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ZHONGDA INTERNATIONAL HOLDINGS LIMITED

(中大國際控股有限公司*)

(Incorporated in Bermuda with limited liability)

(Stock Code: 00909)

**FURTHER DELAY IN DESPATCH OF CIRCULAR
RELATING TO THE
VERY SUBSTANTIAL ACQUISITION AND CONNECTED TRANSACTIONS**

As more time is required for the Company to finalise the Circular, it is expected that the despatch date of the Circular will be further delayed from 31 March 2011 to 31 May 2011.

References are made to the announcements of Zhongda International Holdings Limited (the “**Company**”) dated 4 November 2010 and 22 November 2010 (together, the “**Announcements**”) respectively in relation to the Acquisitions. Unless the contexts require otherwise, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements.

The Company disclosed in the Announcements that it would despatch to the Shareholders the Circular on or before 31 March 2011. As additional time is required for the Company to prepare the Circular, in particular the financial information of the Targets and the valuation report to be contained therein, the Company will further extend the despatch date of the Circular to a date not later than 31 May 2011.

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

Hong Kong, 31 March 2011

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; Mr. Leung Kwok Chun as non-executive Director; and Messrs. Gu Yao Tian, Sun Ka Ziang Henry and Li Xinzhong as independent non-executive Directors.

** For identification purposes only*