

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



ZHONGDA INTERNATIONAL HOLDINGS LIMITED

(中大國際控股有限公司*)

(Incorporated in Bermuda with limited liability)

(Stock Code: 00909)

CLARIFICATION ANNOUNCEMENT AND RESUMPTION OF TRADING

This announcement is made at the request of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The board of directors (the “**Board**”) of the Zhongda International Holdings Limited (the “**Company**”) have noted the recent increases in the price and trading volume of the shares of the Company and wish to state that save as disclosed herein, the Board is not aware of any reasons for such increases.

ELECTRIC BUS PROJECT

The Company notes the recent press articles about Zhongda Industrial Group Corporation (中大工業集團公司) (“**ZIG**”) engaging in the development of the “Zhongda Qingshan Electric Bus Project” (中大青山電動汽車項目) (the “**Electric Bus Project**”), an environmental friendly electric bus development project. The Company would like to clarify that it is not a party to the Electric Bus Project and it is not partnering with ZIG or providing financing to ZIG in relation to the Electric Bus Project.

ZIG is beneficially owned by Mr. Xu Lian Guo and Mr. Xu Lian Kuan, who are directors of the Company and its controlling shareholders. Save for such connectedness, the Company and ZIG have no cross-shareholding relationship and operate independent of each other.

The Company has no current intention to participate in the Electric Bus Project but does not rule out the possibility of exploring potential co-operation opportunities with ZIG, if the project materialises. To the extent that any actual cooperation takes place or is proposed to take place between ZIG and the Company which constitutes a connected transaction for the Company, the Company will comply with the relevant Listing Rules requirements by disclosure and will seek prior approval from the independent shareholders if and when appropriate.

Save as disclosed herein, the Board confirms that there are no negotiations or agreements relating to intended acquisitions or 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.

This announcement is made by the order of the Board of the Company, the directors of which individually and jointly accept responsibility for the accuracy contained in this announcement.

RESUMPTION OF TRADING

At the request of the Company, trading in the shares of the Company was suspended with effect from 2:30 p.m. on 16 November 2009, pending the release of this announcement. Application has been made to the Stock Exchange for resumption of trading of the shares of the Company with effect from 9:30 a.m. on 17 November 2009.

By Order of the Board
Zhongda International Holdings Limited
Xu Lian Guo
Chairman

Hong Kong, 16 November 2009

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

** For identification purpose only*