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TONGDA GROUP HOLDINGS LIMITED

通達集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 698)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 3 JULY 2015

The Board is pleased to announce that at the EGM held on Friday, 3 July 2015, the proposed ordinary resolution to approve, among other things, the Acquisition Agreement and the transactions contemplated thereunder was duly passed by the Shareholders by way of poll.

Reference is made to the circular (the “**Circular**”) of Tongda Group Holdings Limited and the notice (the “**Notice**”) of the extraordinary general meeting dated 12 June 2015. Unless the context otherwise requires, terms defined in this announcement shall have the same meanings as those defined in the Circular.

RESULTS OF THE EGM

At the EGM, the proposed resolution as set out in the Notice was taken by poll. The Company’s branch share registrar in Hong Kong, Union Registrars Limited, was appointed as the scrutineer at the EGM for the purpose of vote-taking.

As at the date of the EGM, the total number of issued Shares in the Company was 5,469,150,000 Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against at the EGM. There was no Share entitling any Shareholders to attend and abstain from voting in favour of the ordinary resolution at the EGM as set out in Rule 13.40 of the Listing Rules and no Shareholder was required under the Listing Rules to abstain from voting at the EGM. There was no party who had stated his/her/its intention in the Circular to vote against or to abstain from voting on the ordinary resolution at the EGM.

The Board is pleased to announce that the proposed resolution was duly passed by the Shareholders by way of poll at the EGM. The poll results in respect of the resolution proposed at the EGM was as follows:

Ordinary resolution	Number of votes (%)	
	For	Against
To approve, confirm and ratify the Acquisition Agreement and the transactions contemplated thereunder (including but not limited to the grant of a specific mandate to the Directors for the issue of the Consideration Shares), details of which are set out in the Notice.	3,494,216,624 (100%)	0 (0%)

As more than 50% of the votes were cast in favour of the proposed resolution, the resolution was duly passed as an ordinary resolution of the Company.

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

Hong Kong, 3 July 2015

As at the date of this announcement, the Board comprises Mr Wang Ya Nan, Mr Wang Ya Hua, Mr Wong Ah Yu, Mr Wong Ah Yeung, Mr Choi Wai Sang and Mr Wang Ming Che as executive Directors; and Dr Yu Sun Say, J.P., Mr Cheung Wah Fung, Christopher, J.P. and Mr Ting Leung Huel Stephen as independent non-executive Directors.