

(Revised)

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : <u>31/07/2015</u>

To : Hong Kong Exchanges and Clearing Limited

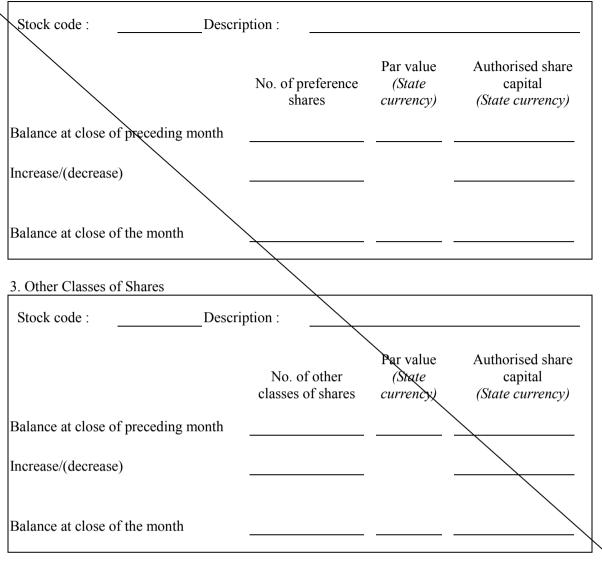
Name of Issuer	Tongda Group Holdings Limited
Date Submitted	22 March 2016

I. Movements in Authorised Share Capital

1. Ordinary Sh	ares
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(1) Stock code : <u>698</u> Descrip	ption : 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	<u>HK\$0.01</u>	HK\$200,000,000
(2) Stock code :Descrij	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			

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 ordin	ary 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 option scheme including EGM approval date					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	ing 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						
Shares	Nil	Nil	Nil	Nil	Nil	10,000,000
(Note 1)						
2.ExercisePriceHK\$0.586Adopted on						
(10/06/2002)						
Ordinary	5.711	5.711	2.11	5 T'1	2.71	• • • • • • • • •
shares	Nil	Nil	Nil	Nil	Nil	34,000,000
(Note 1)						
3. Exercise Price HK\$0.315 Adopted on (10 /06/2002)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	75,000,000
(Note 1)						
		To	otal A. (Ordin		Nil	
			(Prefere	nce shares)	Nil	
			(0	Other class)	Nil	
Total funds raised dur options (State currenc		from exercise of	of	Nil		

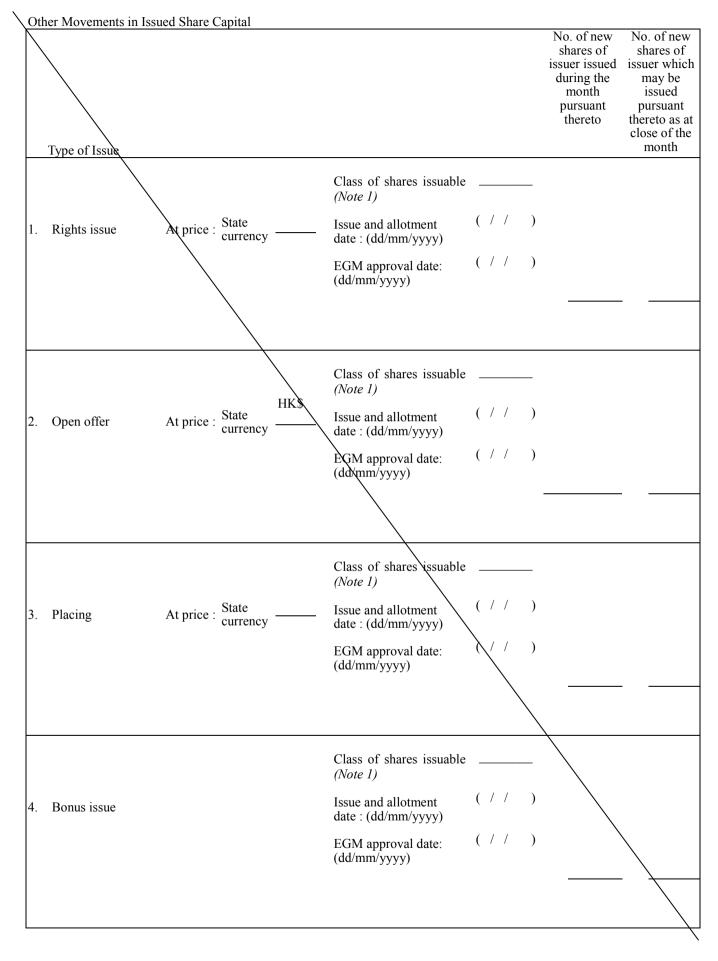
		- 1- T : 1		For Main Board	and GEM liste	d issuers
Varrants to Issue Shares of the Iss Description of warrants (Date of expiry - dd/mm/yyyy)		Nominal value at close of preceding month	Exercised during the month	Nominal value at close of the month	No. of new shares of issuer issued during the month pursuant 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 (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.	(/ /					
(/ /)	·					·
Stock code (if listed)			\backslash	`		
Class of shares issuable (Note 1)				\backslash		
Subscription price EGM approval date (if applicable))				
· · · · · · · · · · · · · · · · · · ·	·	·		· `	<u> </u>	
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable))				
		· · · · · ·		nom abono-	NT'1	\backslash
		Total	(Prefere	nary shares) ence shares) Other class)		

