

Monthly Return of Equity Issuer on Movements in Securities

To : Hong Kong Exchanges and Clearing Limited

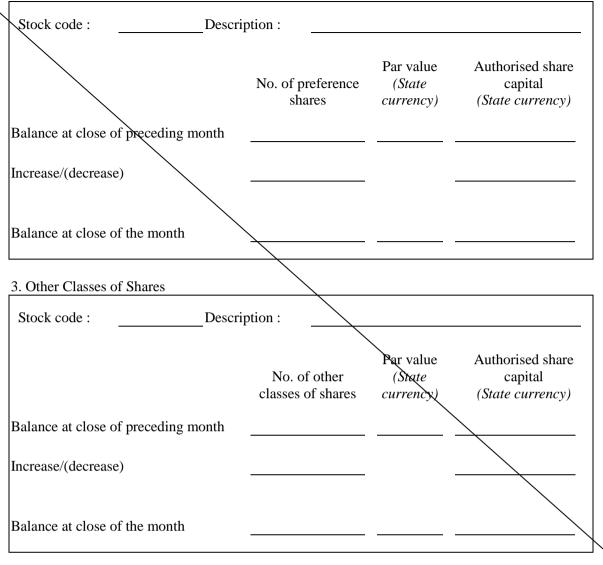
Name of Issuer	Tongda Group Holdings Limited
Date Submitted	3 May 2012

I. Movements in Authorised Share Capital

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

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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	4,683,300,000	Nil	Nil	Nil	
Increase/ (decrease) during the month	Nil	Nil	Nil	Nil	
Balance at close of the month	4,683,300,000	Nil	Nil	Nil	

III. Details of Movements in Issued Share Capital

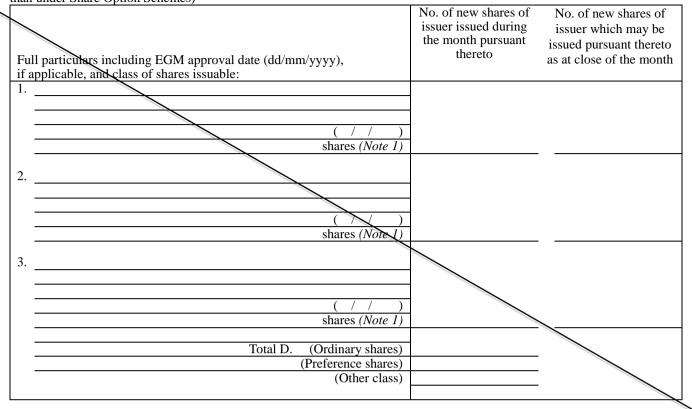
Share Options (under Share Option Schemes of the Issuer)

