

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

## Monthly Return of Equity Issuer on Movements in Securities

To: Hong Kong Exchanges and Clea	aring Limited		
Name of Issuer Direct	ctel Holdings Limited		
Date Submitted 5 Au	gust 2014		
I. Movements in Authorised Share C	'apital		
1. Ordinary Shares			
(1) Stock code : <u>08337</u> Des	scription :	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 : Des	scription :		
	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			

31/07/2014

2. Pr	efer	ence	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 :Descri	ption : _ <u></u>		
	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			
Total authorised share capital at the end <i>currency</i> ):	of the month (State	HK\$40	0,000,000.00

## II. Movements in Issued Share Capital

	No. of ordin	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 Share Option Schemes of the Issuer) Particulars of share No. of new shares of No. of new shares of option scheme issuer issued during issuer which may be issued pursuant thereto including EGM the month pursuant as at close of the month approval date thereto Movement during the month (dd/mm/yyyy) and class of shares issuable Granted Exercised Cancelled Lapsed shares (Note 1) shares (*Note 1*) shares (*Note 1*) Total A. (Ordinary shares) (Preference shares) (Other class) Total funds raised during the month from exercise of options (State currency)

Description of warrants	Currency of nominal	Nominal value a		ercised	Nominal value at close of the	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
(Date of expiry - dd/mm/yyyy)	value	preceding mont		onth	month		monui
1. Unlisted Warrant							
(See Remarks)							
(20/05/2010)	HK\$	32,960,000.0	0	0	32,960,000.00	0	200,000,000
(28/05/2019) Stock code (if listed)	N/.	Δ					
Class of shares	11/.	n.					
issuable (Note 1)	Ordinary	shares					
Subscription price	HK\$0.	.1648	_				
AGM approval date (if applicable) (dd/mm/yyyy)	(10/05/	2013)					
2							
( / / ) Stock code (if listed)							
Class of shares issuable (Note 1)			_				
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	( / /						
3	( / /	)					
<u>s.</u>							
			-				
( / / ) Stock code (if listed) Class of shares			_				
issuable (Note 1)							
Subscription price EGM approval date			_				
(if applicable)	( )	,					
(dd/mm/yyyy) 4	( / /	)	_				
7							
			-				
( / / )	-				· ·		
Stock code (if listed)							
Class of shares issuable (Note 1)							
Subscription price							
EGM approval date			_				
(if applicable)		,					
(dd/mm/yyyy)	( / /	)					
		То	tal B.		nary shares)		_
			(		ence shares)		_
				(	Other class)		-

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed) No. of new No. of new shares of shares of issuer issued issuer which during the may be issued month pursuant thereto as at pursuant Currency of Amount at close Converted Amount at close of the thereto amount of preceding during the close of the month Class and description outstanding month month month Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) ( / / ) (dd/mm/yyyy) Total C. (Ordinary shares) (Preference 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)		
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
1		
	-	
shares (Note 1)		
2.		
	-	
shares (Note 1)		
3.		
J		
( / / )		
shares (Note 1)		
Total D. (Ordinary shares)	-	
(Preference shares)		
(Other class)		
		•

(	Oth	er Movements in Issu	ued Share Capital							
		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 currency	Issue and allotment date : (dd/mm/yyyy)	(	/ .	/	)		
				EGM approval date: (dd/mm/yyyy)	(	/	/	)		
				Class of shares issuable (Note 1)	_			_		
2	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	3.	Placing	At price : State	Issue and allotment date : (dd/mm/yyyx)	(	/	/	)		
				EGM approval date: (dd/mm/yyyy)	(	/	/	)		
					`		\			
				Class of shares issuable (Note 1)	_			_		
4	4.	Bonus issue		Issue and allotment date : (dd/mm/yyyy)	(	/	/	)		
				EGM approval date: (dd/mm/yyyy)	(	/	/	)		

	Type of Issue	I	For	· M	<u>[ain</u>	Boa	rd and GEM list 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 (Note 1)	_					
6	. Repurchase of shares	Cancellation date : (dd/mm/yyyy)	(	/	/	)		
		EGM approval date: (dd/mm/yyyy)	(	/	/	)		
		Class of shares redeemed ( <i>Note 1</i> )	-					
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 Board and GEM listed issuers
Type of Issue	No. of new shares of issuer issued during the month pursuant thereto the month issued thereto as a close of the month
	Class of shares issuable(Note 1)
9. Capital reorganisation	Issue and allotment ( / / ) date: (dd/mm/yyyy)
	EGM approval date: ( / / ) (dd/mm/yyyy)
	Class of shares issuable(Note 1)
10. Other (Please specify) At price: State currency	- Issue and allotment date: (dd/mm/yyyy)
	EGM approval date: ( / / ) (dd/mm/yyyy)
	Total E. (Ordinary shares)
	(Preference shares) (Other class)

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 Share	e 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: Branch Share Registrar
(Director, Secretary or other duly authorised officer)
Notes:

## 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.