

## Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :	31/10/2011

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Tongda Group Holdings Limited	
Date Submitted	2 November 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 : Par value Authorised share No. of preference (State capital shares currency) (State currency) Balance at close of preceding month Increase/(decrease) Balance at close of the month 3. Other Classes of Shares Description : Stock code : Par value Authorised share No. of other capital (State 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 ordinary shares		No of preference	No. of other classes
	(1)	(2)	shares	of shares
Balance at close of preceding month	4,678,300,000	N/A	N/A	N/A
Increase/ (decrease) during the month	N/A	N/A	N/A	<u>N/A</u>
Balance at close of the month	4,678,300,000	N/A	N/A	N/A

III. Details of Movements in Issued Share Capital

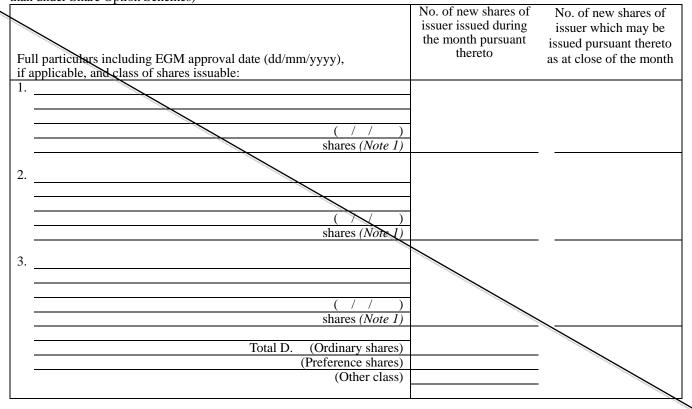
Particulars of share					No. of new shares of	No. of new shares of
option scheme	ding EGM oval date Movement during the month				issuer issued during	issuer which may be
including EGM					the month pursuant	issued pursuant thereto
approval date				thereto	as at close of the month	
(dd/mm/yyyy) and -						
class of shares	Constal	<b>F</b> 1	C	T 1		
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	1111	INII	1811	1111	INII	10,000,000
(Note 1)						
2. Exercise						
Price						
HK\$0.586						
Adopted on						
(10/06/2002)						
Ordinary						
-	Nil	Nil	Nil	Nil	Nil	38,000,000
shares (Note 1)						
3.Exercise						
Price						
HK\$0.315						
Adopted on						
(10/06/2002)						
Ordinary	N T * 1	N7'1	N T' 1	N T' 1	NT'1	01 000 000
shares	Nil	Nil	Nil	Nil	Nil	81,000,000
(Note 1)						
		Tot	al A. (Ordin		Nil	
				nce shares)	Nil	
			(0	Other class)	Nil	
Total funds raised dur options (State currence		from exercise of		Nil		

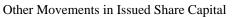
Description of warrants (Date of expiry - dd/mm/yyyy)		f Nominal value a close of preceding month	during the	Nominal value at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. 150,000,000 warrants	-					
Conferring rights to subscribe	-					1 50 000 000
150,000,000 warrants shares	HKD	<u>N/A</u>	N/A	51,750,000	N/A	150,000,000
(23 /11 /2011 )		The lister	1			
Stock code (if listed) Class of shares		Unlisted	<u> </u>			
issuable (Note 1)		Ordinary Shares	5			
Subscription price		HK\$0.345				
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)	<i>(</i> )					
(dd/mm/yyyy)	( /	/ )	-			
4.	-					
	-					
( / / )						
Stock code (if listed)						
Class of shares			_			
issuable (Note 1)			_			
Subscription price			_			
EGM approval date						
(if applicable)	( )	/ )				
(dd/mm/yyyy)	( /	/ )	-			
		Tot	al B. (Ordin	nary shares) Nil		
				ence shares) Nil		
				Other class) Nil		

Commentibles (i.e. Commentible int	o Change of the I			For Main Board	and GEM liste	d issuers
Convertibles (i.e. Convertible int		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
<u>1.</u>	-					
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)	-  ( / / ) -					
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)	( / / )		(Prefere	nary shares) ence shares) Other class)		