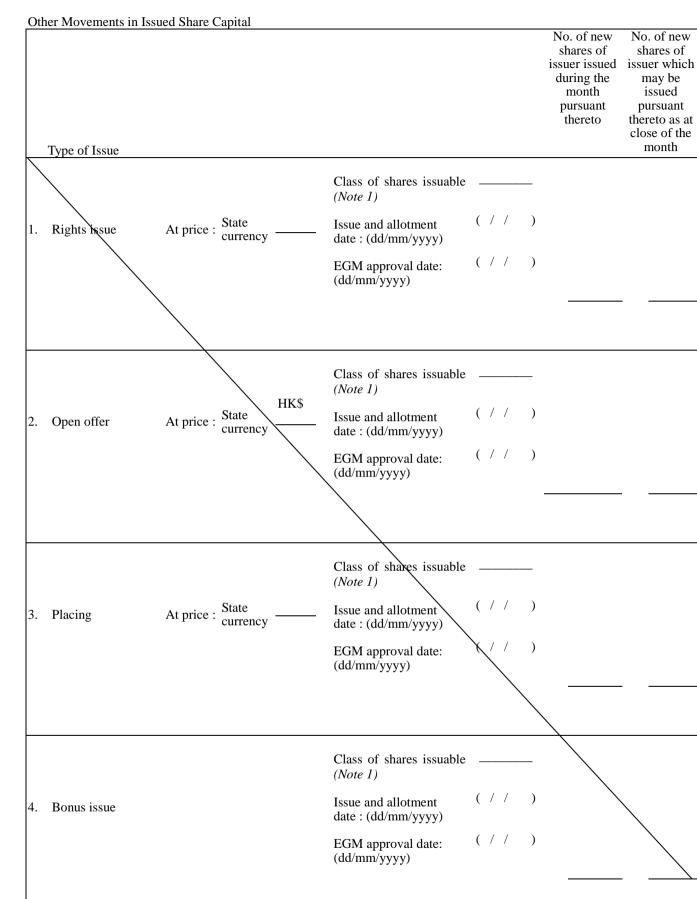
Particulars of share option scheme including EGM	k	Selfences of the I			No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
approval date (dd/mm/yyyy) and -		Movement durin	ng the month		thereto	as at close of the month
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Exercise	Granted	Excretised	Culleened	Lupsed		
Price						
HK\$0.485						
Adopted on						
10 / 06 / 2002						
Ordinary	Nil	Nil	Nil	Nil	Nil	10,000,000
Shares	1411					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	2 ***	2 ***	****	N 711	2 ***	01 000 000
shares	Nil	Nil	Nil	Nil	Nil	81,000,000
(Note 1)			·			
(To	tal A. (Ordin	ary shares)	Nil	
				nce shares)	Nil	
				Other class)	Nil	
Total funds raised dur	ing the month	from exercise of		,		
options (State currenc				Nil		
	• /					

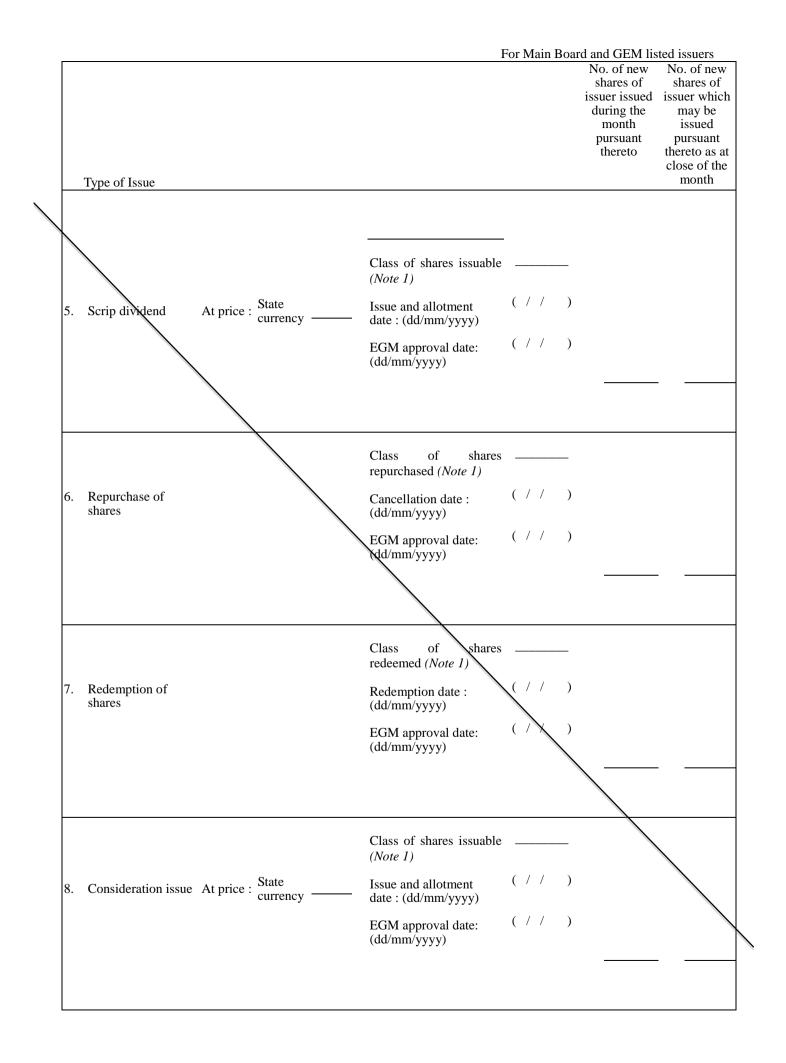
Warmanta to Lagua Sharaa of the Lag	wan which and t	he Listed		For Main Board	and GEM liste	d issuers
Warrants to Issue Shares of the Iss Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal	Nominal value at close of preceding month	Exercised during the month	Nominal value at close 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.)				
	\backslash	\backslash				
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			\backslash	\backslash		
issuable (Note 1)						
Subscription price						
(if applicable))				
(dd/mm/yyyy) 4.	(/ /)				
				\backslash		
(/ /)					<u> </u>	<u> </u>
Stock and (if listed)					\backslash	
Class of shares						
issuable (<i>Note 1</i>) Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)			\backslash	
		Total	B. (Ordin	nary shares)	Nil	\backslash
		10111	(Prefere	ence shares)	Nil	
			(Other class)	Nil	. \

