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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)

**RESULTS OF THE RIGHTS ISSUE OF RIGHTS SHARES
AT THE SUBSCRIPTION PRICE OF
HK\$2.02 EACH ON THE BASIS OF
3 RIGHTS SHARES FOR EVERY 8 EXISTING SHARES
HELD ON THE RECORD DATE**

AND

RELATED ADJUSTMENTS TO SHARE OPTIONS

Joint Financial Advisers to the Company

**CITIC Securities Corporate Finance
(HK) Limited**

**Standard Chartered Securities
(Hong Kong) Limited**

Joint Global Coordinators and Joint Underwriters of the Rights Issue

**CITIC Securities Corporate Finance
(HK) Limited**

**Standard Chartered Securities
(Hong Kong) Limited**

**DBS Asia Capital
Limited**

**Deutsche Bank AG,
Hong Kong Branch**

**UBS AG,
Hong Kong Branch**

RESULTS OF THE RIGHTS ISSUE

The Board is pleased to announce that as at 4:00 p.m. on 30 May 2013, being the latest time for acceptance of, and payment for, the Rights Shares and for application and payment for excess Rights Shares, a total of 8,971 valid acceptances and applications had been received for a total of 12,155,911,993 Rights Shares, which comprised:

- (a) 3,783 valid acceptances of provisional allotments for a total of 877,288,313 Rights Shares, representing approximately 97.07% of the total number of Rights Shares under the Rights Issue; and
- (b) 5,188 valid applications for a total of 11,278,623,680 excess Rights Shares, representing approximately 1,248.02% of the total number of Rights Shares under the Rights Issue.

In aggregate, they represented approximately 13.45 times the 903,723,326 Rights Shares available for subscription under the Rights Issue.

UNDERWRITING AGREEMENT

All the conditions set out in the Underwriting Agreement have been fulfilled and accordingly, the Rights Issue became unconditional at 4:00 p.m. on 4 June 2013. As the Rights Issue was over-subscribed by Qualifying Shareholders, the obligations of the Joint Underwriters under the Underwriting Agreement in respect of the Underwritten Shares have been fully discharged.

EXCESS RIGHTS SHARES

A total of 26,435,013 Rights Shares available for excess application will be allotted and issued to Qualifying Shareholders who have applied for the excess Rights Shares on a fair and equitable basis in proportion to the number of excess Rights Shares being applied for under each application, with rounding up to whole board lots at the discretion of the Directors.

DESPATCH OF SHARE CERTIFICATES FOR THE RIGHTS SHARES AND REFUND CHEQUES

Share certificates for fully-paid Rights Shares in respect of the valid acceptances of the Rights Shares on PALs and successful applications for excess Rights Shares on EAFs are expected to be despatched by ordinary post to those entitled thereto, at their own risk, on 7 June 2013. Applicant(s)/allottee(s) will receive one Share certificate for all the Rights Shares allotted and issued to him/her/it. Refund cheques in respect of wholly or partially unsuccessful applications for excess Rights Shares (without interest) are expected to be despatched by ordinary post to those entitled thereto, at their own risk, on 7 June 2013.

COMMENCEMENT OF DEALINGS IN RIGHTS SHARES IN FULLY-PAID FORM

Dealings in the Rights Shares, in their fully-paid form, are expected to commence on the Stock Exchange at 9:00 a.m. on 10 June 2013.

RELATED ADJUSTMENTS TO THE SHARE OPTIONS

As disclosed in the Announcement and the Prospectus, the exercise prices of, and/or the number or nominal amount of Shares subject to, the outstanding Share Options may be adjusted as a result of the Rights Issue.

In accordance with the terms and conditions of the Share Option Scheme and the Supplementary Guidance, the exercise price of the Share Options and the number of Shares to be allotted and issued upon full exercise of the subscription rights attaching to the outstanding Share Options will be adjusted.

Reference is made to the announcement of CITIC Telecom International Holdings Limited (the “**Company**”) dated 22 April 2013 and the prospectus of the Company dated 15 May 2013 (the “**Prospectus**”) in respect of the Rights Issue. Terms defined in the Prospectus shall have the same meanings when used herein, unless the context otherwise requires.

1. RESULTS OF THE RIGHTS ISSUE

The Board is pleased to announce that as at 4:00 p.m. on 30 May 2013, being the latest time for acceptance of, and payment for, the Rights Shares and for application and payment for excess Rights Shares, a total of 8,971 valid acceptances and applications had been received for a total of 12,155,911,993 Rights Shares, which comprised:

- (a) 3,783 valid acceptances of provisional allotments for a total of 877,288,313 Rights Shares, representing approximately 97.07% of the total number of Rights Shares under the Rights Issue; and
- (b) 5,188 valid applications for a total of 11,278,623,680 excess Rights Shares, representing approximately 1,248.02% of the total number of Rights Shares under the Rights Issue.

In aggregate, they represented approximately 13.45 times the 903,723,326 Rights Shares available for subscription under the Rights Issue.

Pursuant to the Irrevocable Undertakings, the Undertaking Shareholders have accepted or procured the acceptance of a total of 542,094,138 Rights Shares. None of the Undertaking Shareholders applied for any excess Rights Shares under the Rights Issue.