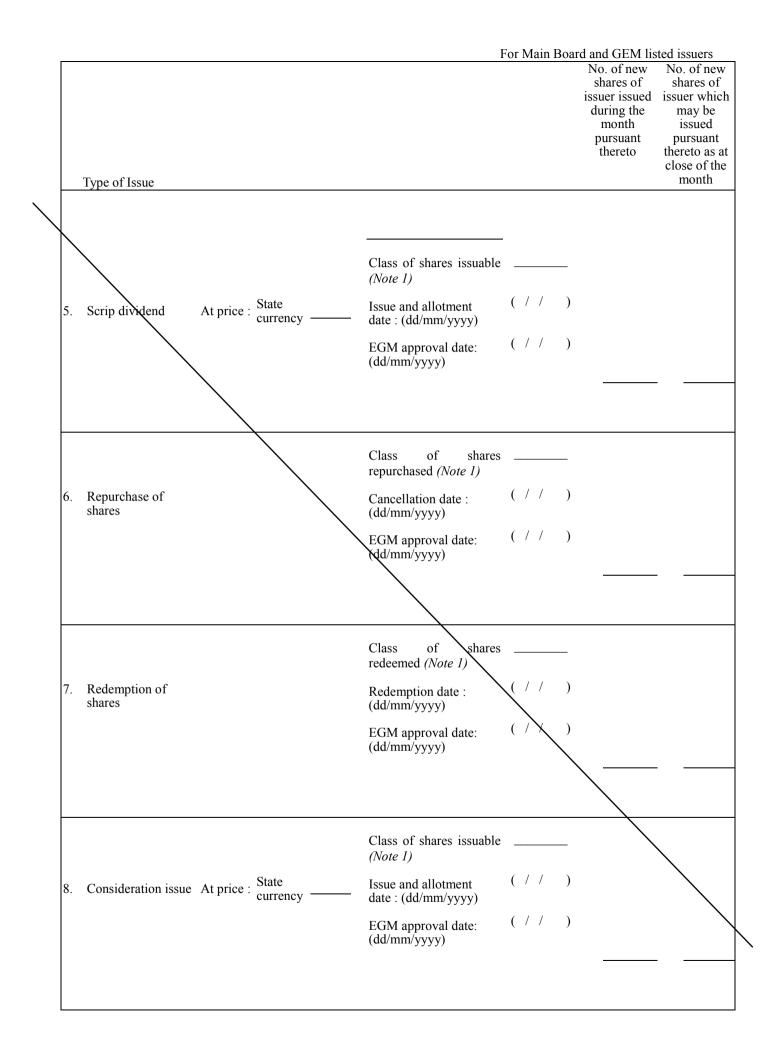
For Main Board and GEM listed issuers

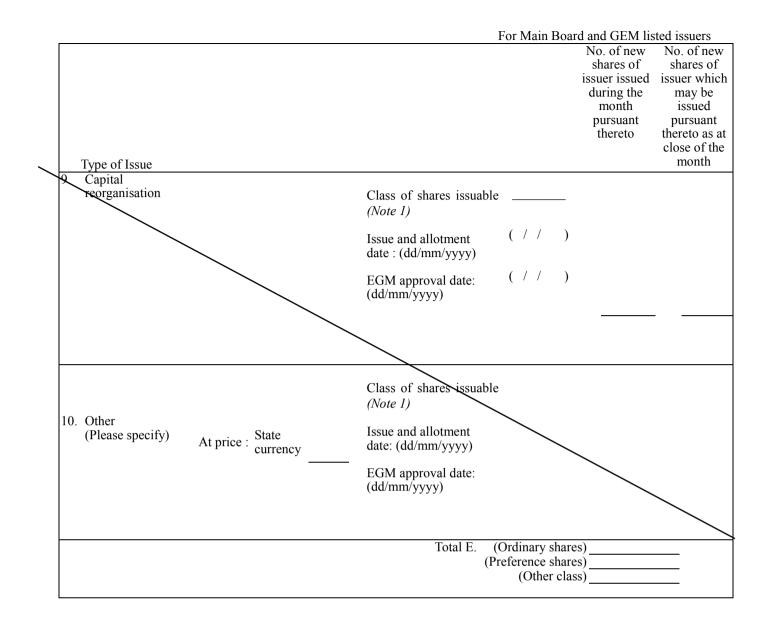
onvertibles (i.e. Convertible :					No. of new shares of	No. of new shares of
lass and description	Currency of amount outstanding	Amount at close of preceding month	Converted during the month	Amount at close of the month	issuer issued during the month pursuant thereto	issuer which may be issued pursuant thereto as at close of the month
1. 1 % convertible bonds						
due on 25 June 2018						
	HK\$	Nil	Nil	880,000,000	Nil	468,085,10
Stock code (if listed)	<u> </u>	1111	1111	880,000,000	1111	408,085,10
Class of shares						
issuable (Note 1)	Ordinary shares	3				
Subscription price	HK\$1.88					
EGM approval date (if applicable)						
(dd/mm/yyyy))	(/ /)					
2.						
Staal- and (if listed)						
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)					
3.						
Stock code (if listed)	<u> </u>					
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	(1 1)					
(dd/mm/yyyy)	(/ /)					
•						
Stock and (if listed)						
Stock code (if listed)						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /)					
(uu/mm/yyyy)	(/ /)		Fotal C. (Ordin	nary shares)	Nil	
				ence shares)	Nil	
				Other class)	Nil	-

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)

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		
2		
3		
Total D. (Ordinary shares) (Preference shares) (Other class)		







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 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 option scheme including EGM approval date	Movement during 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 - class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
4. Exercise				1		
Price						
HK\$0.87						
Adopted on						
(12/05/2014)						
Ordinary	Nil	Nil	Nil	Nil	Nil	92,700,000
shares (Note 1)						
(10010-1)						
5.						
(Note 1)						
6.						
0.						
(Note 1)		т	tal A (Ordin	am (ala ana a)		
		Total A. (Ordinary shares) (Preference shares)				
	(Other class)					
Total funds raised du	ing the month	from exercise o				
options (State currence						
- `						