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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)

COMPLETION OF SPIN-OFF AND LISTING OF THT ON THE MAIN BOARD OF THE STOCK EXCHANGE

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, 28 February 2018 and 15 March 2018. Unless the context requires otherwise, capitalised terms used herein shall have the same meanings as those defined in the Announcements.

The Board wishes to announce that the Spin-off and the Listing, as well as the Tongda Distribution, have been completed. Dealings in the THT Shares on the Main Board of the Stock Exchange have commenced from Friday, 16 March 2018. THT has become a listed company on the Main Board of the Stock Exchange. THT and its subsidiaries have ceased to be wholly-owned subsidiaries of the Company effective from the date of this announcement. The assets and liabilities as well as the performance of THT and its subsidiaries will not be consolidated into the consolidated operating results of the Group.

As one or more of the relevant applicable percentage ratios calculated pursuant to Rule 14.07 of the Listing Rules in respect of the Spin-off is more than 5% but less than 25%, the Spin-off constitutes a discloseable transaction for the Company under Chapter 14 of the Listing Rules, which is subject to the reporting and announcement requirements under the Listing Rules.

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

Hong Kong, 16 March 2018

As at the date of this announcement, the Board comprises Mr. Wang Ya Nan, Mr. Wang Ya Hua, Mr. Wong Ah Yeung, Mr. Choi Wai Sang and Mr. Wang Ming Che as executive Directors; Mr. Wong Ah Yu as non-executive Director; 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.