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## **TONGDA GROUP HOLDINGS LIMITED**

**通達集團控股有限公司**

*(Incorporated in Cayman Islands with limited liability)*

**(Stock Code: 698)**

### **CHANGES IN THE COMPOSITION OF THE AUDIT COMMITTEE AND LIST OF DIRECTORS AND THEIR ROLES AND FUNCTIONS**

The Board announces the following changes in the composition of the Audit Committee, all of which will take effect from 1 April 2012:

- (1) Mr. Wang Ya Nan will cease to serve as a member of the Audit Committee;
- (2) Mr. Choi Wai Sang will cease to serve as a member of the Audit Committee.

The board of directors (the “Board”) of Tongda Group Holdings Limited (the “Company”) announces the following changes in the composition of the committee (the “Audit Committee”) of the Company, which are made in order to comply with the forthcoming amendments to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited:

#### **CHANGES IN THE COMPOSITION OF THE AUDIT COMMITTEE**

Mr. Wang Ya Nan, the Chairman of the Company, and Mr. Choi Wai Sang, the Executive Director of the Company, will cease to serve as the members of the Audit Committee, which will take effect from 1 April 2012.

## LIST OF DIRECTORS AND THEIR ROLES AND FUNCTIONS

Following the aforesaid changes with effect from 1 April 2012, the members of the Board and the membership of the 3 Board committees of the Company will be as follows:

### Members of the Board

#### *Executive Directors*

Mr. Wang Ya Nan (*Chairman*)  
Mr. Wang Ya Hua (*Vice Chairman*)  
Mr. Wong Ah Yu  
Mr. Wong Ah Yeung  
Mr. Choi Wai Sang  
Mr. Wang Ming Che

#### *Independent Non-executive Directors*

Mr. Ting Leung Huel, Stephen  
*MH, FCCA, FCPA (PRACTISING), ACA, CTA (HK), FHKIoD*  
Mr. Cheung Wah Fung, Christopher, *JP*  
Dr. Yu Sun Say, *GBS, SBS, JP*

The Board has set up three committees and their memberships are set out below:-

#### **Audit Committee**

Mr. Ting Leung Huel, Stephen (*Chairman*)  
Mr. Cheung Wah Fung, Christopher  
Dr. Yu Sun Say

#### **Remuneration Committee**

Mr. Ting Leung Huel, Stephen (*Chairman*)  
Mr. Wang Ya Nan  
Mr. Cheung Wah Fung, Christopher  
Dr. Yu Sun Say

#### **Nomination Committee**

Mr. Wang Ya Nan (*Chairman*)  
Mr. Ting Leung Huel, Stephen  
Mr. Cheung Wah Fung, Christopher  
Dr. Yu Sun Say

By Order of the Board  
**Tongda Group Holdings Limited**  
**Wang Ya Nan**  
*Chairman*

Hong Kong, 30 March 2012

*As at the date of this announcement, the executive directors of the Company includes Messrs Wang Ya Nan, Wang Ya Hua, Wong Ah Yu, Wong Ah Yeung, Choi Wai Sang, Wang Ming Che, and independent non-executive directors Dr. Yu Sun Say JP, Mr. Ting Leung Huel Stephen and Mr. Cheung Wah Fung, Chirstopher, JP.*