

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

For the month ended (dd/mm/yyyy): 30/04/2016										
To: Hong Kong Exchanges an	To: Hong Kong Exchanges and Clearing Limited									
Name of Issuer	Name of Issuer Tongda Group Holdings Limited									
Date Submitted	3 May 20	016								
I. Movements in Authorised Sh	I. Movements in Authorised Share Capital									
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 r	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 r	nonth									
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 ordina	ry 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	10,000,000	Nil	Nil	Nil
Balance at close of the month	5,735,650,000	Nil	Nil	Nil

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

Share Options (under Share Option Schemes of the Issuer)

Share Options (under	Share Option	i schemes of the	issuei)		<b>X</b> Y	N. C. 1. C.
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		Movement duri	ng the month		thereto	as at close of the month
(dd/mm/yyyy) and —						
class of shares	a		G 11 1			
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)						
(Ivoie I)						
2 Evansias						
2. Exercise						
Price						
HK\$0.586						
Adopted on						
(10 /06/2002 )						
Ordinary	NT:1	NT:1	NT:1	NT:1	NI:1	24,000,000
shares	Nil	Nil	Nil	Nil	Nil	34,000,000
( <i>Note 1</i> )		· <del></del>				
(						
3. Exercise						
Price						
HK\$0.315						
Adopted on						
(10 /06/2002 )						
Ordinary	Nil	10,000,000	Nil	Nil	10,000,000	Nil
shares	1 111					
(Note 1)						
		То	tal A. (Ordin	ary shares)	10,000,000	
			(Prefere	nce shares)	Nil	
			·	Other class)	Nil	
Total funds raised dur	ing the mont	n from avaroise o	·	2 11101 214135)		
options (State currenc		i itolii caeteise o		K\$3,150,000		
ophons (state current	y <i>)</i>		п	1242,120,000		

Stock code (if listed) Class of shares issuable (Note 1) Stock code (if listed) Class of shares issuable (Note 1) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (/ / ) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (/ / ) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (/ / ) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (d/ / ) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (1 / / ) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (d/ / ) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (1 / / ) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (1 / / ) (1 / / ) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (1 / / )	Description of warrants (Date of expiry - dd/mm/yyyy)	suer which are to	o be Listed			No. of new shares of	No. of new shares of
Stock code (if listed)   Class of shares   Issuable (Note 1)   Subscription price   EGM approval date (if applicable)   (dd/mm/yyyy)   ( / / )		nominal	close of	during the	at close of the	during the month pursuant	may be issued pursuant thereto as at close of the
Stock code (if listed) Class of shares issuable (Note I) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 2.  Stock code (if listed) Class of shares issuable (Note I) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3.  ( / / ) Stock code (if listed) Class of shares issuable (Note I) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 4.  ( / / ) Stock code (if listed) Class of shares issuable (Note I) Subscription price EGM approval date (if applicable) Class of shares issuable (Note I) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  4.  Total B. (Ordinary shares) Nii (Preference shares) Nii		value	preceding month	month	month		
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)  4.  ( / / ) 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. (Ordinary shares) (Preference shares) Nil	1.	<u>-</u>					
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)  4.  ( / / ) 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. (Ordinary shares) (Preference shares) Nil							
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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)  4.  Total B. (Ordinary shares) Nil ( / / ) ( / / ) ( / / )		· 			· -		
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)  4.  Total B. (Ordinary shares) Nil ( / / ) ( / / ) ( / / )							
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(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. (Ordinary shares) Nil (Preference shares)	(dd/mm/yyyy)	( / /	)	\			
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  4.  (	3.	<del>-</del>					
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)  4.  (				$\overline{}$			_
Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  4.  Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  Total B. (Ordinary shares) (Preference shares) Nil							
issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  4.  (				\	\		
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. (Ordinary shares) Nil (Preference shares) Nil							
(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. (Ordinary shares) Nil (Preference shares) Nil							
(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. (Ordinary shares) Nil (Preference shares) Nil							
4.  ( / / ) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  ( / / )  Total B. (Ordinary shares) (Preference shares) Nil		(	,				
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  Total B. (Ordinary shares) Nil (Preference shares) Nil		( / /					
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  Total B. (Ordinary shares) Nil (Preference shares) Nil	4.						
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  Total B. (Ordinary shares) Nil (Preference shares) Nil					\	\	
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  Total B. (Ordinary shares) Nil (Preference shares) Nil	( / / )						_
issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  Total B. (Ordinary shares) Nil (Preference shares) Nil	,						
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)  Total B. (Ordinary shares) (Preference shares) Nil							
EGM approval date (if applicable) (dd/mm/yyyy)  Total B. (Ordinary shares) Nil (Preference shares) Nil							
(if applicable) (dd/mm/yyyy)  Total B. (Ordinary shares) Nil  (Preference shares) Nil		_					
(dd/mm/yyyy) ( / / )  Total B. (Ordinary shares) Nil  (Preference shares) Nil						`	\
Total B. (Ordinary shares) Nil (Preference shares) Nil		( / /	)				
(Preference shares) Nil							
			Total				_
(Other class) Nil							-
				(1	Other class)	N1l	-

