



Zhongda International Holdings Limited

中大國際控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 909)

DISCLOSURE PURSUANT TO RULE 13.09 OF THE LISTING RULES

Zhongda International Automobile Industrial Limited, a wholly-owned subsidiary of the Company, had entered into an agreement with the shareholders of Sichuan Bus Manufacture Limited in settlement of the Writ of Summons issued by the Chengdu Intermediate People's Court of the PRC. Details of the Writ of Summons and the transaction giving rise to the claims therein were set out in the Company's announcement dated 1 August 2006.

The Board has noted the recent increases in the price and trading volume of the shares of the Company and wishes to state that it is not aware of any reasons for such increases.

DISCLOSURE PURSUANT TO RULE 13.09 OF THE LISTING RULES

Pursuant to the requirement under Rule 13.09 of the Listing Rules, the Company hereby announces details of the settlement.

Background

Reference was made to the announcement of the Company dated 1 August 2006 (the "Announcement") regarding, among other things, the fact that Zhongda International Automobile Industrial Limited (the "Defendant") was served with the Writ of Summons issued by the Chengdu Intermediate People's Court of the People's Republic of China (the "PRC") together with the Writ issued by Sichuan Bus Manufacture Limited (the "Plaintiff") endorsed therein in relation to the dispute on the outstanding capital contribution of Sichuan Zhongda Emei Coach Manufacturing Limited ("四川中大峨嵋客車製造有限公司"), a joint venture company to be incorporated in the PRC, under the joint venture agreement made between the Plaintiff and the Defendant on 19 November 2004 (the "Joint Venture Contract").

Terms used herein shall have the same meanings as ascribed in the Announcement.

The Settlement

Pursuant to the settlement of the Writ of Summons sanctioned by the Chengdu Intermediate People's Court of the PRC on 5 March 2007, the Plaintiff and the Defendant agreed that the Joint Venture Contract be rescinded and cancelled (the "Settlement").

As a result of the Settlement, on 5 March 2007, the shareholders of the Plaintiff and the Defendant entered into an agreement (the “Settlement Agreement”) for, inter alia, the rescission of the Joint Venture Contract and that the sum of RMB5.3 million contributed by the Defendant as disclosed in the Announcement shall be repayable to the Defendant in the manner set out in the Settlement Agreement subject to the relevant government approval of the dissolution of the joint venture as mentioned above. The Company shall make further announcement(s) under the Listing Rules if and when necessary.

The Directors consider that the Settlement Agreement does not have any material impact on the operations of the Company and its subsidiaries.

UNUSUAL PRICE AND TRADING VOLUME MOVEMENT

The Board of the Company has noted the recent increases in the price and trading volume of the shares of the Company and wishes to state that the Board is not aware of any reasons for such increases.

In addition to the Settlement, a wholly-owned subsidiary of the Company has entered into an agreement which constituted a notifiable transaction for the Company under Chapter 14 of the Listing Rules, details of which shall be disclosed by the Company by way of an announcement in due course.

Save as disclosed above, the Board confirms that there are no negotiations or agreements relating to intended acquisitions and realizations which are discloseable under Rule 13.23, neither is the Board aware of any matter discloseable under the general obligation imposed by Rule 13.09, which is or may be of a price-sensitive nature.

Made by the order of the Company, the Directors of which individually and jointly accept responsibility for the accuracy of this announcement.

By Order of
Zhongda International Holdings Limited
Xu Lian Guo
Chairman

Hong Kong, 26 March 2007

As at the date of this announcement, the Board of the Company comprises Messrs. Xu Lian Guo, Xu Lian Kuan, Zhang Yuqing and Kwok Ming Fai as executive directors, and Messrs. Gu Yao Tian, Li Xin Zhong and Sun Ka Ziang Henry as independent non-executive directors of the Company respectively.

** for identification purpose only*

Please also refer to the published version of this announcement in The Standard.