

(Revised)

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm	/yyyy):	31/10/2015							
To: Hong Kong Exchanges and	d Clearing	Limited							
Name of Issuer Tongda Group Holdings Limited									
Date Submitted	22 March	1 2016							
1.10	G i	1							
I. Movements in Authorised Sh	iare Capita	11							
1. Ordinary Shares									
(1) Stock code : <u>698</u>	Descrip	tion: Ordinary	Shares						
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)					
Balance at close of preceding n	nonth	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 :	Descrip	tion :							
		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									

HK\$200,000,000

Stock code:	Description :		
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding me	onth		
Increase/(decrease)			
Balance at close of the month			
3. Other Classes of Shares			
Stock code :	Description :		
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding me	onth		
Increase/(decrease)			

currency):

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	5,725,650,000	Nil	Nil	Nil
Increase/ (decrease) during the month	Nil	Nil	Nil	Nil
Balance at close of the month	5,725,650,000	Nil	Nil	Nil

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer) Particulars of share No. of new shares of No. of new shares of 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 Exercise Price HK\$0.485 Adopted on 10 / 06 / 2002 Ordinary Nil Nil Nil Nil Nil 10,000,000 Shares (*Note 1*) 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 10,000,000 shares (Note 1) Total A. (Ordinary shares) Nil (Preference shares) Nil (Other class) Nil Total funds raised during the month from exercise of options (State currency) Nil

Description of warrants (Date of expiry - dd/mm/yyyy)					No. of new shares of issuer issued during the month pursuant	No. of new shares of issuer which may be issued pursuant thereto as at
	Currency of Nominal close value preceding	e of dur	ercised ring the nonth	Nominal value at close of the month	thereto	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) Class of shares issuable (Note 1)						
Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 4.	(/ /)					
(/ /)						
Stock code (if listed) Class of shares issuable (Note 1) Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
		Total B.	(Preferen	ary shares) nce shares) Other class)	Nil Nil Nil	-

Convertibles (i.e. Convertible	into Shares of the I	ssuer which are to	be Listed)			
Class and description	Currency of amount outstanding	Amount at close of preceding month	Converted during the month	Amount 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. 1% convertible bonds						
due on 25 June 2018						
		990 000 000	NEI	990 000 000	NI:1	175 (75 (75
Stock code (if listed)	HK\$ N/A	880,000,000	Nil	880,000,000	Nil	475,675,675
Class of shares	14/11					
issuable (Note 1)	Ordinary share	s				
Subscription price	HK\$1.85					
EGM approval date						
(if applicable) (dd/mm/yyyy))	(/ /)					
2.	(/ /)					
2.						
Stock code (if listed)						
Class of shares						
issuable (Note 1) Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)					
3.						
G. 1 (COL. 1)						
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)					
4.						
	<u></u>					
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	(/ /)					
	(' ')		Total C. (Ordi	nary shares)	Nil	
			(Prefer	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)

that 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)	-	
2		
	-	
shares (Note 1)	Į	
Shares (Note 1)		
3.		
(/ /)		
shares (Note 1)		
Total D. (Ordinary shares)	-	
(Preference shares)		
(Other class)		

Our Sur	Type of Issue	ssued 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
			Class of shares issuable (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)

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 Issue and allotment (Please specify) State At price: date: (dd/mm/yyyy) currency EGM approval date: (dd/mm/yyyy) (Ordinary shares) Total E. (Preference shares) (Other class)

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 Issa	ued Sh	are Capital").)

Remarks (if any): This monthly return includes one continuation sheet regarding shere entires
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)
(=, = unity units)

- 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	ng 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 -		Wio vernent duri	ing the month		-	
class of shares	Constad	Evensiand	Compolitori	T		
issuable 4. Exercise	Granted	Exercised	Cancelled	Lapsed		
Price						
HK\$0.87						
Adopted on						
$\frac{120 \text{ pos s}}{(12/05/2014)}$						
Ordinary	NT'1	NT'1	NT'1	NI'1	N T'1	01 200 000
shares	Nil	Nil	Nil	Nil	Nil	91,200,000
(Note 1)						
_						
5.						
(Note 1)						
,						
6.						
(Note 1)						
(11010-1)		To	otal A. (Ordin	arv shares)		
				nce shares)		
				Other class)		
Total funds raised dur		from exercise o	f			
options (State current	ey)					