

# NEW DRAGON ASIA CORP

Reported by  
**WANG LING**

## FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 08/17/09 for the Period Ending 08/13/09

Telephone	852 2815 9892
CIK	0001089590
Symbol	NWD
SIC Code	2000 - Food and kindred products
Industry	Food Processing
Sector	Consumer/Non-Cyclical
Fiscal Year	12/31

# FORM 4

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**UNITED STATES SECURITIES AND EXCHANGE  
COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL  
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP  
OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public  
Utility Holding Company Act of 1935 or Section 30(f) of the  
Investment Company Act of 1940

<b>1. Name and Address of Reporting Person *</b>  <b>WANG LING</b>  <small>(Last) (First) (Middle)</small>  <b>10 HUANGCHENG ROAD (N), LONGKOU</b>  <small>(Street)</small>  <b>SHANDONG PROVINCE, F4 26570</b>  <small>(City) (State) (Zip)</small>	<b>2. Issuer Name and Ticker or Trading Symbol</b>  <b>NEW DRAGON ASIA CORP [ NWD ]</b>  <b>3. Date of Earliest Transaction (MM/DD/YYYY)</b>  <p align="center"><b>8/13/2009</b></p> <b>4. If Amendment, Date Original Filed (MM/DD/YYYY)</b>	<b>5. Relationship of Reporting Person(s) to Issuer (Check all applicable)</b>  <input type="checkbox"/> Director <span style="float:right"><input type="checkbox"/> 10% Owner</span> <input checked="" type="checkbox"/> Officer (give title below) <span style="float:right"><input type="checkbox"/> Other (specify below)</span> <p align="center"><b>Chief Financial Officer</b></p> <b>6. Individual or Joint/Group Filing (Check Applicable Line)</b>  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
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**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value \$0.0001, per share	8/13/2009		S		50000	D	\$0.1289	1900000	D	
Common Stock, par value \$0.0001, per share	8/13/2009		S		48700	D	\$0.1311	1851300	D	
Common Stock, par value \$0.0001, per share	8/13/2009		S		5000	D	\$0.1320	1846300	D	
Common Stock, par value \$0.0001, per share	8/13/2009		S		10000	D	\$0.1323	1836300	D	
Common Stock, par value \$0.0001, per share	8/13/2009		S		3900	D	\$0.1340	1832400	D	
Common Stock, par value \$0.0001, per share	8/13/2009		S		32400	D	\$0.1370	1800000	D	
Common Stock, par value \$0.0001, per share	8/13/2009		S		540000	D	\$0.1400	1260000	D	
Common Stock, par value \$0.0001, per share	8/13/2009		S		7100	D	\$0.1401	1252900	D	
Common Stock, par value \$0.0001, per share	8/13/2009		S		100	D	\$0.1402	1252800	D	
Common Stock, par value \$0.0001, per share	8/13/2009		S		100	D	\$0.1403	1252700	D	
Common Stock, par value \$0.0001, per share	8/13/2009		S		74500	D	\$0.1410	1178200	D	
Common Stock, par value \$0.0001, per share	8/13/2009		S		2000	D	\$0.1420	1176200	D	
Common Stock, par value \$0.0001, per share	8/13/2009		S		1000	D	\$0.1421	1175200	D	
Common Stock, par value \$0.0001, per share	8/13/2009		S		10000	D	\$0.1422	1165200	D	
Common Stock, par value \$0.0001, per share	8/13/2009		S		5200	D	\$0.1430	1160000	D	
Common Stock, par value \$0.0001, per share	8/13/2009		S		10000	D	\$0.1408	1150000	D	
	8/13/2009				922900					

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)			
Common Stock, par value \$0.0001, per share			S			D	\$0.1500	227100	D
Common Stock, par value \$0.0001, per share	8/13/2009		S		2600	D	\$0.1502	224500	D
Common Stock, par value \$0.0001, per share	8/13/2009		S		10700	D	\$0.1503	213800	D
Common Stock, par value \$0.0001, per share	8/13/2009		S		4800	D	\$0.1504	209000	D
Common Stock, par value \$0.0001, per share	8/13/2009		S		1000	D	\$0.1501	208000	D
Common Stock, par value \$0.0001, per share	8/13/2009		S		200	D	\$0.1539	207800	D
Common Stock, par value \$0.0001, per share	8/13/2009		S		7800	D	\$0.1550	200000	D
Common Stock, par value \$0.0001, per share	8/13/2009		S		32700	D	\$0.1551	167300	D
Common Stock, par value \$0.0001, per share	8/13/2009		S		3500	D	\$0.1552	163800	D
Common Stock, par value \$0.0001, per share	8/13/2009		S		200	D	\$0.1555	163600	D
Common Stock, par value \$0.0001, per share	8/13/2009		S		9200	D	\$0.1570	154400	D
Common Stock, par value \$0.0001, per share	8/13/2009		S		154400	D	\$0.1579	0	D

**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

**Explanation of Responses:**

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WANG LING 10 HUANGCHENG ROAD (N), LONGKOU SHANDONG PROVINCE, F4 26570			Chief Financial Officer	

**Signatures**

/s/ Ling Wang

8/15/2009

Date

\*\* Signature of Reporting Person

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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