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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)

DISCLOSEABLE TRANSACTIONS IN RELATION TO SUBSCRIPTIONS OF WEALTH MANAGEMENT PRODUCTS

SUBSCRIPTIONS OF WEALTH MANAGEMENT PRODUCTS

The Board announces that on 29 September 2025, 31 October 2025, 6 November 2025, Tongda Chuang Zhi, an indirect non-wholly owned subsidiary of the Company, used its idle fund to subscribe in certain Wealth Management Products, including the subscriptions of (i) the First China Minsheng Bank (“CMBC”) Wealth Management Product, the Second CMBC Wealth Management Product and the Third CMBC Wealth Management Product for the subscription amount of RMB20 million, RMB10 million and RMB47 million respectively.

LISTING RULES IMPLICATIONS

Pursuant to Rule 14.22 of the Listing Rules, as one of the applicable percentage ratios (as defined under the Listing Rules) for the CMBC Subscriptions exceeds 5% but all the percentage ratios are less than 25%, the CMBC Subscriptions, on an aggregated basis, constituted a discloseable transaction of the Company under Chapter 14 of the Listing Rules and is subject to the notification and announcement requirements under the Listing Rules.

SUBSCRIPTIONS OF WEALTH MANAGEMENT PRODUCTS

CMBC Subscriptions

The Board announces that on 29 September 2025, 31 October 2025, 6 November 2025, Tongda Chuang Zhi, an indirect non-wholly owned subsidiary of the Company, used its idle fund to subscribe in certain Wealth Management Products, including the subscriptions of (i) the First CMBC Wealth Management Product, the Second CMBC Wealth Management Product and the Third CMBC Wealth Management Product for the subscription amount of RMB20 million, RMB10 million and RMB47 million respectively.

Summarised below are the major terms and conditions of the CMBC Subscriptions:

(I) The First CMBC Wealth Management Product and The Second CMBC Wealth Management Product (Z7007923000096)

Date of subscription: 29 September 2025 and 31 October 2025

Name of the wealth management products: Minsheng Wealth Management Guizhu Fixed Income Profit Monthly Earnings 30-Day Holding Period No. 2 Financial Product (民生理財貴竹固收增利月月盈30天持有期2號理財產品) (Z7007923000096)

Parties:

- (i) Tongda Chuang Zhi (as subscriber)
- (ii) CMBC Wealth Management (as issuer and manager of the First and the Second CMBC Wealth Management Products)
- (iii) CMBC (as the custodian)

Subscription amounts: RMB20,000,000 and RMB10,000,000 respectively

Performance benchmark: the performance benchmark of the Wealth Management Product is 2.54% per annual and 2.52% per annual respectively. The performance benchmark are expressed as an annualized rate of return and are set by the product manager based on factors such as the product's nature, investment strategy and the experience. The performance benchmark are not the expected rate of return, do not represent the future performance or actual return of the product, and do not constitute any commitment or guarantee of return by the product manager.

Term of products:	Subject to the redemption time of the subscriber
Type of product and risk rating:	Non-principal-guaranteed with floating return and is regarded as a medium-to-low risk product by CMBC

(II) The Third CMBC Wealth Management Products (Z7007923000294)

Date of subscription:	6 November 2025
Name of the wealth management products:	Minsheng Wealth Management Guizhu Fixed Income Enhanced Profit Biweekly Earnings 14-Day Holding Period No. 3 Financial Product (民生理財貴竹固收增利雙周盈14天持有期3號理財產品) (Z7007923000294)
Parties:	(i) Tongda Chuang Zhi (as subscriber) (ii) CMBC Wealth Management (as issuer and manager of the Third CMBC Wealth Management Product) (iii) CMBC (as the custodian)
Subscription amount:	RMB47,000,000
Performance benchmark:	the performance benchmark of the Wealth Management Product is 2.10% per annual. The performance benchmark is expressed as an annualized rate of return and is set by the product manager based on factors such as the product's nature, investment strategy and the experience. The performance benchmark is not the expected rate of return, does not represent the future performance or actual return of the product, and does not constitute any commitment or guarantee of return by the product manager.
Term of products:	Subject to the redemption time of the subscriber
Type of product and risk rating:	Non-principal-guaranteed with floating return and is regarded as a low risk product by CMBC

INFORMATION ON THE PARTIES

Tongda Chuang Zhi

Tongda Chuang Zhi is a company established under the laws of the PRC and an indirect non-wholly owned subsidiary of the Company principally engaged in the production of durable household goods, household utensils, sports goods and healthcare goods.

China Minsheng Bank

China Minsheng Bank is a licensed bank established under the laws of the PRC, which is principally engaged in the provision of corporate and personal banking and other financial services in the PRC. Based on information publicly available to the Company, the issued shares of China Minsheng Bank are listed on the Stock Exchange (stock code: 1988) and the Shanghai Stock Exchange (stock code: 600016).

To the best of the Directors' knowledge, information and belief and having made all reasonable enquiries, each of CMBC and its respective ultimate beneficial owner(s) are Independent Third Parties.

BASIS OF DETERMINATION FOR THE CONSIDERATION

The consideration of each of the Subscriptions was determined after arm's length negotiation between the Group and the counterparties and on normal commercial terms with reference to market prevailing price and minimum subscription amount as determined by the issuer of the relevant Wealth Management Products.

