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(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 8071)

# INSIDE INFORMATION – STRATEGIC COOPERATION AGREEMENT AND RESUMPTION OF TRADING

This announcement is made by the Company pursuant to Rule 17.10 of the GEM Listing Rules and the Inside Information Provisions (as defined in the GEM Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong).

### THE STRATEGIC COOPERATION AGREEMENT

The Board is pleased to announce that on 8 June 2015, Shenzhen Gaorong (a wholly-owned subsidiary of the Company) entered into the Strategic Cooperation Agreement with Beijing Skyrocker (an Independent Third Party) and Beijing Leiwangxin (an Independent Third Party). The principal terms of the Strategic Cooperation Agreement are set out below:

**Parties:** 

- (i) Shenzhen Gaorong (a wholly-owned subsidiary of the Company);
- (ii) Beijing Skyrocker (an Independent Third Party); and
- (iii) Beijing Leiwangxin (an Independent Third Party)

**Cooperation:** 

The parties agreed to cooperate on the business development of the sales and related value-added services of national lottery (including welfare lottery and sports lottery) in the KTV premises covered by Beijing Skyrocker's products nationwide.

Under the Cooperation:

 Beijing Skyrocker shall be responsible for providing connection portals to its existing karaoke song selection system;

- Beijing Leiwangxin shall be responsible for designing and supervising the development of the front-end software for the lottery sales, as well as the overall operational management statistical analysis and income distribution of the lottery sales operations; and
- Shenzhen Gaorong shall be responsible for providing the qualifications for lottery sales channels, as well as the investment, development and maintenance of the back-end operational system (including mainframe computers and networks).

Term: The Strategic Cooperation Agreement has an initial term of three

years. Upon expiry, it may be extended for two years if there is no

disagreement among the parties.

Income sharing: Shenzhen Gaorong shall receive certain percentage of the sales

amount from the PRC lottery centre as lottery sales commission. Distribution will be conducted in accordance with the Strategic

Cooperation Agreement among the three parties.

In connection with the Strategic Cooperation Agreement, on 8 June 2015, Shenzhen Gaorong engaged Beijing Leiwangxin to develop the front-end software for the lottery sales system. Pursuant to such engagement, Shenzhen Gaorong agreed to pay certain one-off development fees to Beijing Leiwangxin within 15 business days from the date of engagement for the development of the front-end software for the lottery sales system, and Beijing Leiwangxin agreed to deliver the software within 30 days from the date of engagement.

## BACKGROUND OF BEIJING SKYROCKER

According to the website of Beijing Skyrocker, Beijing Skyrocker is a high-tech enterprise jointly established by Beijing Thunderstone and Cayman Skysoft. It is headquartered in Beijing with sales and service networks covering 33 provinces and cities in the PRC. It is specialised in the development and sales of karaoke song selection systems and related equipment for use in households, hotels, resorts, restaurants, bars, clubs, entertainment premises, etc. It is a member of China Entertainment Technology Association. Other than the PRC, Beijing Skyrocker also sells its products to countries such as Malaysia, Singapore, Hungary, etc.

Beijing Thunderstone, is a wholly-foreign-owned enterprise established in 1997 in the PRC and is principally engaged in the research and development of applications for the embedded system software in the fields of modern broadband technology and information household appliances. Beijing Thunderstone is headquartered in Beijing and has branch companies established in 14 cities including Shanghai, Nanjing, Guangzhou, Hangzhou, Wuhan, Chongqing, Shenzhen, etc.

Cayman Skysoft was established in 2005. It provides diversified digital music services and operates KKBOX in Taiwan. At present, KKBOX has obtained legal authorisations from more than 250 music record companies and has 4.5 million registered members and 340,000 paid members.

### REASONS FOR AND BENEFITS OF THE COOPERATION

One of the Group's principal activities is the provision of lottery system design, management and the operation of lottery sales halls in the PRC.

