

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :	30/06/2014

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Directel Holdings Limited
Date Submitted	3 July 2014

I. Movements in Authorised Share Capital

1. Ordinary Shares				
(1) Stock code : 08337 De	scription :	otion : DIRECTEL		
	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 : De	scription :			
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)	
Balance at close of preceding month	1			
Increase/(decrease)				
Balance at close of the month				

2. Preference Shares

Stock code : Descri	ption :		
	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

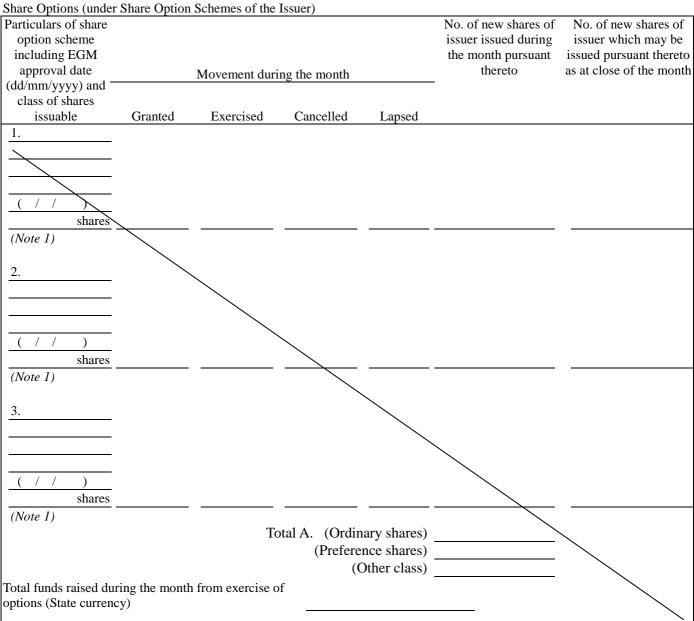
Stock code : Description :					
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)		
Balance at close of preceding month					
Increase/(decrease)					
Balance at close of the month					

HK\$40,000,000.00

II. Movements in Issued Share Capital

	No. of ordinary 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

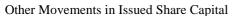


Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of Nominal value at nominal close of value preceding month	Exercised during the month	Nominal value at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
<u>\</u>					
() Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable)					
(dd/mm/yyyy) 2.	(/ /)				
	N				
(/ /) Stock code (if listed)	<u> </u>				
Class of shares					
issuable (<i>Note 1</i>) Subscription price					
EGM approval date (if applicable) (dd/mm/yyyy)					
3.					
(/ /) Stock code (if listed) Class of shares issuable (<i>Note 1</i>)					
Subscription price	<u> </u>	\backslash	`		
(if applicable)	(/ /)		\backslash		
4.					
(/ /)					
Stock code (if listed) Class of shares				\backslash	
issuable (Note 1)				\backslash	
Subscription price EGM approval date					
(if applicable)	(/ /)			\backslash	
(dd/mm/yyyy)					\backslash
	Total	(Prefere	nary shares) ence shares) Other class)		
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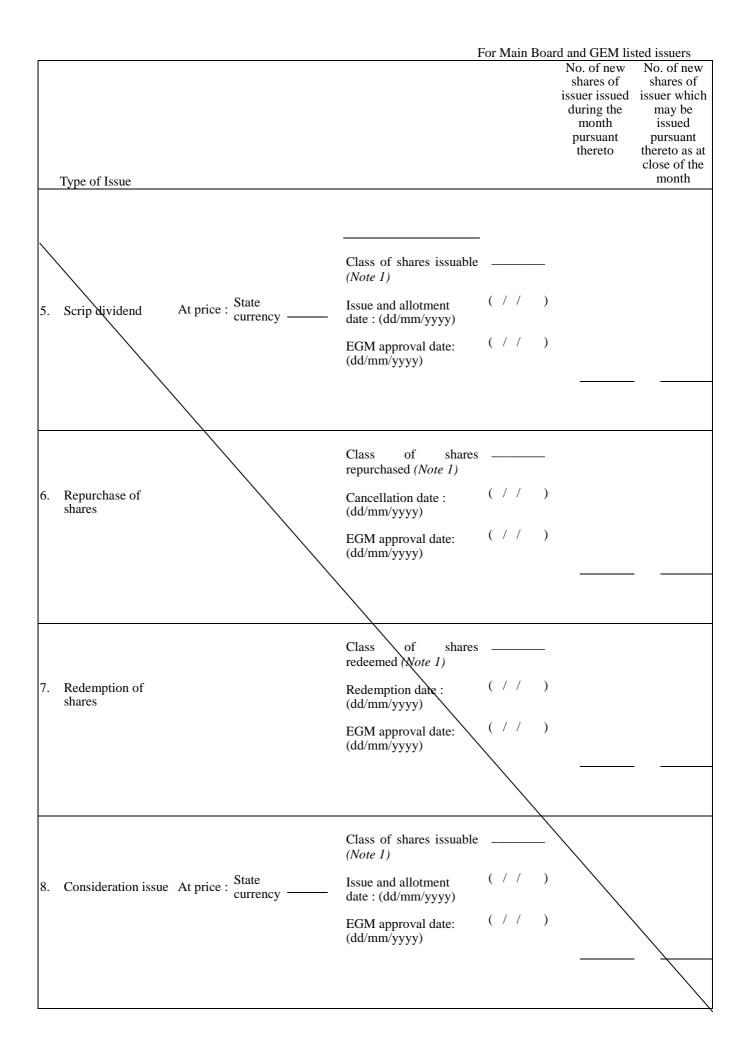
Convertibles (i.e. Convertible in	to Sharaa of the I	aquar which are to		For Main Board	and GEM liste	d issuers
Class and description		Amount at close of preceding month	Converted during the month	Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
<u>¥.</u>	_					
	_					
Stock code (if listed)						
Class of shares issuable (<i>Note 1</i>)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy))	(/ /)					
<u>2.</u>						
	_					
	- \					
Stock code (if listed)						
Class of shares						
issuable (<i>Note 1</i>)	\					
EGM approval date		$\overline{}$				
(if applicable) (dd/mm/yyyy)	(/ /)					
3.	_	_ \				
	_	\sim				
	_		\backslash			
Stock code (if listed)			$\overline{}$			
Class of shares issuable (<i>Note 1</i>)						
Subscription price			\backslash			
EGM approval date (if applicable)						
	(/ /)					
4.						
	_			\backslash		
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Stock code (if listed)					$\overline{}$	
Class of shares issuable (<i>Note 1</i>)						
Subscription price					\backslash	
EGM approval date						\backslash
(if applicable) (dd/mm/yyyy)	(/ /)					\mathbf{i}
			Fotal C. (Ordin	nary shares)		. \
			(Prefere	ence shares) Other class)		- \
			(-