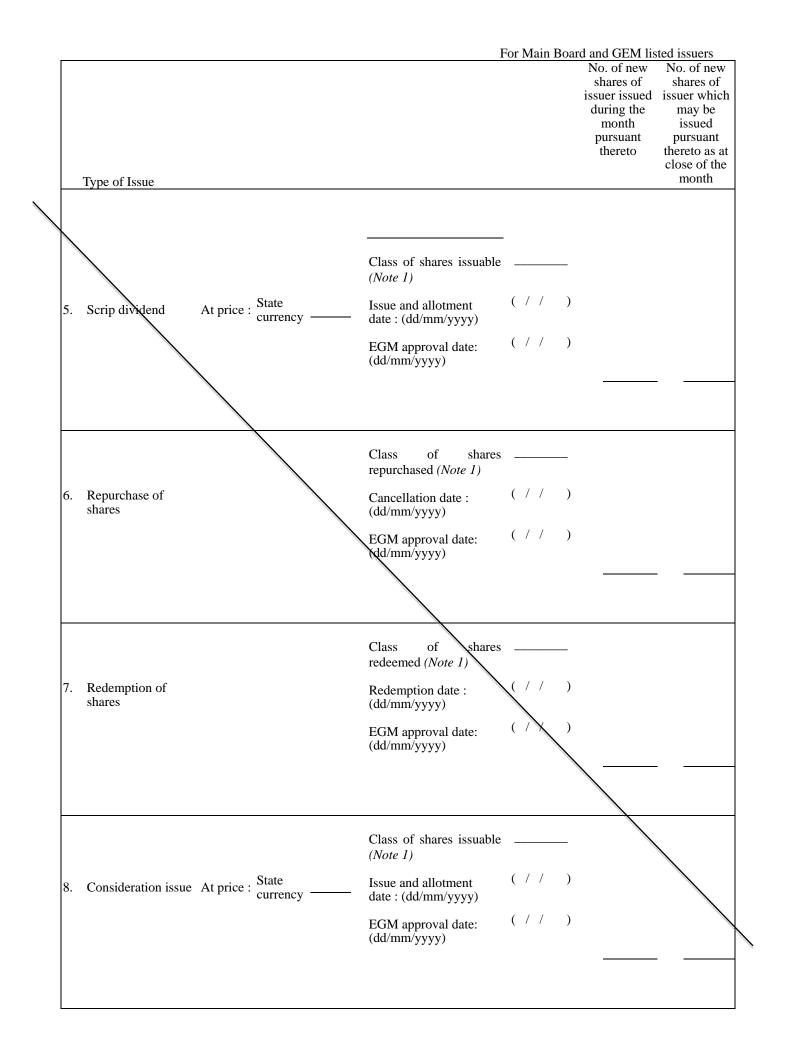
For Main Board and GEM listed issuers

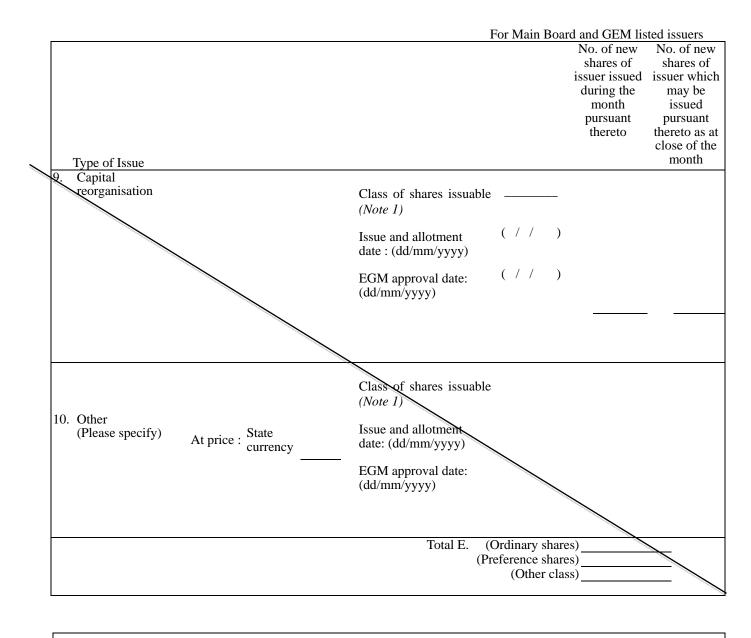
Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)





