

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :	29/02/2012
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To : Hong Kong Exchanges and Clearing Limited

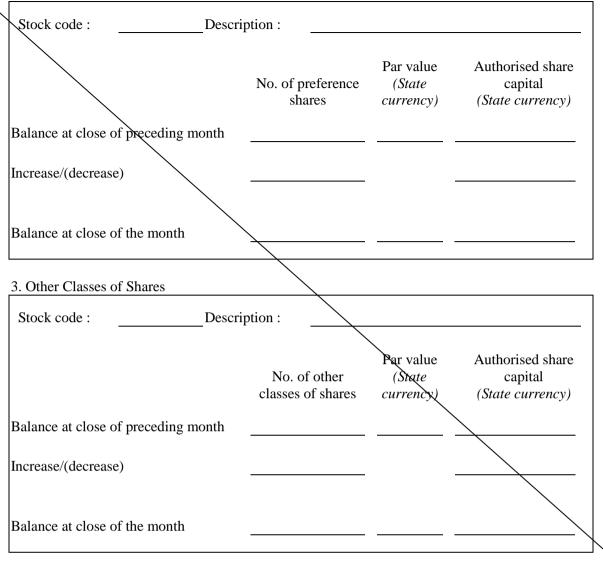
Name of Issuer	Tongda Group Holdings Limited
Date Submitted	1 March 2012

I. Movements in Authorised Share Capital

1. Ordinary Shares					
(1) Stock code : <u>698</u> Descrip	ription : 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\$200,000,00			
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					

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2. Preference Shares



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

Share Options (under Share Option Schemes of the	e Issuer)
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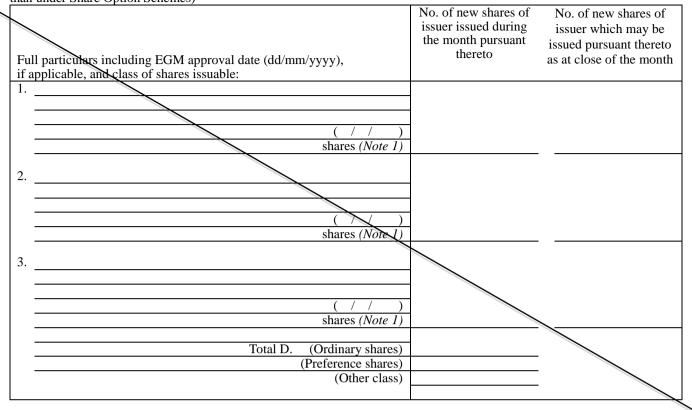
Particulars of share option scheme including EGM	rticulars of share option scheme ncluding EGM			9 1		No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
(dd/mm/yyyy) and –		Movement duri	ng the month		- thereto	as at close of the month	
class of shares							
issuable	Granted	Exercised	Cancelled	Lapsed			
1. Exercise							
Price							
HK\$0.485							
Adopted on							
10/06/2002							
Ordinary	NT'1	NT'1	NT'1	NT'1	NT'1	10,000,000	
Shares	Nil	Nil	Nil	Nil	Nil	10,000,000	
(Note 1)							
2. Exercise							
Price							
HK\$0.586							
Adopted on							
(10/06/2002)							
Ordinary	NT:1	NT:1	NT:1	NT:1	NT:1	29,000,000	
shares	Nil	Nil	Nil	Nil	Nil	38,000,000	
(Note 1)							
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		
			· ·	nce shares)	Nil		
			(0	Other class)	Nil		
Total funds raised dur		from exercise o	of	NT'1			
options (State currenc	cy)			Nil			

