

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited (the “Stock Exchange” ) take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



## **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 TRANSFERS OF WARRANTS**

This announcement is made by Directel Holdings Limited (the “**Company**”) on a voluntary basis so the public is aware of the latest information. Reference is drawn to the announcements made by the Company dated 30 April 2014, 29 May 2014, 23 June 2015 and 23 November 2016 (the “**Announcements**”). Terms used herein shall follow those defined in the Announcements unless otherwise specified.

The board (the “**Board**”) of directors (the “**Directors**”) of the Company has been informed by two existing holders of Warrants (as transferors) (the “**Transferor(s)**”) that the Transferors have transferred an aggregate of 155,000,000 Warrants to one existing holder of the Warrants and one body corporate (as transferees) (collectively the “**Transferee(s)**”) on 14 May 2019 at a consideration of HK\$0.01 per Warrant (collectively the “**Transfers**”).

The table below sets out details of the number of Warrants held by each holder of the Warrants before the Transfers and after the Transfers, the number of Warrant Shares to be allotted and issued upon exercise of the subscription rights attaching to the Warrants after the Transfers and the percentage of shareholding in the issued share

capital of the Company upon the exercise of the subscription rights in full on an enlarged basis:

<b>Warrantholders</b>	<b>Number of Warrants before the Transfers</b>	<b>Number of Warrants after the Transfers</b>	<b>Number of Warrant Shares to be allotted and issued</b>	<b>Approximate percentage of shareholding in the issued share capital of the Company on an enlarged basis (assuming that there will not be any change in the issued share capital of the Company before the exercise of such subscription rights, i.e. 3,112,500,000 Shares)</b>
Warrantholder A (as Transferor)	90,000,000	25,000,000	75,000,000	2.02%
Warrantholder B (as Transferor)	90,000,000	—	—	—
Warrantholder C (as Transferee)	15,000,000	60,000,000	180,000,000	4.85%
Warrantholder D	3,000,000	3,000,000	9,000,000	0.24%
Warrantholder E	1,000,000	1,000,000	3,000,000	0.08%
Warrantholder F	1,000,000	1,000,000	3,000,000	0.08%
Warrantholder G (as Transferee)	<u>—</u>	<u>110,000,000</u>	<u>330,000,000</u>	<u>8.89%</u>
<b>TOTAL</b>	<u><u>200,000,000</u></u>	<u><u>200,000,000</u></u>	<u><u>600,000,000</u></u>	<u><u>16.16%</u></u>

To the best of the Directors' knowledge, information and belief and having made all reasonable enquiries, each of the Transferees and their beneficial owner(s) (if applicable) is an independent third party. Save for the Transfers, all other terms and conditions of the Instrument remain unchanged.

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

Hong Kong, 14 May 2019

*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, Mr. Wong Kin Wa and Mr. Hu Tiejun, the independent non-executive directors are Mr. Chen Xue Dao, Ms. Lee Man Yee, Maggie and Mr. Liu Kejun.*

*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 GEM of the Stock Exchange 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](http://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](http://www.directel.hk).*