

For the month ended (dd/mm/yyyy):

## Monthly Return of Equity Issuer on Movements in Securities

To: Hong Kong Exchanges and C	Clearing Limited			
Name of IssuerD	irectel Holdings Limited			
Date Submitted 5	August 2015			
I. Movements in Authorised Share	e Capital			
1. Ordinary Shares				
(1) Stock code : <u>08337</u> I	Description :	DIREC	CTEL	
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)	
Balance at close of preceding mor	nth10,000,000,000	HK\$0.01	HK\$100,000,000.00	
Increase/(decrease)	0	-	0	
Balance at close of the month	10,000,000,000	HK\$0.01	HK\$100,000,000.00	
(2) Stock code :I	Description :			
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)	
Balance at close of preceding mor	nth			
Increase/(decrease)		-		
Balance at close of the month				

31/07/2015

Stock code : Descr	ription:		
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			
3. Other Classes of Shares			
	ription :		
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
	No. of other	Par value (State	Authorised share capital
Stock code : Descr	No. of other	Par value (State	Authorised share capital

## II. Movements in Issued Share Capital

	No. of ordin	ary shares	No of preference	No. of other classes
	(1)	(2)	shares	of shares
Balance at close of preceding month	3,112,500,000			
Increase/ (decrease) during the month	0			
Balance at close of the month	3,112,500,000			

## III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer) Particulars of share No. of new shares of No. of new shares of option scheme issuer issued during issuer which may be including EGM the month pursuant issued pursuant thereto approval date as at close of the month thereto Movement during the month (dd/mm/yyyy) and class of shares Lapsed issuable Granted Exercised Cancelled shares (*Note 1*) shares (*Note 1*) shares (*Note 1*) Total A. (Ordinary shares) (Preference shares) (Other class) Total funds raised during the month from exercise of options (State currency)

Warrants to Issue Shares of the Issuer which are to be Listed

Description of warrants	nominal	Nominal value at close of	Exercised during the	Nominal value at close of the	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
(Date of expiry - dd/mm/yyyy)	value	preceding month	month	month		
1. Unlisted Warrant						
	HK\$	32,940,000.00	0	32,940,000.00	0	600,000,000
(28/05/2019)					· · · · · · · · · · · · · · · · · · ·	
Stock code (if listed)	N/A	A				
Class of shares issuable (Note 1)	Ordinary	shares				
Subscription price	HK\$0.					
AGM/EGM approval date	(10/	pproval date 05/2013)				
(if applicable) (dd/mm/yyyy)		pproval date 06/2015)				
2						
( / / ) Stock code (if listed) Class of shares issuable (Note 1)						
Subscription price EGM approval date						
(if applicable) (dd/mm/yyyy)	( / /	)				
3	•					
Stock code (if listed) Class of shares issuable (Note 1)						
Subscription price EGM approval date (if applicable)						
(dd/mm/yyyy) 4		)				
				<u> </u>		
Class of shares issuable (Note 1)						
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	( / /					
		Total	`	inary shares)	0	_
				rence shares)		-
			(	(Other class)		-

Convertibles (i.e. Convertible in Class and description		Amount at close of preceding month	Converted during the month	Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
\\\.	outstanding	month	шош	month		
	<u> </u>					
	<u> </u>					
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price  EGM approval date						
(if applicable)						
(dd/mm/yyyy))	( / / )					
2.	+					
	_\					
	_ \					
Stock code (if listed)						-
Class of shares issuable ( <i>Note 1</i> )						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	( / / )					
3.	<u> </u>	_ \				
	<del></del>					
Stock code (if listed)			$\overline{}$			
Class of shares						
issuable (Note 1)						
Subscription price EGM approval date				\		
(if applicable)						
	( / / )					
4.	_					
	_					
	<u> </u>					
Stock code (if listed)					\	
Class of shares issuable ( <i>Note 1</i> )						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)	( / / )					
	, , ,			nary shares)		_
						_
			(1	Other class)		-

For Main Board and GEM listed issuers Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other <a href="mainto:them.englisher">than under Share Option Schemes</a>)

than under Share Option Schemes)		
Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. ( / / ) shares (Note 1)		
2		
3		
Total D. (Ordinary shares)  (Preference shares)  (Other class)		

	ner Movements in Issu  Type of Issue	,				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
			Class of shares issuable (Note 1)				
1.	Rights issue	At price : State currency	Issue and allotment date: (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			Class of shares issuable (Note 1)				
2.	Open offer	At price : State currency	Issue and allotment date: (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			Class of shares issuable (Note 1)				
3.	Placing	At price : State currency	Issue and allotment date : (dd/mm/yyyx)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			Class of shares issuable (Note 1)				
4.	Bonus issue		Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		

For Main Board and GEM listed issuers

	Type of Issue					No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
\			Class of shares issuable (Note 1)				
5.	Scrip dividend	At price : State currency —	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			Class of shares repurchased (Note 1)				
6.	Repurchase of shares		Cancellation date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
		`					
			Class of shares redeemed (Wote 1)				
7.	Redemption of shares		Redemption date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			Class of shares issuable (Note 1)				
8.	Consideration issue	e At price : State currency	Issue and allotment date: (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
						-	

	For Main E	Board and GEM lis	
		No. of new	No. of new
		shares of	shares of
			issuer which
		during the	may be
		month	issued
		pursuant	pursuant
		thereto	thereto as at
			close of the
Type of Issue			month
	Class of shares issuable		
	(Note 1)		
	(	`	
9. Capital	Issue and allotment ( / /	)	
reorganisation	date: (dd/mm/yyyy)		
	FGM approval date: ( / /	)	
	EGIVI approvar date.	,	
	(dd/mm/yyyy)		
			<del>-</del>
	Class of shares issuable	<del></del>	
	(Note 1)		
10. Other (Please specify) At price: State currency	Issue and allotment	)	
(Please specify) At price: currency	188de dila dilotillelli	,	
	date : (dd/mm/yyyy)		
	EGM approval date:	<b>、</b> )	
	(dd/mm/yyyy)		
	(dd/IIIII yyyy)		<del>-</del>
	T . 1 F . (0.1)		
	Total E. (Ordinary sh		_
	(Preference sl (Other		
	(Other		
_			
Total increase / (decrease) in ordinary shares during the	ne month (i.e. Total of A to E):	(1)	0
Total melease / (decrease) in ordinary shares during th	ic month (i.e. 10tal 01 A to E).	(1)	0
		(2)	
Total increase / (decrease) in preference shares during	the month (i.e. Total of A to E):		

Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):

(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)

Remarks (if any):
For details of the Warrant Subscription, please refer to the Company's announcement dated 30 April 2014,
8 May 2014, 29 May 2014, 15 May 2015 and 23 June 2015.
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Submitted by: Tricor Investor Services Limited
Tido. Duonah Chana Dagistuan
Title: Branch Share Registrar (Director, Secretary or other duly authorised officer)
(Director, Secretary of other duty audiorised officer)

## Notes:

- 1. State the class of shares (e.g. ordinary, preference or other).
- 2. If there is insufficient space, please append the prescribed continuation sheet.