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)

ANNOUNCEMENT PURSUANT TO RULES 13.51B(2) AND 13.51(2)(h) OF THE LISTING RULES

This announcement is made by Tongda Group Holdings Limited (the "**Company**", together with its subsidiaries, the "**Group**") pursuant to Rules 13.51B(2) and 13.51(2)(h) of the Rules Governing the Listing of Securities (the "**Listing Rules**") on The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**").

The board (the "**Board**") of directors (the "**Directors**") of the Company has been informed by Mr. Ting Leung Huel Stephen ("**Mr. Ting**"), an independent non-executive Director, that he has been criticised by the Stock Exchange on 27 May 2021 in relation to his breach of Rule 3.08(f) of the Listing Rules and his obligations under the Declaration and Undertaking given to the Stock Exchange in the form set out in Form B of Appendix 5 to the Listing Rules for failing to comply with the Listing Rules to the best of his ability and to use his best endeavours to procure Dongyue Group Limited ("**Dongyue Group**") (Stock Code: 189) to comply with the Listing Rules during his tenure as an independent non-executive director of Dongyue Group (the "**Disciplinary Action**"). Further details relating to the Disciplinary Action can be found in the statement of disciplinary action made by the Stock Exchange on the website of the Stock Exchange on 27 May 2021.

To the best knowledge, information and belief of the Board, the Disciplinary Action do not relate to the affairs of the Group and will not have any impact on the Group's operations and financial position. The Board has also carefully assessed the Disciplinary Action against Mr. Ting and considers that the Disciplinary Action would not have a material impact on the Board's assessment on the suitability of Mr. Ting to act as an independent non-executive Director. In view of the facts that (i) there is no evidence that the events leading to the

Disciplinary Action involved any act of dishonesty, fraudulence or suggested any issue of integrity on the part of Mr. Ting which would affect his suitability to serve as an independent non-executive Director; (ii) the Board will take certain measures, including the engagement of legal advisers in Hong Kong to render professional advice on directors' duties and strengthen internal control policies on the approval process of transactions; and (iii) Mr. Ting will attend 20 hours of training on compliance with the Listing Rules and director's duties to be provided by designated institutions. The Board is of the view that Mr. Ting is still suitable to act as an independent non-exeutive Director under Rules 3.08, 3.09 and 8.15 of the Listing Rules.

Save as disclosed in this announcement, the Company is not aware of any information on the above matter which needs to be brought to the attention of shareholders of the Company.

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

Hong Kong, 28 May 2021

As at the date of this announcement, the Board comprises Mr. Wang Ya Nan, Mr. Wang Hung Man, Mr. Wong Ming Sik, Mr. Wong Ming Yuet and Mr. Hui Wai Man as executive Directors; Ms. Chan Sze Man 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.