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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)

GRANT OF SHARE OPTIONS

This announcement is made pursuant to Rule 17.06A of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The board of directors (the “**Board**”) of Zhongda International Holdings Limited (the “**Company**”) announces that on 6 July 2010, the Company granted 19,212,452 share options (the “**Options**”) to the grantees (the “**Grantees**”), subject to acceptance by the Grantees, under the Company’s share option scheme adopted on 31 May 2007. The Options shall entitle the Grantees to subscribe for a total of 19,212,452 new share(s) of HK\$0.10 each (the “**Share(s)**”) in the capital of the Company. Details of such grant are set out below:

Date of grant	:	6 July 2010
Exercise price of Options granted	:	HK\$0.588 per Share
Number of Options granted	:	19,212,452
Closing price of the Shares on the date of grant	:	HK\$0.580
Validity period of the Options	:	The option period of the Options shall be five years from the date of acceptance and the Options shall lapse at the expiry of the option period.

* For identification purposes only

Save as disclosed below, none of the Grantees is a director, chief executive or substantial shareholder of the Company or any of their respective associates (as defined in the Listing Rules):

Name of directors	No. of Options
Mr. Zhang Yuqing	9,606,226
Mr. Kwok Ming Fai	<u>9,606,226</u>
	<u>19,212,452</u>

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

Hong Kong, 6 July 2010

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.