

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

## Monthly Return of Equity Issuer on Movements in Securities

To: Hong Kong Exchanges and Clearing Limited					
Name of Issuer Direct  Date Submitted 7 May	el Holdings Limited 2014				
I. Movements in Authorised Share Cap	pital				
1. Ordinary Shares					
(1) Stock code : <u>08337</u> Descri	ription:	DIREC	CTEL		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)		
Balance at close of preceding month	4,000,000,000	HK\$0.01	HK\$40,000,000.00		
Increase/(decrease)	0		0		
Balance at close of the month	4,000,000,000	HK\$0.01	HK\$40,000,000.00		
(2) Stock code : Description	ription :		_		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)		
Balance at close of preceding month					
Increase/(decrease)					
Balance at close of the month					

30/04/2014

Stock code : Desc	eription :		
	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			
	eription:		
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
	No. of other	(State	capital
Stock code : Desc	No. of other	(State	capital

## II. Movements in Issued Share Capital

	No. of ordina	ary shares	No of preference	No. of other classes
	(1)	(2)	shares	of shares
Balance at close of preceding month	1,037,500,000			
Increase/ (decrease) during the month	0			
Balance at close of the month	1,037,500,000			

## III. Details of Movements in Issued Share Capital

Share Options (under 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 as at close of the month
approval date (dd/mm/yyyy) and —		Movement duri	ng the month		thereto	as at close of the mont
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1.	Granica	Lacreised	Cancenca	Lapsed		
1.						
<del></del>						
shares						
(Note 1)						
2.						
( / / )						
shares						
(Note 1)						
(11016-1)						
3.						
3.						
( / / )						
shares						
( <i>Note 1</i> )						
		To	otal A. (Ordin	ary shares)		
			(Prefere	nce shares)		
			((	Other class)		
Total funds raised dur	ing the month	fuera exemples o	•	,		

Warrants to Issue Shares of the Iss	uer which are	to be Listed				
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of preceding month	Exercised during the month	Nominal value 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
<u>\frac{1}{2}.</u>						
( // )						-
Stock code (if listed) Class of shares						
issuable (Nate 1)						
Subscription price EGM approval date						
(if applicable)						
(dd/mm/yyyy)	( /	/ )				
2.						
( / / )						-
Stock code (if listed) Class of shares	$\overline{}$					
issuable (Note 1)						
Subscription price		<u> </u>				
EGM approval date (if applicable)						
(dd/mm/yyyy)	( /	/ )				
3.						
( / / )			<u> </u>			-
Stock code (if listed) Class of shares						
issuable (Note 1)						
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)	( /	/ )			`	
	•		D (0 ::	1 \		
		Total	B. (Urdii Prefere	nary shares) ence shares)		-
			(1 10101)	Other class)		-
			`			-

Convertibles (i.e. Convertible in		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
1.	_					
	_					
	<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>					
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price EGM approval date				\		
(if applicable)						
	( / / )					
4.						
	<del>_</del>				\	
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price EGM approval date						\
(if applicable)						
(dd/mm/yyyy)	( / / )		Гotal С. (Ordii	nary shares)		
			(Prefere	ence shares)		
			((	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 than under Share Option Schemes)

than under Share Option Schemes)		
	No. of new shares of	No. of new shares of
	issuer issued during	issuer which may be
	the month pursuant	issued pursuant thereto
Full particulars including EGM approval date (dd/mm/yyyy),	thereto	as at close of the month
if applicable, and class of shares issuable:		
1. On 30 April 2014, after trading hours of the Stock Exchange, the		
Company entered into the Subscription Agreement with the		
Subscriber, pursuant to which, the Company has conditionally		
agreed to issue and the Subscriber has conditionally agreed to		
subscribe for in 200,000,000 Warrants at the issue price of		
HK\$0.01 per Warrant. The Warrants will entitle the holders thereof		
to subscribe in cash up to an aggregate amount of HK\$32,960,000		
(subject to adjustment) for the Warrant Shares and each Warrant		
carry right to subscribe for one Share at an initial Subscription		
Price of HK\$0.1648 per Share, for a period of 60 months		
commencing from the date of issue of the Warrants. Based on the		
initial Subscription Price of HK\$0.1648 per Warrant Share, a		
maximum of 200,000,000 Warrant Shares will be allotted and		
issued by the Company. Completion of the Subscription is subject		
to the satisfaction of the condition precedent under the Subscription		
Agreement. (See Remarks)		
(10/05/2013)		
shares (Note 1)	0	200,000,000
2		
( / / )		
shares (Note 1)	T	
3		
	1	
( / / )		
shares (Note 1)		
Total D. (Ordinary shares)	0	
(Preference shares)		
(Other class)		
	L	

	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	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/yyyy)	( / /	)		
			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			For Main	Boai	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 ( <i>Note 1</i> )				
6.	Repurchase of shares		Cancellation date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			Class of shares				
			redeemed (Note 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	At price : State currency —	Issue and allotment date: (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		

	For Main Bo	oard and GEM lis	sted issuers
		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 alasso has all		
	Class of shares issuable	-	
	(Note 1)		
	Issue and allotment ( / /	)	
9. Capital	date : (dd/mm/yyyy)	,	
reorganisation			
	EGM approval date: ( / /	)	
	(dd/mm/yyyy)		
	· • • • • • • • • • • • • • • • • • • •		
	Class of shares issuable	-	
	(Note 1)		
10. Other State			
10. Other (Please specify) At price: State currency	- Issue and allotment ( / /	)	
(Trease specify) currency	date : (dd/mm/yyyy)		
		`	
	EGM approval date:	_	
	(dd/mm/yyyy)	\	
	Total E. (Ordinary sha		
	(Preference sha		
	(Other c	lass)	_ \
Total in arrange / (de arrange) in audinous characterists	the month (i.e. Total of A to E):	(1)	
Total increase / (decrease) in ordinary shares during	the month (i.e. Total of A to E):	(1)	0
		(2)	
			<del></del>
Total increase / (decrease) in preference shares during	ng 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 please refer	r to the Company's announcement dated 30 April 2014.
Submitted by:	Tricor Investor Services Limited
,	
Title:	Branch Share Registrar
(Director, Sec	retary or other duly authorised 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.