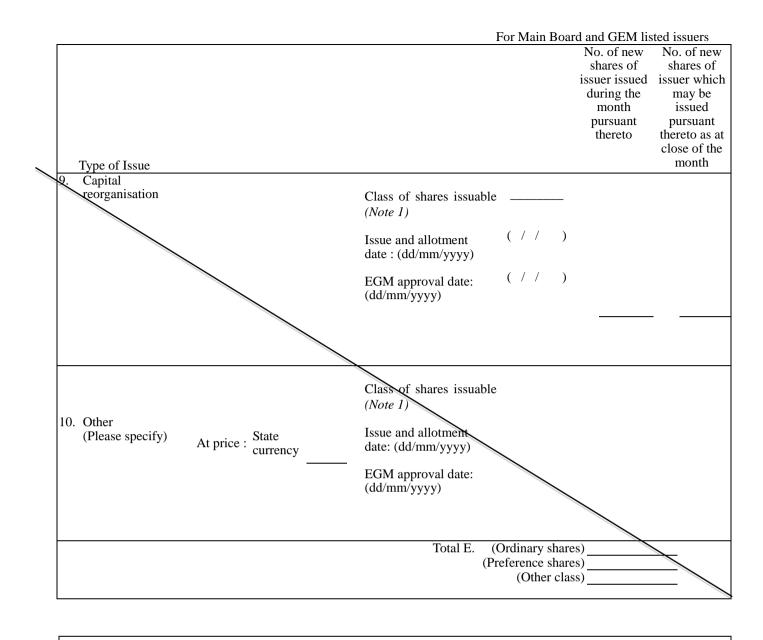
		1 • 1		For Main Board	and GEM liste	d issuers
onvertibles (i.e. Convertible in hass and description	tto Shares of the I	ssuer which are to	be Listed)		No. of new shares of issuer issued during the month	No. of new shares of issuer which may be issue pursuant
	Currency of amount outstanding	Amount at close of preceding month	Converted during the month	Amount at close of the month	pursuant thereto	thereto as a 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))						
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)	(/ /) 					
Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)			nary shares) ence shares) Other class)	Nil Nil Nil	

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 Issue	ied 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 approval date		Movement duri	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
(dd/mm/yyyy) and ⁻		Movement duri	ng 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	80,000,000
Shares						
(Note 1)						
5. Exercise Price HK\$0.28 Adopted on (10 /06/2002)						
Ordinary	Nil	Nil	Nil	Nil	Nil	95,550,000
shares	1111	1111	1111	1111	1111	
(Note 1)						
6.						
(Note 1)		m		1 \		
		10	otal A. (Ordin			
				nce shares)		
T . 1 . 1 . 1 1	•	с ·		Other class)		
Total funds raised dur options (State currenc		from exercise of	t			
• ·	-					