Class and description		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	,					
due on 23 June 2018	<u>—</u>					
	HK\$	880,000,000	Nil	880,000,000	Nil	475,675,675
Stock code (if listed) Class of shares	N/A					
issuable ( <i>Note 1</i> )  Subscription price	Ordinary share HK\$1.85	<u>S</u>				
EGM approval date	11101.03					
(if applicable) (dd/mm/yyyy))	( / / )					
2.						
	<u> </u>					
	<u> </u>					
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price EGM approval date						
(if applicable) (dd/mm/yyyy)	( / / )					
3.	( / / )					
	<u> </u>					
	_					
Stock code (if listed)	<del></del>			-		
Class of shares issuable ( <i>Note 1</i> )						
Subscription price						
(if applicable)						
(dd/mm/yyyy)	( / / )					
	<u> </u>					
	<u>—</u>					
Stock code (if listed)				-		
Class of shares issuable ( <i>Note 1</i> )						
Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy)	( / / )		Total C (O-1)	nomi ahous-\	NI:1	
				ence shares)	Nil Nil	<u>-</u> -
			(	(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)

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)		
2		
shares (Note 1)		
3		
shares (Note 1)  Total D. (Ordinary shares)		
(Preference shares) (Other class)		

\Otl	ner Movements in	Issued Share Capital				
	Type of Issue				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 may be issued during the month pursuant pursuant thereto as at thereto close of the month Type of Issue Class of shares issuable (*Note 1*) At price : State currency -Issue and allotment date : (dd/mm/yyyy) Scrip dividend ( / / ) EGM approval date: (dd/mm/yyyy)

		Class of shares repurchased (Note 1)	_						
6.	Repurchase of shares	Cancellation date : (dd/mm/yyyy)	(	/	/	)			
		EGM approval date: (dd/mm/yyyy)	(	/	/	)			
								_	
		Class of shares redeemed (Note 1)	_						
7.	Redemption of shares	Redemption date : (dd/mm/yyyy)	/	/	/	)			
		EGM approval date: (dd/mm/yyyy)	(	/	X	)			
							\	 <u> </u>	
		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 At price : State Issue and allotment (Please specify) date: (dd/mm/yyyy) currency EGM approval date: (dd/mm/yyyy) (Ordinary shares) Total E. (Preference shares)

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1) (2)	10,000,000 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 Issue	ied Sh	are Capital").)

(Other class)

Remarks (if any):	
This monthly return includes one continuation sheet regarding share opti	ons.
	_
	_
Submitted by: Chan Sze Man	
Title: Company Secretary	
(Director, Secretary or other duly authorised officer)	
Notes:	

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					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		Movement duri	ing the month		thereto	as at close of the month
(dd/mm/yyyy) and -		Wiovement duri	ing the month		=	
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
4. Exercise						
Price						
HK\$0.87						
Adopted on						
(12 /05/2014 )						
Ordinary	Nil	Nil	NI:1	Nil	Nil	01 200 000
shares	INII	IN11	Nil	INII	INII	91,200,000
( <i>Note 1</i> )						
5.						
( <i>Note 1</i> )						-
(11010-1)						
6.						
=						
(Note 1)		<del></del>				
(Note 1)		T	otal A. (Ordin	ary charac)		
		10		nce shares)	<del></del>	
			·	Other class)		
TD - 10 1 1 1 1			•	Juiei Class)		
Total funds raised duroptions (State current	ring the month	i from exercise of	)Ť			
options (State current	<i>:</i> y)					