2. UNDERWRITING AGREEMENT

All the conditions set out in the Underwriting Agreement have been fulfilled and accordingly, the Rights Issue became unconditional at 4:00 p.m. on 4 June 2013. As the Rights Issue was over-subscribed by Qualifying Shareholders, the obligations of the Joint Underwriters under the Underwriting Agreement in respect of the Underwritten Shares have been fully discharged.

3. EXCESS RIGHTS SHARES

A total of 26,435,013 Rights Shares available for excess application will be allotted and issued to Qualifying Shareholders who have applied for the excess Rights Shares on a fair and equitable basis in proportion to the number of excess Rights Shares being applied for under each application, with rounding up to whole board lots at the discretion of the Directors.

As a result, the allotments to be made in respect of the excess Rights Shares will be as follows:

Number of excess Rights Shares applied for	Number of valid excess applications	Total number of excess Rights Shares applied for	Total number of excess Rights Shares allotted	Basis of Allotment	Approximate percentage of allocation based on the total number of excess Rights Shares applied for in this category
1 to 999	1,301	967,016	967,016	In full	100%
1,000 to 19,500,000	3,886	118,871,013	4,090,000	0.234% of the excess Rights Shares applied for (round up to the nearest board lot)	3.441%
19,500,001 or above	1	11,158,785,651	21,377,997	Approximately 0.192% of the excess Rights Shares applied for	0.192%
Total	5,188	11,278,623,680	26,435,013		

4. EFFECT OF THE RIGHTS ISSUE ON SHAREHOLDINGS IN THE COMPANY

To the best of the Directors' knowledge, information and belief after having made all reasonable enquiries, the shareholding structure of the Company immediately before and after completion of the Rights Issue is as follows:

	Immediately before completion of the Rights Issue (Note 1)		Immediately after completion of the Rights Issue (Note 1)	
	No. of Shares	Approximate %	No. of Shares	Approximate %
Ease Action Investments Corp.	903,018,087	37.47	1,241,649,869	37.47
Richtone Enterprises Inc.	98,066,283	4.07	134,841,139	4.07
Silver Log Holdings Ltd.	444,500,000	18.44	611,187,500	18.44
Directors (Note 2)	502,000	0.02	690,994	0.02
Joint Underwriters	-	0.00	-	0.00
Public Shareholders	963,842,500	39.99	1,325,282,694	39.99
Total	2,409,928,870	100.00	3,313,652,196	100.00

Notes:

- (1) Certain percentage figures included in this table have been subject to rounding adjustments. Accordingly, figures shown as totals may not be an arithmetic aggregation of the figures preceding them.
- (2) The number of Shares held by the Directors immediately after completion of the Rights Issue in this table includes 744 excess Rights Shares to be allotted and issued to the relevant Directors.

5. DESPATCH OF SHARE CERTIFICATES FOR THE RIGHTS SHARES AND REFUND CHEQUES

Share certificates for fully-paid Rights Shares in respect of the valid acceptances of the Rights Shares on PALs and successful applications for excess Rights Shares on EAFs are expected to be despatched by ordinary post to those entitled thereto, at their own risk, on 7 June 2013. Applicant(s)/allottee(s) will receive one Share certificate for all the Rights Shares allotted and issued to him/her/it. Refund cheques in respect of wholly or partially unsuccessful applications for excess Rights Shares (without interest) are expected to be despatched by ordinary post to those entitled thereto, at their own risk, on 7 June 2013.

6. COMMENCEMENT OF DEALINGS IN RIGHTS SHARES IN FULLY-PAID FORM

Dealings in the Rights Shares, in their fully-paid form, are expected to commence on the Stock Exchange at 9:00 a.m. on 10 June 2013.

7. RELATED ADJUSTMENTS TO THE SHARE OPTIONS

As disclosed in the Announcement and the Prospectus, the exercise prices of, and/or the number or nominal amount of Shares subject to, the outstanding Share Options may be adjusted as a result of the Rights Issue.

In accordance with the terms and conditions of the Share Option Scheme and the supplementary guidance issued by the Stock Exchange on 5 September 2005 regarding adjustment of share options under Rule 17.03(13) of the Listing Rules (the “**Supplementary Guidance**”), the exercise price of the Share Options and the number of Shares to be allotted and issued upon full exercise of the subscription rights attaching to the outstanding Share Options will be adjusted (the “**Adjustments**”) in the following manner with effect from 7 June 2013:

	<u>Before Adjustments</u>		<u>After Adjustments</u>	
	Exercise price per Share HK\$	Number of Shares under outstanding Share Options	Exercise price per Share HK\$	Number of Shares under outstanding Share Options (Note 1)
Share Options granted on 17 September 2009	2.10	19,451,000	1.91	21,438,136
Share Options granted on 19 August 2011	1.54	32,332,500	1.40	35,635,624

Note:

- (1) Due to rounding adjustments, the number of Shares to be allotted and issued under the outstanding Share Options after the Adjustments shown in the table may not be an arithmetic aggregation of the number of Shares to be allotted and issued under the Share Options held by each Share Option holder after the Adjustments.

The Company’s auditors have reviewed and reported on the basis of the Adjustments to the outstanding Share Options. The Directors have reviewed the report of the auditors and based on the report, the Directors confirm that the Adjustments are in accordance with the terms of the Share Option Scheme, Rule 17.03(13) of the Listing Rules and the Supplementary Guidance. Separate notification regarding the Adjustments will be sent to the holders of the Share Options.

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

Hong Kong, 6 June 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.