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**中 彩 網 通 控 股 有 限 公 司**  
**China Netcom Technology Holdings Limited**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8071)**

**ANNOUNCEMENT PURSUANT TO  
RULE 3.8 OF THE TAKEOVERS CODE**

This announcement is made by China Netcom Technology Holdings Limited (the “**Company**”) pursuant to Rule 3.8 of the Takeovers Code. Reference is made to the announcement jointly issued by the Company and the Offeror dated 24 April 2017 in respect of the Offers (the “**Joint Announcement**”) and the circular of the Company dated 23 June 2017 in relation to the subscription of shares under specific mandate. Unless the context otherwise requires or is defined herein, capitalised terms defined in the Joint Announcement shall have the same meanings when used herein.

**UPDATE OF NUMBER OF RELEVANT SECURITIES OF THE COMPANY**

The Board wishes to announce that on 19 July 2017, 390,000,000 Subscription Shares were allotted and issued to the Offeror at the subscription price of HK\$0.082 per Subscription Share, pursuant to the completion of the Subscription Agreement (as amended by the side letter dated 23 April 2017 and the second side letter dated 16 June 2017) upon the fulfilment of all terms and conditions thereto. On 30 June 2017, all 157,700,000 outstanding Share Options lapsed pursuant to the Share Option Scheme.

Immediately following the completion of the Subscription Agreement, the Offeror and parties acting in concert with it are interested in an aggregate of 2,199,963,213 Shares, representing approximately 47.52% of the total number of issued Shares of the Company.

As at the date of this announcement (immediately after the allotment and issuance of the Subscription Shares as described above), the relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) of the Company comprised (i) 4,629,368,382 Shares in issue; and (ii) Convertible Bonds in the outstanding principal amount of HK\$68,016,000 which are convertible into 56,680,000 conversion shares of the Company upon full conversion.

Save for the aforesaid, the Company has no other relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) as at the date of this announcement.

## DEALING DISCLOSURE

All associates (as defined under the Takeovers Code and include persons holding 5% or more of any class of relevant securities) of the Company and the Offeror are hereby reminded to disclose their dealings in the securities of the Company pursuant to the Takeovers Code.

In accordance with Rule 3.8 of the Takeovers Code, the full text of Note 11 to Rule 22 of the Takeovers Code is reproduced below:

*“Responsibilities of stockbrokers, banks and other intermediaries*

*Stockbrokers, banks and others who deal in relevant securities on behalf of clients have a general duty to ensure, so far as they are able, that those clients are aware of the disclosure obligations attaching to associates and other persons under Rule 22 of the Takeovers Code and that those clients are willing to comply with them. Principal traders and dealers who deal directly with investors should, in appropriate cases, likewise draw attention to the relevant rules of the Takeovers Code. However, this does not apply when the total value of dealings (excluding stamp duty and commission) in any relevant security undertaken for a client during any 7-day period is less than HK\$1 million.*

*This dispensation does not alter the obligation of principals, associates and other persons themselves to initiate disclosure of their own dealings, whatever total value is involved.*

*Intermediaries are expected to co-operate with the Executive in its dealings enquiries. Therefore, those who deal in relevant securities should appreciate that stockbrokers and other intermediaries will supply the Executive with relevant information as to those dealings, including identities of clients, as part of that co-operation.”*

**WARNING: Shareholders and potential investors generally should exercise caution when dealing in the securities of the Company. Persons who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor or other professional advisers.**

By order of the Board  
**China Netcom Technology Holdings Limited**  
**Leung Ngai Man**  
*Chairman and Executive Director*

Hong Kong, 19 July 2017

*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.*

*The Directors jointly and severally accept full responsibility for the accuracy of information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at*

*after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.*

*This announcement will remain on the “Latest Company Announcements” page of the GEM website at [www.hkgem.com](http://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](http://www.chinanetcomtech.com).*