

(Revised)

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

For the month ended (dd/mm/yyyy) : <u>30/11/2015</u>

To : Hong Kong Exchanges and Clearing Limited

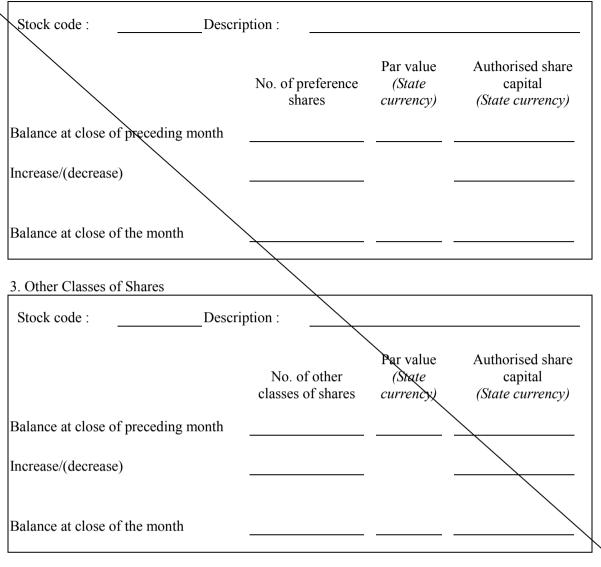
Name of Issuer	Tongda Group Holdings Limited
Date Submitted	22 March 2016

I. Movements in Authorised Share Capital

1.	Ordinary	/ Shares
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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	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			

#### 2. Preference Shares



Total authorised share capital at the end of the month (State<br/>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	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)

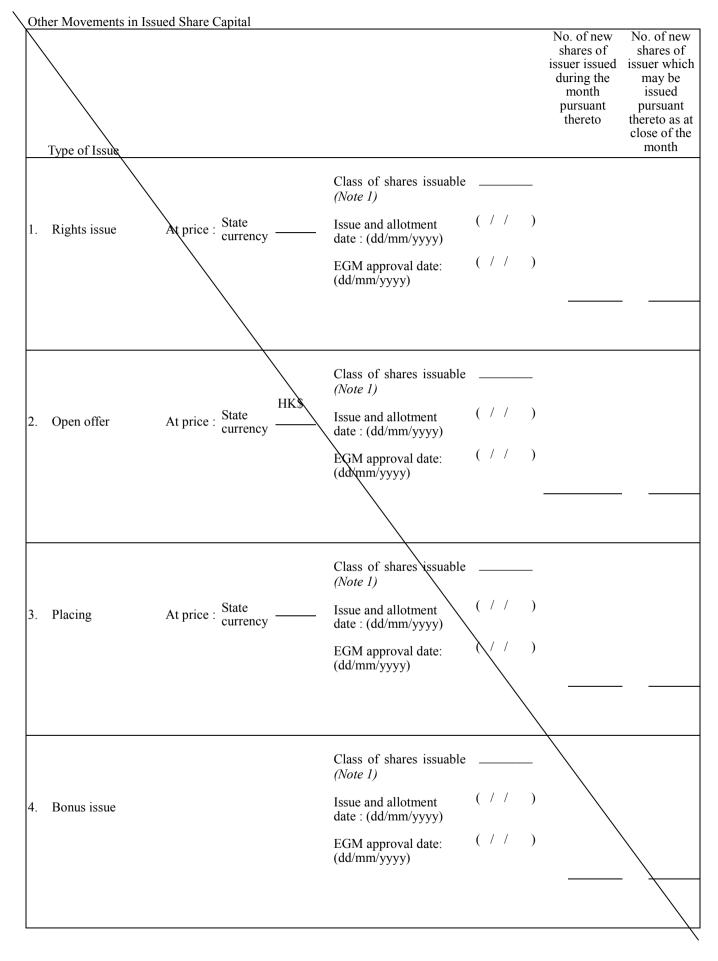
Particulars of share option scheme including EGM approval date		Movement dur			No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
(dd/mm/yyyy) and - class of shares			-			
issuable	Granted	Exercised	Cancelled	Lapsed		
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)Ordinaryshares(Note 1)	Nil	Nil	Nil	Nil	Nil	34,000,000
3. ExercisePriceHK\$0.315Adopted on(10 /06/2002)Ordinaryshares(Note 1)	Nil	Nil	Nil	Nil	Nil	10,000,000
(		Te	otal A. (Ordin		Nil	
				nce shares) Other class)	Nil Nil	
Total funds raised dur options (State currenc		from exercise of	· · · · · · · · · · · · · · · · · · ·	Nil		