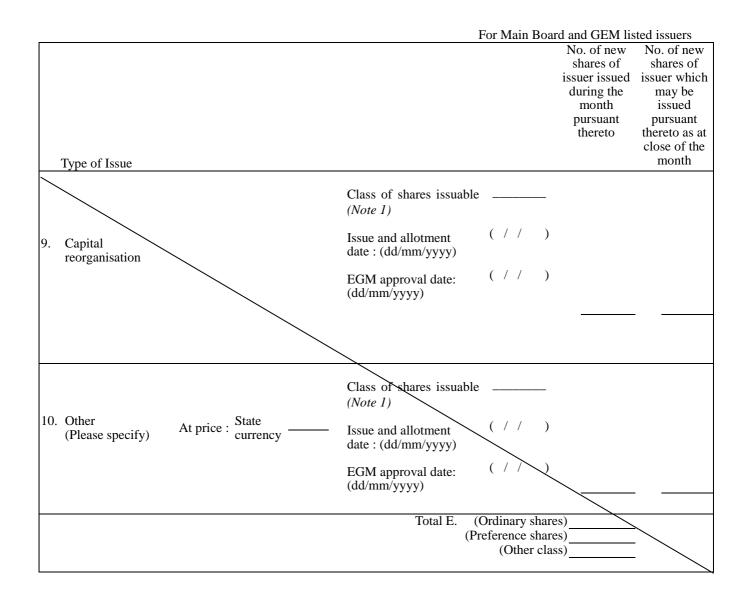
For Main Board and GEM listed issuers Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

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
 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 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 Shares, a maximum of 200,000,000 Warrant Shares will be allotted and issued by the Company. The Subscription was completed on 29 May 2014. (See Remarks) 		
(10/05/2013) shares (Note 1)	0	200,000,000
2	- - - 	
3	-	
shares (Note 1) Total D. (Ordinary shares) (Preference shares) (Other class)	0	



	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 (<i>Note 1</i>)				
1.	Rights issue	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuable (<i>Note 1</i>)				
2.	Open offer	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuable (<i>Note 1</i>)				
3.	Placing	At price : State	Issue and allotment date : (dd/mm/yyyx)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuable (<i>Note 1</i>)		_		
4.	Bonus issue		Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		





Total increase / (decrease) in ordinary shares during the month (i.e. Total of 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 Is	sued Sha	ıre Capital").)

Remarks (if any):

For details of the Warrant Subscription, please refer to the Company's announcement dated 30 April 2014,

8 May 2014 and 29 May 2014.

Submitted by:	Tricor Investor Services Limited	_	
Title:(Director, Secr	Branch Share Registrar etary 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.