

## **Monthly Return of Equity Issuer on Movements in Securities**

For the month ended (dd/mm/yyyy): 31/07/2015								
To: Hong Kong Exchanges and Clearing Limited								
Name of Issuer Tongda Group Holdings Limited								
Date Submitted	3 August	t 2015						
I. Movements in Authorised S	Share Capit	al						
1. Ordinary Shares								
(1) Stock code : <u>698</u>	Descrip	otion:	Ordinary	Shares				
		No. of o		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)		N	Nil Nil		Nil			
Balance at close of the month		20,000,0	000,000	HK\$0.01	HK\$200,000,000			
(2) Stock code :	Descrip	otion:						
		No. of o		Par value (State currency)	Authorised share capital (State currency)			
Balance at close of preceding	Balance at close of preceding month							
Increase/(decrease)								
Balance at close of the month								

Description :		
No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
nth		
Description:		
No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
nth		
	No. of preference shares  nth  Description:  No. of other classes of shares	No. of preference shares  Par value (State currency)  Par value (State currency)  Par value (State currency)

No. of new shares of

Nil

Nil

No. of new shares of

#### 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	5,469,150,000	Nil	Nil	Nil	
Increase/ (decrease) during the month	190,000,000	Nil	Nil	Nil	
Balance at close of the month	5,659,150,000	Nil	Nil	Nil	

#### III. Details of Movements in Issued Share Capital

Particulars of share

Share Options (under Share Option Schemes of the Issuer)

option scheme issuer issued during issuer which may be including EGM the month pursuant issued pursuant thereto approval date as at close of the month thereto Movement during the month (dd/mm/yyyy) and class of shares issuable Granted Exercised Cancelled Lapsed 1. Exercise Price HK\$0.485 Adopted on 10 / 06 / 2002Ordinary Nil Nil Nil Nil Nil 10,000,000 Shares (*Note 1*) 2. Exercise Price HK\$0.586 Adopted on (10 /06/2002 Ordinary Nil Nil Nil Nil Nil 34,000,000 shares (*Note 1*) 3. Exercise Price HK\$0.315 Adopted on (10/06/2002) Ordinary Nil Nil Nil Nil Nil 75,000,000 shares (*Note 1*) Total A. (Ordinary shares) Nil

(Preference shares)

(Other class)

Nil

options (State currency)

Total funds raised during the month from exercise of

warrants to issue Shares of the iss	uer winch are u	o be Listed				
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	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 (Note 1) Subscription price 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.	( / /	)				
			$\overline{}$			
Stock code (if listed) Class of shares issuable (Note 1)						
Subscription price EGM approval date						
(if applicable)	(	,				
4.	( / /	)				
( / / )					$\overline{}$	
Stock code (if listed) Class of shares issuable (Note 1)						
Subscription price EGM approval date						
(if applicable) (dd/mm/yyyy)	( / /	)				
(dd/iiiii/yyyy)	( 1 1	Total	(Prefere	nary shares) ence shares) Other class)		
						\

Convertibles (i.e. Convertible into	Shares of the I	ssuer which are to	be Listed)			
Chass and description					No. of new shares of issuer issued	No. of new shares of issuer which
	Currency of amount outstanding	Amount at close of preceding month	Converted during the month	Amount at close of the month	during the month pursuant thereto	may be issued pursuant thereto as at close of the month
1.	-					
	-					
	-					
Stock code (if listed)						
Class of shares	\					
issuable (Note 1)	$\overline{}$					
Subscription price EGM approval date	$\overline{}$					
(if applicable)						
(dd/mm/yyyy))	( / / )					
2.	-					
	-					
	_					
Stock code (if listed)	· · · · · · · · · · · · · · · · · · ·					-
Class of shares						
issuable ( <i>Note 1</i> ) Subscription price		<u> </u>				
EGM approval date		<u> </u>				
(if applicable)						
(dd/mm/yyyy)	( / / )					
3.	-					
	-					
	-					
Stock code (if listed)			$\overline{}$			
Class of shares			\			
issuable (Note 1)						
Subscription price EGM approval date						
(if applicable)						
(dd/mm/yyyy)	( / / )					
4.	-			\	\	
	-					
-	-					
Stock code (if listed)		-			$\overline{}$	-
Class of shares						
issuable (Note 1)					\	
Subscription price EGM approval date					\	
(if applicable)						
(dd/mm/yyyy)	( / / )					
		-		nary shares)		
				nce shares) Other class)		-
			(1		1 111	-

