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中信國際電訊集團有限公司
CITIC TELECOM INTERNATIONAL HOLDINGS LIMITED

(Incorporated in Hong Kong with limited liability)
(Stock Code: 01883)

ANNOUNCEMENT PURSUANT TO RULE 13.18 OF THE LISTING RULES

This announcement is made pursuant to Rule 13.18 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The Facility Agreement

The board of directors (the “**Board**”) announces that CITIC Telecom International Holdings Limited (the “**Company**”) entered into a facility agreement (the “**Facility Agreement**”) on 12 December 2013 with a group of banks (the “**Lenders**”) which are all third parties independent of the Company and connected persons of the Company. Pursuant to the Facility Agreement, term loan facilities in the aggregate amount of up to US\$540 million (equivalent to approximately HK\$4,212 million) (the “**Loan Facilities**”) were granted. A tranche of the Loan Facilities in the aggregate amount of up to US\$216 million (equivalent to approximately HK\$1,685 million) will mature and become payable on 12 December 2016. Another tranche of the Loan Facilities in the aggregate amount of up to US\$324 million (equivalent to approximately HK\$2,527 million) will be repayable in four instalments, the last instalment of which will mature and become payable on 12 December 2018.

It is intended that the Company will apply the amount to be borrowed under the Facility Agreement to refinance all amounts owing under the existing facility agreement dated 5 June 2013 (the “**Existing Facilities**”), details of which are set out in the announcement of the Company dated 5 June 2013. The Facility Agreement allows the Company to refinance the Existing Facilities with a lower cost of funding and less restrictive covenants and undertakings given by the Company.

Specific performance obligation on the controlling shareholder of the Company under Rule 13.18 of the Listing Rules

The Facility Agreement includes, inter alia, an undertaking by the Company to procure 中國中信集團有限公司 (CITIC Group Corporation) (“**CITIC Group Corporation**”) to hold, legally and beneficially (directly and/or indirectly) the largest percentage of the issued share capital of the Company. A breach of such undertaking may constitute an event of default under the Facility Agreement, whereby the Lenders may, inter alia, cancel the Loan Facilities and declare that all sums accrued or outstanding (including accrued interest) under the Facility Agreement be immediately due and payable.

As at the date of this announcement, CITIC Group Corporation is the ultimate holding company of the Company. It holds a direct beneficial interest of approximately 18.39% in the Company, and is at the same time indirectly interested in approximately 41.42% in the Company through CITIC Pacific Limited. CITIC Pacific Limited is a company incorporated in Hong Kong whose shares are listed on The Stock Exchange of Hong Kong Limited (stock code: 00267), and is a non-wholly owned subsidiary of CITIC Group Corporation.

The Company will make continuing disclosure in its subsequent interim and annual reports pursuant to the requirements of Rule 13.21 of the Listing Rules so long as the abovementioned obligation continues to exist.

For illustration purposes in this announcement, the conversion rate of US\$1.00 = HK\$7.8 was adopted.

By order of the Board
CITIC Telecom International Holdings Limited
Xin Yue Jiang
Chairman

Hong Kong, 12 December 2013

The Directors of the Company as at the date of this announcement are: Executive Directors: Xin Yue Jiang (Chairman), Yuen Kee Tong and Chan Tin Wai, David; Non-Executive Directors: Liu Jifu and Luo Ning; and Independent Non-Executive Directors: Yang Xianzu, Liu Li Qing and Kwong Che Keung, Gordon.