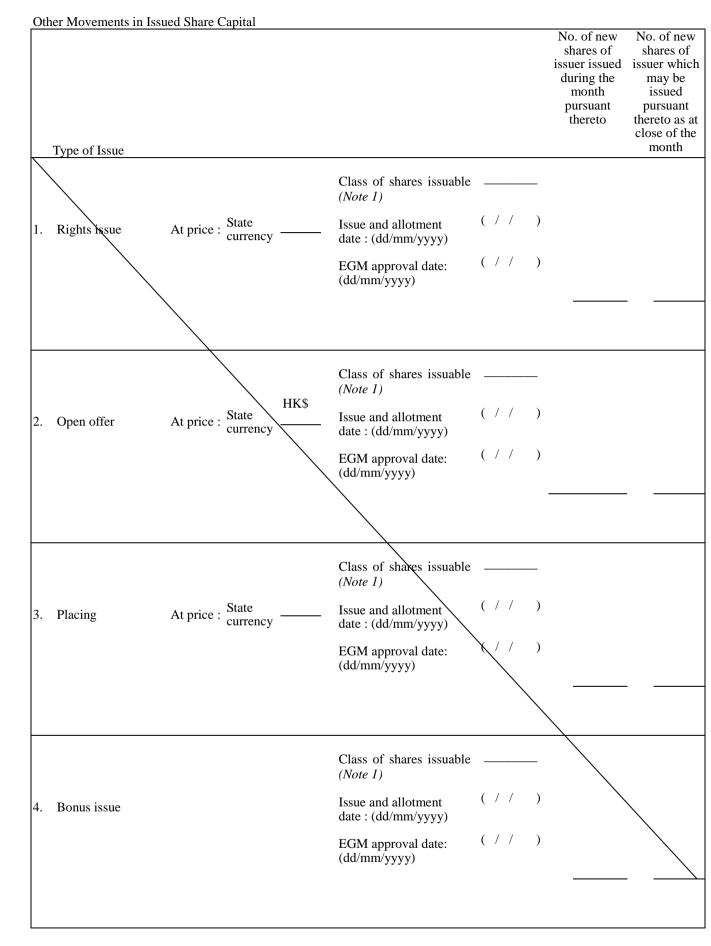
Warmanta to Jacua Sharaa of the Jac	war which are t	o ho Listad		For Main Board	and GEM liste	d issuers
Warrants to Issue Shares of the Iss Description of warrants (Date of expiry - dd/mm/yyyy)		Nominal value at close of preceding month	Exercised during the month	Nominal value at close of the month	No. 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.						
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.	(/ /					
(/ /)						<u> </u>
Stock code (if listed) Class of shares issuable (<i>Note 1</i>)				\backslash		
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy) 4.	(/ /)				
						<u> </u>
Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) (dd/mm/yyyy))				
(dd/mm/yyyy))Total	(Prefere	nary shares) <u>Nil</u> ence shares) <u>Nil</u> Other class) <u>Nil</u>		

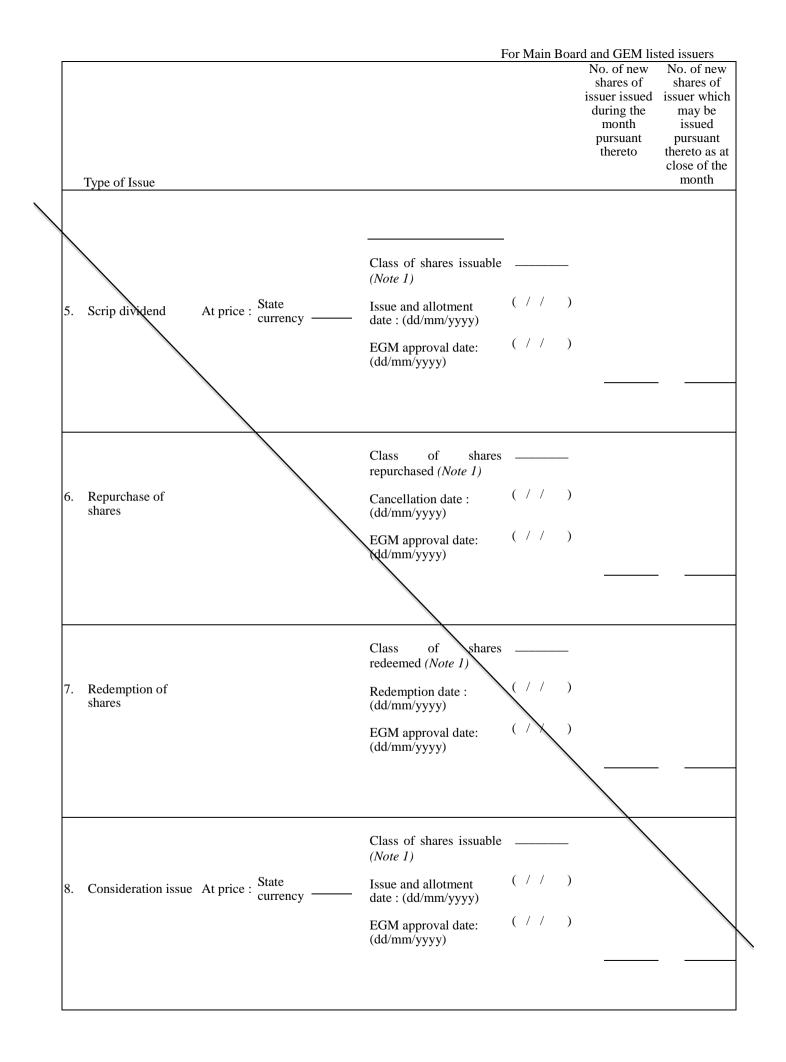
				For Main Board	and GEM liste	d issuers
Convertibles (i.e. Convertible in Chass and description		Amount at close of preceding	be Listed) Converted during the	Amount at close of the	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issue pursuant thereto as at close of the month
\backslash	outstanding	month	month	month		monui
1.						
	_					
	_					
Stock code (if listed) $\underline{\ }$	\					
Class of shares issuable (<i>Note 1</i>)	\backslash					
Subscription price	$\overline{}$					
EGM approval date						
(if applicable)						
(dd/mm/yyyy))	<u> (/ / </u>					
2.	- \					
	_	\backslash				
	_	\backslash				
Stock code (if listed)		<u> </u>				
Class of shares		\				
issuable (Note 1)		\				
Subscription price EGM approval date		— \				
(if applicable)		\backslash				
(dd/mm/yyyy)	(/ /)		\backslash			
3.	_		\backslash			
	_					
	_					
Stock code (if listed)		·	\longrightarrow			
Class of shares			```	\backslash		
issuable (Note 1)				\backslash		
Subscription price				\backslash		
EGM approval date (if applicable)				\backslash		
	(/ /)			\backslash		
4.				\backslash		
	_				\backslash	
	_				\backslash	
					\rightarrow	
Stock code (if listed) Class of shares					\backslash	
issuable (Note 1)					\backslash	
Subscription price					\backslash	\ \
EGM approval date						\backslash
(if applicable) (dd/mm/yyyy)	(/ /)					\backslash
(uu/ mm/ yyyy)	(/ /)		Fotal C. (Ordin	nary shares)		\backslash
			(Prefere	ence shares)		
			(Other class)		

