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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)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 30 APRIL 2012

The Board is pleased to announce that all the resolutions proposed were duly passed by way of poll at the AGM held on 30 April 2012.

The board (the “**Board**”) of directors (the “**Director(s)**”) of Directel Holdings Limited (the “**Company**”) is pleased to announce that all the resolutions proposed were duly passed by way of poll at the annual general meeting of the Company held on 30 April 2012 (the “**AGM**”).

POLL RESULTS

The poll results in respect of all the resolutions proposed at the AGM are as follows:

Ordinary Resolutions		No. of Votes (%)	
		For	Against
1.	To receive and consider the audited consolidated financial statements and the reports of the directors and auditors for the year ended 31 December 2011	775,830,000 (100%)	0 (0%)
2.	To appoint the Company’s auditors and to authorise the Board to fix their remuneration	775,830,000 (100%)	0 (0%)
3A.	To re-elect Mr. Pang Kwok Chau as Director	775,830,000 (100%)	0 (0%)
3B.	To re-elect Mr. Li Wang as Director	775,830,000 (100%)	0 (0%)
3C.	To re-elect Ms. Lee Man Yee, Maggie as Director	775,830,000 (100%)	0 (0%)
4.	To authorise the Board to fix the remuneration of the Directors	775,830,000 (100%)	0 (0%)

Ordinary Resolutions		No. of Votes (%)	
		For	Against
5A.	To grant a general mandate to the Directors to allot, issue and deal with new Shares	775,830,000 (100%)	0 (0%)
5B.	To grant a general mandate to the Directors to repurchase the Shares	775,830,000 (100%)	0 (0%)
5C.	To add the nominal amount of the Shares repurchased by the Company to the mandate granted to the Directors under resolution no. 5A	775,830,000 (100%)	0 (0%)
Special Resolution			
6.	To approve the proposed amendments to the articles of association of the Company	775,830,000 (100%)	0 (0%)

As more than 50% of the votes were cast in favour of each of the ordinary resolutions, all the resolutions were duly passed as ordinary resolutions at the AGM.

As more than 75% of the votes were cast in favour of the special resolution, the resolution was duly passed as special resolution at the AGM.

As at the date of the AGM, the issued share capital of the Company comprised 1,037,500,000 shares, which was the total number of shares entitling the holders to attend and vote for or against all the resolutions proposed at the AGM. There were no restrictions on any shareholders of the Company to cast votes on any of the proposed resolutions at the AGM.

Tricor Investor Services Limited, the Hong Kong branch share registrar and transfer office of the Company, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

By order of the Board
Directel Holdings Limited
Li Kin Shing
Chairman

Hong Kong, 30 April 2012

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

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market (“GEM”) 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 enquires, 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 “Latest Company Announcements” page of the GEM Website at www.hkgem.com for a minimum period of seven days from the day of its publication and on the website of the Company at www.directel.hk.