通達集團
TONGDA GROUP

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)

PROPOSED SPIN-OFF AND SEPARATE LISTING OF THE NOTEBOOK AND TABLET CASINGS MANUFACTURING BUSINESS OF THE GROUP ON THE MAIN BOARD OF THE STOCK EXCHANGE OF HONG KONG LIMITED

DESPATCH OF SHARE CERTIFICATES UNDER THE TONGDA DISTRIBUTION

This announcement is issued by the board (the "**Board**") of directors (the "**Directors**") of Tongda Group Holdings Limited (the "**Company**"). The Board refers to the announcements (the "**Announcements**") of the Company dated 31 August 2016, 20 April 2017, 9 October 2017, 16 October 2017, 8 December 2017, 2 February 2018, 14 February 2018, 26 February 2018 and 28 February 2018. Unless the context requires otherwise, capitalised terms used herein shall have the same meanings as those defined in the Announcements.

The purpose of this announcement is to provide the Shareholders and public investors with the updated information on the Proposed Spin-off and the Listing.

DESPATCH OF SHARE CERTIFICATES UNDER THE TONGDA DISTRIBUTION

The Board wishes to announce that share certificates in respect of the THT Shares distributed under the Tongda Distribution will be despatched on Thursday, 15 March 2018 to the Shareholders registered on the register of members of the Company in Hong Kong on the Tongda Distribution Record Date. For Shareholders whose shareholdings in the Company are held under the Central Clearing and Settlement System ("**CCASS**") established and operated by the Hong Kong Securities Clearing Company Limited ("**HKSCC**"), their entitlements to the THT Shares under the Tongda Distribution will be issued in the name of HKSCC Nominees Limited and deposited into CCASS for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participants. For Shareholders whose shareholdings in the Company are held in their names on the register of members of the Company, the relevant share certificate of the THT Shares under the Tongda Distribution will be despatched by ordinary post to their addresses on the register of members of the Company at their own risks.

Share certificates to be despatched under the Tongda Distribution will only become valid at 8:00 a.m. (Hong Kong time) on Friday, 16 March 2018 provided that the Proposed Spin-off and the Listing have become unconditional.

IMPORTANT INFORMATION ON THE PROPOSED SPIN-OFF AND THE LISTING

The Directors would like to emphasise that the Proposed Spin-off and the Listing are subject to, among other things, (a) the Stock Exchange approving the Proposed Spin-off; (b) the Share Offer becomes unconditional and is duly completed in accordance with the terms and conditions in the prospectus of THT and the application forms for the Share Offer; and (c) the Listing Committee granting the listing of, and permission to deal in, the THT Shares in issue and the THT Shares to be issued pursuant to the Share Offer and the prospectus of THT on the Main Board of the Stock Exchange and such listing and permission not subsequently having been revoked prior to the commencement of dealing in the THT Shares on the Main Board of the Stock Exchange.

GENERAL

The Proposed Spin-off is subject to, among other things, the approval of the Stock Exchange and the final decision of the Board and the board of directors of THT which are dependent upon, among others, market conditions during the period from now and up to the Proposed Spin-off. Shareholders and potential investors of the Company should be aware that there is no assurance that the Proposed Spin-off will take place and as to when it may take place. Accordingly, Shareholders and potential investors of the Company should exercise caution when dealing in or investing in the securities of the Company.

Further announcement(s) will be made by the Company in relation to the Proposed Spin-off as and when appropriate.

By order of the Board
Tongda Group Holdings Limited
Wang Ya Nan
Chairman

Hong Kong, 15 March 2018

As at the date of this announcement, the Board comprises Mr. Wang Ya Nan, Mr. Wang Ya Hua, Mr. Wong Ah Yu, Mr. Wong Ah Yeung, Mr. Choi Wai Sang and Mr. Wang Ming Che as executive Directors; and Dr. Yu Sun Say, GBM, GBS, SBS, JP, Mr. Cheung Wah Fung, Christopher, SBS, JP and Mr. Ting Leung Huel Stephen as independent non-executive Directors.