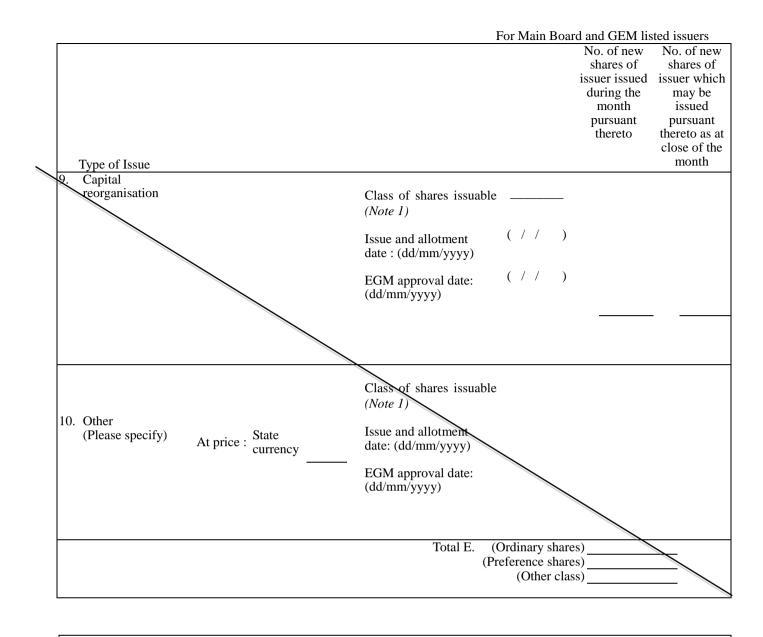
For Main Board and GEM listed issuers

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









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
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	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 duri	ng the month		thereto	as at close of the month
(dd/mm/yyyy) and -			0			
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
4. Exercise						
Price						
HK\$0.2262						
Adopted on						
10 / 06 / 2002						
Ordinary						
Shares	Nil	Nil	Nil	Nil	Nil	85,000,000
(Note 1)						
(1000 1)						
5. Exercise						
Price						
<u>HK\$0.28</u>						
Adopted on						
(10/06/2002)						
Ordinary	Nil	Nil	Nil	Nil	Nil	95,550,000
shares	1411			1411		,5,550,000
(Note 1)						
6.						
$(N_{-}, 1)$						
(Note 1)		т		1 \		
		10	otal A. (Ordin			
				nce shares)		
				Other class)		
Total funds raised dur		n from exercise o	f			
options (State currence	cy)					