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DIRECTEL HOLDINGS LIMITED

直通電訊控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock code: 8337)

**VOLUNTARY ANNOUNCEMENT
IN RELATION TO THE FRAMEWORK AGREEMENT
FOR COOPERATION**

This announcement is made by Directel Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) on a voluntary basis so the public is aware of the latest information.

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that on 3 May 2016 (after trading hours), China-HongKong Telecom Limited (“**China-HK Telecom**”), an indirect wholly-owned subsidiary of the Company, entered into an international roaming agreement (the “**Agreement**”) with a Singapore-based telecommunication service provider (the “**Service Provider**”), which is a company incorporated in Singapore with limited liability, in respect of the establishment of strategic cooperation relationship concerning the provision of airtime and mobile data services in Singapore to the Group.

Pursuant to the Agreement, the Service Provider and China-HK Telecom together make a cooperation for establishment of international roaming (the “**IR**”) services between their public mobile network (the “**PMN**”) subject to their licences or rights and other national binding regulations on establishment and operation of PMN, whereby a roaming customer (the “**RC**”) provided with mobile telecommunications services in Hong Kong by China-HK Telecom can also gain access to the mobile telecommunications services in Singapore through the Service Provider, i.e. provision of airtime and mobile data services in Singapore.

The Agreement was entered into on 3 May 2016 and remains in full force unless terminated by either party by giving 6 months notice in writing.

To the best knowledge of the Directors and having made all reasonable enquiries, the Service Provider and its ultimate beneficial owners are third parties independent of and not connected with the Directors, chief executive or substantial shareholder(s) of the Company or any of its subsidiaries or any of their respective associates under the GEM Listing Rules.

REASONS FOR AND BENEFITS OF THE AGREEMENT

The Board believes that the cooperation with the Service Provider will enable the Group to expand its mobile roaming coverage to Singapore, and to create new roaming platforms for providing airtime and mobile data services in Singapore to the RC from different countries all over the world. Since the Group engages the Service Provider in Singapore directly to provide the Services in Singapore to the RC without engaging any intermediaries, therefore the cost for the airtime service would be lower than the airtime service provided by the Group before. Moreover, the RC would also be able to enjoy the mobile data service in addition to the airtime service that the Group has been providing. The Board considers that the cooperation contemplated under the Agreement is in the usual course of business of the Group, and it is of the view that the terms of the Agreement are fair and reasonable and the entering into of the Agreement is a furtherance of the principal business of the Group which is in the interest of the Company and its shareholders as a whole.

By Order of the Board
Directel Holdings Limited
Pang Kwok Chau
Executive Director

Hong Kong, 3 May 2016

As at the date of this announcement, the executive directors are Mr. Pang Kwok Chau and Mr. Li Wang, the non-executive directors are Mr. Li Kin Shing and Mr. Wong Kin Wa, the independent non-executive directors are Mr. Chen Xue Dao, Mr. Chu, Howard Ho Hwa and Ms. Lee Man Yee, Maggie.

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive; and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the GEM website at www.hkgem.com on the "Latest Company Announcements" page for at least 7 days from the date of its posting. This announcement will also be posted on the website of the Company at www.directel.hk.