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TONGDA GROUP HOLDINGS LIMITED

通達集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 698)

GRANT OF SHARE OPTIONS

This announcement is made pursuant to Rule 17.06A of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The board (the “**Board**”) of directors (the “**Directors**”) of Tongda Group Holdings Limited (the “**Company**”, together with its subsidiaries as the “**Group**”) hereby announces the Board had resolved to grant share options (the “**Options**”) to certain individuals (the “**Grantees**”) to subscribe for a total of 58,000,000 ordinary shares of HK\$0.01 each in the share capital of the Company (each a “**Share**”), subject to acceptance of the Grantees, under the share option scheme adopted by the Company on 25 June 2013 (the “**Share Option Scheme**”) and the payment of HK\$1 by each of the Grantees upon acceptance of the Options. Details of the Options granted are set out below:

- Date of grant : 9 September 2016 (the “**Date of Grant**”)
- Exercise price of Options granted : HK\$1.80 per Share (being the highest of (i) the closing price of HK\$1.70 per Share as quoted in the Stock Exchange’s daily quotation sheet on the Date of Grant; (ii) the average closing price of approximately HK\$1.67 per Share as quoted in the Stock Exchange’s daily quotation sheets for the five business days immediately preceding the Date of Grant; and (iii) the nominal value of HK\$0.01 per Share; subject to adjustments)

Total number of Options granted : 58,000,000

Exercise period of Options : (i) 14,200,000 Options are exercisable from 9 September 2017 to 8 September 2020 (both dates inclusive); and
(ii) 43,800,000 Options are exercisable from 9 September 2018 to 8 September 2020 (both dates inclusive)

Among the Options granted above, 30,000,000 Options were granted to the Directors, details of which are as follows:–

Name of Directors	Positions held with the Company	Number of Options granted
Wang Ya Nan	Executive Director	5,000,000
Wang Ya Hua	Executive Director	5,000,000
Wong Ah Yu	Executive Director	5,000,000
Wong Ah Yeung	Executive Director	5,000,000
Choi Wai Sang	Executive Director	2,000,000
Wang Ming Che	Executive Director	2,000,000
Yu Sun Say	Independent non-executive Director	2,000,000
Ting Leung Huel Stephen	Independent non-executive Director	2,000,000
Cheung Wah Fung, Christopher	Independent non-executive Director	<u>2,000,000</u>
	Total:	<u>30,000,000</u>

Each grant of the Options to the Directors was approved by the independent non-executive Directors pursuant to Rule 17.04(1) of the Listing Rules.

Save as disclosed above, none of the other Grantees is a director, chief executive or substantial shareholder of the Company or any of their respective associates (as defined under the Listing Rules). All Grantees are Directors, senior management and employees of the Group.

By order of the Board
Tongda Group Holdings Limited
WANG YA NAN
Chairman

Hong Kong, 9 September 2016

As at the date of this announcement, the executive directors of the Company include Messrs Wang Ya Nan, Wang Ya Hua, Wong Ah Yu, Wong Ah Yeung, Choi Wai Sang, Wang Ming Che, and the independent non-executive directors of the Company include Dr. Yu Sun Say JP, Mr. Cheung Wah Fung, Christopher, JP and Mr. Ting Leung Huel Stephen.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statement in this announcement misleading.