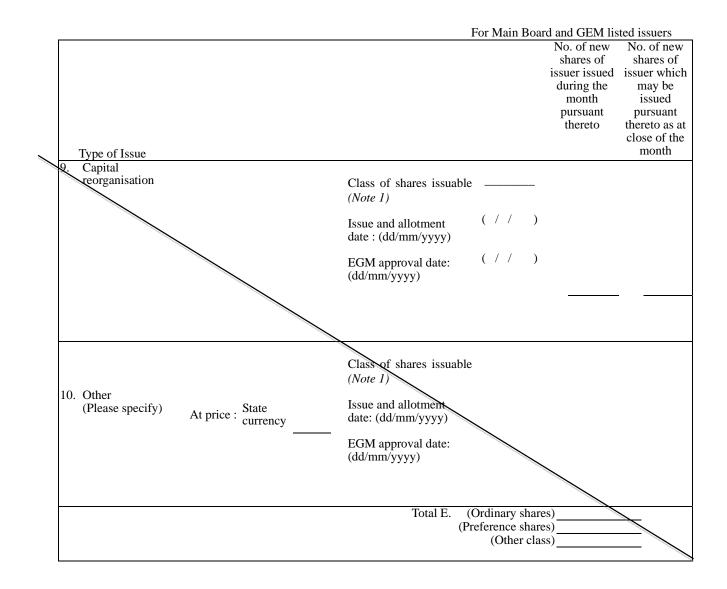
				For Main Board	and GEM liste	d issuers
Convertibles (i.e. Convertible int	to Shares of the I	ssuer which are to	be Listed)			
Chass and description					No. of new shares of issuer issued during the month pursuant	No. of new shares of issuer which may be issue pursuant thereto as at
	Currency of amount outstanding	Amount at close of preceding month	Converted during the month	Amount at close of the month	thereto	close of the month
1.	_					
	_					
<u>_</u>	_					
Stock code (if listed)		·				
Class of shares						
issuable (<i>Note 1</i>)	<u> </u>					
EGM approval date	\rightarrow					
(if applicable)	\backslash					
(dd/mm/yyyy))	<u> (/ / </u>					
2.	- \					
	_	\backslash				
	_	\backslash				
Stock code (if listed)						
Class of shares		\				
issuable (Note 1)		\				
Subscription price EGM approval date		— \				
(if applicable)		\backslash	`			
(dd/mm/yyyy)	(/ /)		\backslash			
3.	_					
	_					
	_					
Stock code (if listed)						
Class of shares			,	\backslash		
issuable (Note 1)				\backslash		
Subscription price EGM approval date				\backslash		
(if applicable)				\backslash		
	(/ /)			\backslash		
4.				\backslash	`	
					\backslash	
	_				\backslash	
Stock code (if listed)					\rightarrow	
Class of shares					\backslash	
issuable (Note 1)					\backslash	
Subscription price					\backslash	\backslash
EGM approval date (if applicable)						\backslash
(dd/mm/yyyy)	(/ /)					\backslash
· · · · · · · · · · · · · · · · · · ·	, , ,		Total C. (Ordin	nary shares)		
			(Prefere	ence 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 notice that including ECM approval data (dd/mm/uuuu)	No. of new shares of issuer issued during the month pursuant thereto	g issuer which may be
Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:		as at close of the month
1.		
1		
	/ /)	
share	es (Note 1)	
2.		
((
share	es (Note 1)	
3.		
(
char	es (Note 1)	
Sildiv		
Total D. (Ordina	ary shares)	
Iotal D. (Ordina)	ary shares)	_ \
		_ \
\mathcal{J}	ther class)	_ \

	er Movements in Issu 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
			Class of shares issuable (<i>Note 1</i>)					
1.	Rights issue	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuable (<i>Note 1</i>)					
2.	Open offer	At price : State Currency HK\$	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)	X	/ /)		
					·		\	
			Class of shares issuable (<i>Note 1</i>)					
4.	Bonus issue		Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		





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 Iss	ued Sh	are Capital").)

Remarks (if any):

This monthly return includes one continuation sheet regarding share options.

Submitted by: Chan Sze Man
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

III. Details of Movements in Issued Share Capital

Share Options (under	Share Option	Schemes of the I	ssuer)			
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 durin	ng the month		thereto	as at close of the month
(dd/mm/yyyy) and class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
4. Exercise	Granteu	Exercised	Cancelled	Lapsed		
Price						
HK\$0.2262						
Adopted on						
10 / 06 / 2002						
Ordinary	Nil	2,500,000	Nil	Nil	2,500,000	85,000,000
Shares	1111	2,300,000			2,300,000	05,000,000
(Note 2)						
5. Exercise						
Price						
HK\$0.28						
Adopted on						
(10/06/2002)						
Ordinary						
shares	Nil	Nil	Nil	Nil	Nil	95,550,000
(Note 2)			·	· <u> </u>		
(1000 2)						
6.						
0.						
(Note 2)		T		1 \	2 500 000	
		To	tal A. (Ordin	•	2,500,000	
				nce shares)		
				Other class)		
Total funds raised dur		from exercise of				
options (State currenc	•••)		T	IK\$565,500		