The Subscriptions were funded by the surplus cash of Tongda Chuang Zhi and would not affect the working capital or the operation of Tongda Chuang Zhi and the Group. The Directors took into account the investment terms, risk level and expected return rate of the Wealth Management Products. The Directors consider the terms of the Subscriptions are on normal commercial terms which are fair and reasonable, and the Subscriptions are in the interests of the Company and the Shareholders as a whole.

REASONS FOR AND BENEFITS OF THE SUBSCRIPTIONS

The Group is principally engaged in the provision of manufacture, sale and trading of the consumer electronics structural components and household and sports goods.

In order to enhance the capital efficiency and to maximize the return from the working capital of the Group, the Group reasonably and strategically utilizes the idle funds of the Group to conduct the Subscriptions for wealth management purposes. The Directors have further considered (i) the risk associated with the Wealth Management Products is relatively low; (ii) the Subscriptions offered a better return than the prevailing fixed-term deposit interest rates generally offered by commercial banks in the PRC; and (iii) the Subscriptions have no material impact on the operations and working capital of the Group.

The Group has implemented adequate measures to closely monitor the performance of the Wealth Management Products and to review and assess the impact of the Subscriptions to the operation and working capital of the Group from time to time. In view of the above, the Directors consider that the terms of each of the Subscriptions are fair and reasonable and on normal commercial terms, and the Subscriptions are in the interests of the Company and the Shareholders as a whole.

LISTING RULES IMPLICATIONS

Pursuant to Rule 14.22 of the Listing Rules, as one of the applicable percentage ratios (as defined under the Listing Rules) for the CMBC Subscriptions exceeds 5% but all the percentage ratios are less than 25%, the CMBC Subscriptions, on an aggregated basis, constituted a discloseable transaction of the Company under Chapter 14 of the Listing Rules and is subject to the notification and announcement requirements under the Listing Rules.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following terms shall have the following meanings:

“Board”	the board of Directors of the Company
“China Minsheng Bank”	China Minsheng Banking Corp., Ltd.
“CMBC Wealth Management”	CMBC Wealth Management Co., Ltd.

“Company”	Tongda Group Holdings Limited, a company incorporated in the Cayman Islands with limited liability, the issued shares of which are listed on the Stock Exchange
“Director(s)”	the director(s) of the Company
“First CMBC Subscription”	the subscription of the First CMBC Wealth Management Product by Tongda Chuang Zhi on 29 September 2025 for the amount of RMB20 million as detailed in the section headed “Subscription of Wealth Management Products – CMBC Subscriptions – <i>The First CMBC Subscription</i> ” of this announcement
“First CMBC Wealth Management Product”	the wealth management product issued by CMBC and subscribed by Tongda Chuang Zhi as detailed in the section headed “Subscription of Wealth Management Products – CMBC Subscriptions – <i>The First CMBC Subscription</i> ” of this announcement
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Independent Third Party(ies)”	Third party(ies) independent of the Company and its connected persons (as defined under the Listing Rules)
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	the People’s Republic of China, which for the purpose of this announcement, shall exclude Hong Kong, the Macau Special Administrative Region of the PRC, and Taiwan
“RMB”	Renminbi, the lawful currency of the PRC
“Second CMBC Subscription”	the subscription of the Second CMBC Wealth Management Product by Tongda Chuang Zhi on 31 October 2025 for the amount of RMB10 million as detailed in the section headed “Subscription of Wealth Management Products – CMBC Subscriptions – <i>The Second CMBC Subscription</i> ” of this announcement

“Second CMBC Wealth Management Product”	the wealth management product issued by CMBC and subscribed by Tongda Chuang Zhi as detailed in the section headed “Subscription of Wealth Management Products – CMBC Subscriptions – <i>The Second CMBC Subscription</i> ” of this announcement
“Shareholders”	shareholders of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Subscriptions”	the CMBC Subscriptions
“Third CMBC Subscription”	the subscription of the Third CMBC Wealth Management Product by Tongda Chuang Zhi on 6 November 2025 for the amount of RMB47 million as detailed in the section headed “Subscription of Wealth Management Products – CMBC Subscriptions – <i>The Third CMBC Subscription</i> ” of this announcement
“Third CMBC Wealth Management Product”	the wealth management product issued by CMBC and subscribed by Tongda Chuang Zhi as detailed in the section headed “Subscription of Wealth Management Products – CMBC Subscriptions – <i>The Third CMBC Subscription</i> ” of this announcement
“Tongda Chuang Zhi”	通達創智(廈門)股份有限公司 (Tongda Smart Tech (Xiamen) Company Limited*), a company established in the PRC and an indirect non-wholly owned subsidiary of the Company
“CMBC Subscriptions”	collectively, the First CMBC Subscription, the Second CMBC Subscription and the Third CMBC Subscription
“CMBC Wealth Management Product”	collectively, the First CMBC Wealth Management Product, the Second CMBC Wealth Management Product and the Third CMBC Wealth Management Product

“Wealth Management
Products”

the CMBC Wealth Management Products

“%”

percent.

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

Hong Kong, 6 November 2025

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, GBS, SBS, JP, Mr. Ting Leung Huel Stephen and Mr. Sze Irons, GBS, BBS, JP as independent non-executive directors.

* *For identification purpose only*