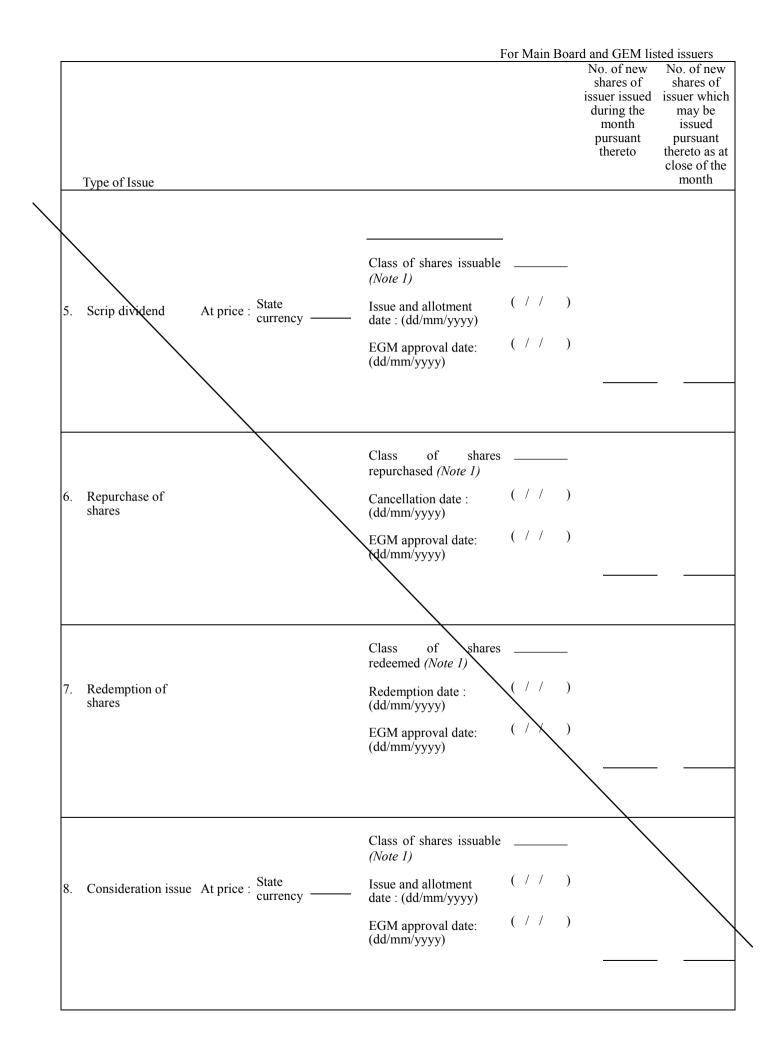
	1.1	1 1 1		For Main Board	and GEM liste	d issuers
Varrants to Issue Shares of the Iss Description of warrants (Date of expiry - dd/mm/yyyy)		Nominal value at close of preceding month	Exercised during the month	Nominal value at close of the month	No. of new shares of issuer issued during the month pursuant 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)		)				
<u>2.</u>						
	$\backslash$	$\backslash$				
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			$\backslash$	<b>\</b>		
issuable (Note 1)				$\backslash$		
EGM approval date (if applicable)				$\backslash$		
(dd/mm/yyyy)	( / /	)				
4.				$\backslash$		
					$\backslash$	
( / / )					$\overline{\}$	
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price					$\backslash$	
(if applicable)					Ň	$\backslash$
(dd/mm/yyyy)	( / /	)				$\backslash$
		Total	B. (Ordin	nary shares)	Nil	$\backslash$
			(Prefere	ence shares)	Nil	
			(	Other class)	Nil	. \

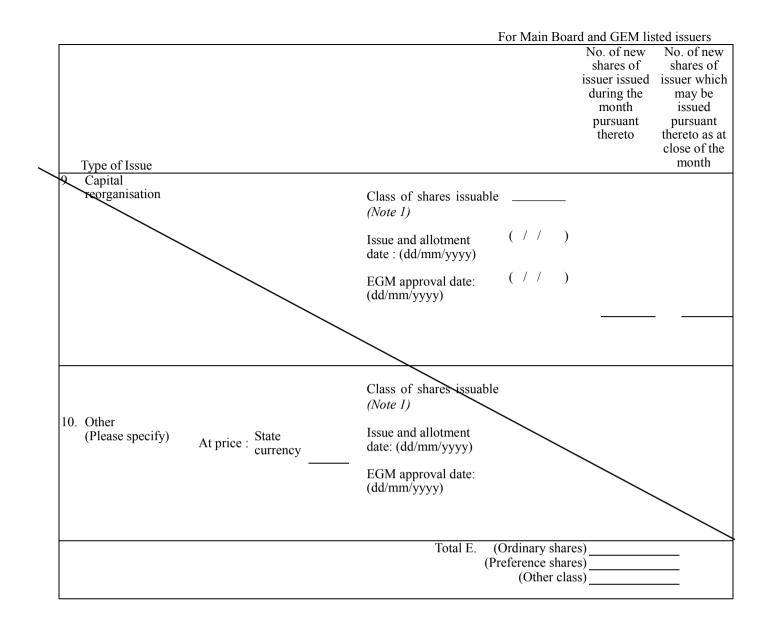
onvertibles (i.e. Convertible in	nto Shares of the I	ssuer which are to		For Main Board	and OEW liste	u 155uc15
lass and description 1. 1% convertible bonds		Amount at close of preceding month	Converted during the month	Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
due on 25 June 2018						
	HK\$	880,000,000	Nil	880,000,000	Nil	475,675,67
Stock code (if listed)	N/A					
Class of shares issuable (Note 1)	Ordinary share	~				
Subscription price	HK\$1.85	8				
EGM approval date	111100					
(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 ( <i>Note 1</i> ) Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	( / / )					
4.						
Stock code (if listed)	<u> </u>					
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	( / / )					
(uu/11111/yyyy)	( / / )		Total 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)	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 Iss	ued Sh	are Capital").)

Remarks (if any):
This monthly return includes one continuation sheet regarding share options.

Submitted by:	Chan Sze Man	
T:4		
Title:		
(Directo	r, Secretary or other duly authorised officer)	1

*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 -		Wovement duri	ing the month		-	
class of shares		<b>F</b> · 1		T 1		
issuable 4. Exercise	Granted	Exercised	Cancelled	Lapsed		
Price						
HK\$0.87						
Adopted on						
(12/05/2014)						
Ordinary						
shares	Nil	Nil	Nil	Nil	Nil	91,200,000
(Note 1)						
5.						
5.						
·						
(Note 1)			,			
6.						
(Note 1)						
		Тс	otal A. (Ordin	arv shares)		
				nce shares)		
			· ·	Other class)		
Total funds raised du	ing the month	from exercise o		,		
options (State current						