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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)

CONVERSION OF CONVERTIBLE BONDS AT MATURITY

This overseas regulatory announcement is issued by Tongda Group Holdings Limited (the “**Company**”) pursuant to Rule 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

Reference is made to the announcement of the Company dated 15 June 2015 in relation to the issue of the HK\$880,000,000 1% Convertible Bonds due 2018 (the “**CB Announcement**”). Capitalised terms used in this announcement have the same meanings as defined in the CB Announcement unless the context otherwise requires.

The Convertible Bonds in the total outstanding principal amount of HK\$447,000,000 matured on 25 June 2018. The Company has redeemed part of the Convertible Bonds in the outstanding principal amount of HK\$42,000,000, and received conversion notices from all the Bondholders in relation to the exercise of their respective conversion rights attached to the Convertible Bonds, to convert the Convertible Bonds for the remaining principal amount of HK\$405,000,000 at the conversion price of HK\$1.65 per Share. Accordingly, 245,454,544 New Shares (the “**Conversion Shares**”) were issued and allotted to the Bondholders on 21 June 2018 and 22 June 2018 pursuant to the terms and conditions of the Convertible Bonds.

The Conversion Shares, representing approximately 4.06% of the total issued shares of the Company immediately before the Conversion and approximately 3.90% of the total issued shares of the Company immediately after the Conversion, rank pari passu in all respects among themselves and with all other existing Shares in issue.

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

Hong Kong, 25 June 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.