According to the figures published by the Ministry of Finance of the PRC, the sales volume of the China welfare lottery and sports lottery for 2014 was over RMB380.0 billion in aggregate.

The Directors are of the view that the Cooperation is consistent with the Group's strategy to develop its lottery business and will benefit the Company and the Shareholders as a whole. The Directors consider the terms of the Strategic Cooperation Agreement are fair and reasonable and the Cooperation is in the interest of the Company and Shareholders as a whole.

#### RESUMPTION OF TRADING

At the request of the Company, trading in the Shares on the Stock Exchange has been halted from 9:00 a.m. on 9 June 2015 pending the release of this announcement. An application has been made by the Company for the resumption of trading in the Shares on the Stock Exchange with effect from 9:00 a.m. on 10 June 2015.

#### **GENERAL**

The Shareholders and potential investors should exercise caution when dealing in the Shares.

#### **DEFINITIONS**

In this announcement, unless the context otherwise requires, the following words and expressions shall have the following meanings:

"Beijing Leiwangxin" 北京雷旺鑫科技有限公司 (Beijing Leiwangxin Technology

Company Limited\*), an Independent Third Party and a party to

the Strategic Cooperation Agreement

"Beijing Skyrocker" 北京雷客天地科技有限公司 (Beijing Skyrocker Technology

Company Limited\*), an Independent Third Party and a party to

the Strategic Cooperation Agreement

<sup>\*</sup> for identification purpose only

"Beijing Thunderstone"	北京雷石世紀科技有限公司	(Beijing	Thunderstone	Technology
Beijing Thanaerstone		(201)1118	I manacibione	10011110105

Limited\*), an Independent Third Party and one of the founders of

Beijing Skyrocker

"Board" the board of Directors

"Cayman Skysoft" 開曼天碩科技股份有限公司 (Cayman Skysoft, Inc\*), an

Independent Third Party and one of the founders of Beijing

Skyrocker

"Company" China Netcom Technology Holdings Limited, a company

incorporated in the Cayman Islands with limited liability and the

issued shares of which are listed on GEM

"Cooperation" the cooperation among Beijing Leiwangxin, Beijing Skyrocker and

Shenzhen Gaorong as contemplated under the Strategic Cooperation

Agreement

"Director(s)" the director(s) of the Company

"GEM" the Growth Enterprise Market of the Stock Exchange

"GEM Listing Rules" the Rules Governing the Listing of Securities on GEM

"Group" the Company and its subsidiaries

"Independent Third

Party(ies)"

third party(ies) independent of and not connected with the Company and its connected persons (as defined under the GEM

Listing Rules)

"PRC" the People's Republic of China

"RMB" Renminbi, the lawful currency of the PRC

"Share(s)" ordinary share(s) of HK\$0.005 each in the issued share capital of

the Company

"Shareholder(s)" holder(s) of the Shares

"Shenzhen Gaorong" 深圳高榮財智科技有限公司 (Shenzhen Gaorong Caizhi

Technology Company Limited\*), a wholly-owned subsidiary of the Company and a party to the Strategic Cooperation Agreement

<sup>\*</sup> for identification purpose only

"Stock Exchange"

The Stock Exchange of Hong Kong Limited

"Strategic Cooperation Agreement"

the strategic cooperation agreement entered into among Beijing Skyrocker, Beijing Leiwangxin and Shenzhen Gaorong, the particulars of which are disclosed in this announcement

By order of the Board

China Netcom Technology Holdings Limited

Leung Ngai Man

Chairman and Executive Director

Hong Kong, 9 June 2015

As at the date of this announcement, the executive Directors are Mr. Leung Ngai Man and Ms. Wu Wei Hua; and the independent non-executive Directors are Mr. Cai Wei Lun, Mr. Qi Ji and Ms. Xuan Hong.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules 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 "Latest Company Announcements" page of the GEM website at www.hkgem.com for a minimum period of 7 days from the date of its publication and on the Company's website at www.chinanetcomtech.com.