Class of shares issuable		her Movements in Issu Type of Issue	ied Share Capitar				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 Rate       At price : currency       date : (dd/mm/yyyy)         EGM approval date: $(///)$ (dd/mm/yyyy)       EGM approval date: $(///)$ 2. Open offer       At price : State       Issue and allotment $(///)$ 3. Placing       At price : State       Class of shares issuable								
2. Open offer At price : State (dd/mm/yyyy) 2. Open offer At price : State HKS Issue and allotment $(///)$ EGM approval date: $(///)$ (dd/mm/yyyy) EGM approval date: $(//)$ (dd/mm/yyyy) EGM approval date: $(//)$	1.	Rights issue	At price : State		( / /	)		
2. Open offer       At price : State currency       Issue and allotment date : (d/mm/yyyy)       ( / / )         EGM approval date: (d/mm/yyyy)       EGM approval date: ( / / )       ( / / )         3. Placing       At price : State currency       Class of shares issuable ( / / )         3. Placing       At price : State ( / / )       Issue and allotment date : ( / / )         Glass of shares issuable       ( / / )         ( / / )       EGM approval date: ( / / )         ( / / )       EGM approval date: ( / / )         ( / / )       EGM approval date: ( / / )         ( / / )       EGM approval date: ( / / )         ( / / )       EGM approval date: ( / / )         ( / / )       EGM approval date: ( / / )         ( / / )       EGM approval date: ( / / )         ( / / )       EGM approval date: ( / / )					( / /	)		
2. Open offer       At price : State currency       Issue and allotment date : (d/mm/yyyy)       ( / / )         EGM approval date: (d/mm/yyyy)       EGM approval date: ( / / )       ( / / )         3. Placing       At price : State currency       Class of shares issuable ( / / )         3. Placing       At price : State ( / / )       Issue and allotment date : ( / / )         Glass of shares issuable       ( / / )         ( / / )       EGM approval date: ( / / )         ( / / )       EGM approval date: ( / / )         ( / / )       EGM approval date: ( / / )         ( / / )       EGM approval date: ( / / )         ( / / )       EGM approval date: ( / / )         ( / / )       EGM approval date: ( / / )         ( / / )       EGM approval date: ( / / )         ( / / )       EGM approval date: ( / / )								
<ul> <li>2. Open offer At price : State currency Issue and allotment date : (dd/mm/yyyy)</li> <li>EGM approval date: (///)</li> <li>EGM approval date: (///)</li> <li>(d/mm/yyyy)</li> <li>EGM approval date: (//)</li> <li>(d/mm/yyyy)</li> <li>EGM approval date: (//)</li> <li>(///)</li> <li>EGM approval date: (//)</li> <li>(//)</li> <li>EGM approval date: (//)</li> </ul>								
3. Placing       At price : State currency       Issue and allotment date : (dd/mm/yyyy)         EGM approval date: (dd/mm/yyyy)       ( / / )         4. Bonus issue       Issue and allotment date : (dd/mm/yyyy)         EGM approval date: (dd/mm/yyyy)       ( / / )         EGM approval date: (dd/mm/yyyy)       ( / / )         EGM approval date: (dd/mm/yyyy)       ( / / )         EGM approval date: (dd/mm/yyyy)       EGM approval date: ( / / )	2.	Open offer	At price State		( / /	)		
3. Placing       At price : State currency       Issue and allotment date : (dd/mm/yyyy)         EGM approval date: (dd/mm/yyyy)       EGM approval date: (dd/mm/yyyy)         4. Bonus issue       Class of shares issuable (///)         Issue and allotment date : (dd/mm/yyyy)       Issue and allotment (///)         EGM approval date : (///)       Issue and allotment (///)         EGM approval date : (///)       Issue and allotment (///)         EGM approval date : (///)       Issue and allotment (///)					( / /	)		
3. Placing       At price : State currency       Issue and allotment date : (dd/mm/yyyy)         EGM approval date: (dd/mm/yyyy)       EGM approval date: (dd/mm/yyyy)         4. Bonus issue       Class of shares issuable (///)         Issue and allotment date : (dd/mm/yyyy)       Issue and allotment (///)         EGM approval date : (///)       Issue and allotment (///)         EGM approval date : (///)       Issue and allotment (///)         EGM approval date : (///)       Issue and allotment (///)								
<ul> <li>At price : currency hsuc and anomatic date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)</li> <li>EGM approval date: (dd/mm/yyyy)</li> <li>Class of shares issuable (Note 1)</li> <li>Issue and allotment ( / / ) date : (dd/mm/yyyy)</li> <li>EGM approval date: ( / / )</li> </ul>								
4. Bonus issue $ \begin{array}{c} \text{Class of shares issuable} \\ \text{(Note 1)} \\ \text{Issue and allotment} \\ \text{date : (dd/mm/yyyy)} \\ \text{EGM approval date:} \\ \begin{array}{c} (///) \\ (///) \\ \end{array} $	3.	Placing	At price : State	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
4. Bonus issue       (Note 1)         Issue and allotment       ( / / )         date : (dd/mm/yyyy)       EGM approval date:						)		
4. Bonus issue       (Note 1)         Issue and allotment       ( / / )         date : (dd/mm/yyyy)       EGM approval date:								
4. Bonus issue date : (dd/mm/yyyy) EGM approval date: (//)								
Doin approval date:	4.	Bonus issue		Issue and allotment date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)		
								. <u> </u>





Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	N/A
	(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
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	Issuer)			
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 (dd/mm/yyyy) and -	Movement during the month			thereto	as at close of the month	
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
4. Exercise						
Price						
HK\$0.2262						
Adopted on						
10 / 06 / 2002						
Ordinary	Nil	Nil	Nil	Nil	Nil	85,000,000
Shares	1111					
(Note 1)						
5. Exercise Price HK\$0.28 Adopted on (10/06/2002) Ordinary shares	Nil	Nil	Nil	Nil	Nil	95,550,000
(Note 1)						
<u>6.</u>						
(Note 1)			·			
(		To	otal A. (Ordin	ary shares)		
				nce shares)		
				Other class)		
Total funds raised dur		from exercise o				
options (State currenc	cy)					