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)

than under Share Option Schemes)		
Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:	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.		
shares (Note 1	<u>)</u>	
2.		
shares (Note 1		
3.		
shares (Note 1	)	
Total D. (Ordinary shares (Preference shares		
(Other class		
	i	

Oi	Type of Issue	in Issued Share Capital				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
	Type of Issue		Class of shares issuable				
		State	(Note 1)	( /	/ )		
1.	Rights issue	At price : State currency	Issue and allotment date : (dd/mm/yyyy)				
			EGM approval date: (dd/mm/yyyy)	( /	/ )		
			Class of shares issuable (Note 1)				
2.	Open offer	At price : State currency HK\$	Issue and allotment date : (dd/mm/yyyy)	( /	/ )		
			EGM approval date: (dd/mm/yyyy)	( /	/ )		
							-
			Class of shares issuable (Note 1)				
3.	Placing	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	( /	/ )		
			EGM approval date: (dd/mm/yyyy)	/	/ )		
			Class of shares issuable (Note 1)				
4.	Bonus issue		Issue and allotment date : (dd/mm/yyyy)	( /	/ )		
			EGM approval date: (dd/mm/yyyy)	( /	/ )		

For Main Board and GEM listed issuers No. of new No. of new shares of shares of issuer issued issuer which during the may be issued month pursuant pursuant thereto thereto as at close of the month Type of Issue Class of shares issuable (*Note 1*) At price : State ( / / Issue and allotment Scrip dividend currency date: (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) of Class shares repurchased (Note 1) ( / / ) Repurchase of Cancellation date: shares (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) Class of shares redeemed (Note 1) Redemption of ( / / Redemption date: shares (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) Class of shares issuable (*Note 1*) ( / / ) 8. Consideration issue At price : State currency Issue and allotment

date: (dd/mm/yyyy)

EGM approval date: (dd/mm/yyyy)

( / / )

HongKong	1186021.1

For Main Board and GEM listed issuers No. of new No. of new shares of shares of issuer issued issuer which may be during the month issued pursuant pursuant thereto as at thereto close of the month Type of Issue Capital reorganisation Class of shares issuable (*Note 1*) ( / / ) Issue and allotment date: (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy)Class of shares issuable (*Note 1*) 10. Other At price : State Issue and allotment (Please specify) date: (dd/mm/yyyy) currency EGM approval date: (dd/mm/yyyy) Total E. (Ordinary shares)

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	190,000,000
	(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 Issi	ied Sh	are Capital").)

(Preference shares)
(Other class)

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:

- State the class of shares (e.g. ordinary, preference or other). 1.
- If there is insufficient space, please append the prescribed continuation sheet. 2.

# **Continuation Sheet**

### III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

Particulars of share option scheme	•		,		No. of new shares of issuer issued during	No. of new shares of 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		Movement duri	ng the month		·	as at close of the month
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
4. Exercise	Granica	Lacreised	Cancenca	Барзец		
Price						
HK\$0.87						
Adopted on						
(12/05/2014)						
Ordinary	Nil	Nil	Nil	Nil	Nil	92,700,000
shares	1111					92,700,000
(Note 1)						
_						
5.						
(Note 1)		-				
(11010-1)						
6.						
						-
(Note 1)		T	. 1	1 \		
		10	otal A. (Ordin			
				nce shares) Other class)	<del></del>	
Tatal famile main 1.1		. C		Juici Class)		
Total funds raised du options (State curren		i irom exercise o	01			
options (state current	~y <i>)</i>					