

八方电信国际控股有限公司

8TELECOM INTERNATIONAL HOLDINGS CO. LTD.

THE PROPOSED CONSOLIDATION OF EVERY FIVE (5) ORDINARY SHARES OF PAR VALUE US\$0.02 EACH IN THE ISSUED AND AUTHORISED SHARE CAPITAL OF THE COMPANY (INCLUDING TREASURY SHARES) AS AT A BOOKS CLOSURE DATE, INTO ONE (1) ORDINARY SHARE OF PAR VALUE US\$0.10, FRACTIONAL ENTITLEMENTS TO BE DISREGARDED

- NOTICE OF BOOK CLOSURE DATE

Unless otherwise defined in this announcement, all capitalized terms used in this announcement shall have the meanings ascribed to them in the Appendix of the Company dated 14 April 2015.

1. INTRODUCTION

The board of directors (the “**Board**”) of 8Telecom International Holdings Co., Ltd. (the “**Company**”) refers to its announcements dated 25 March 2015, 9 April 2015 and the appendix to shareholders of the Company (the “**Shareholders**”) dated 14 April 2015 (the “**Appendix**”) in relation to the consolidation of every five (5) existing issued ordinary shares of par value US\$0.02 each in the issued and authorised share capital of the Company (including treasury shares) into one (1) ordinary share of par value US\$0.10 (the “**Consolidated Shares**”), fractional entitlements to be disregarded (the “**Share Consolidation**”), which has been approved by the Shareholders at the extraordinary general meeting held on 29 April 2015.

The Share Consolidation shall take effect on the market day immediately following the Books Closure Date (the “**Share Consolidation Effective Date**”), being the date on which the register of members of the Company and the depository register maintained by the Central Depository (Pte) Limited (“**CDP**”) in respect of book-entry securities (the “**Depository Register**”) will be updated to reflect the number of Consolidated Shares held by each shareholder of the Company (the “**Shareholder**”) and Depositor respectively based on the number of existing Shares held by them, or credited in their securities accounts with CDP, as the case may be, as at the Books Closure Date.

2. NOTICE OF BOOKS CLOSURE DATE

NOTICE IS HEREBY GIVEN that the Register of Members and the share transfer books of the Company will be closed at 5.00 p.m. on 23 June 2015 (the “**Books Closure Date**”) in order to determine the shareholdings of the Shareholders pursuant to the Share Consolidation.

On the Books Closure Date, every five (5) existing issued ordinary shares of par value US\$0.02 each in the issued and authorised capital of the Company (including Treasury Shares) registered in the name of each Shareholder will be consolidated into one (1) Consolidated Share of par value US\$0.10, fractional shares to be disregarded.

The Share Consolidation shall be effective from 9.00 a.m. on 24 June 2015, being the Market Day immediately following the Books Closure Date, whereupon the Register of Members of the Company and the Depository Register will be updated to reflect the number of Consolidated Shares held by each Shareholder based on the number of Shares held by him or her as at the Books Closure Date.

Shareholders should note that the number of Consolidated Shares which Shareholders will be entitled to pursuant to the Share Consolidation, based on their shareholdings as at the Books Closure Date, will be rounded down to the nearest whole Consolidated Share, and any fractional Shares will be disregarded. All fractional Shares arising from the Share Consolidation will be aggregated and dealt with in such manner as the Directors may, in their absolute discretion, deem fit in the interests of the Company.

Each Consolidated Share will rank *pari passu* in all respects with each other and will be traded in board lots of 100 Consolidated Shares.

3. SHARE CERTIFICATES

3.1 Deposit of Share Certificates with the Central Depository (Pte) Limited (“CDP”)

Shareholders who hold physical share certificates for the existing Shares of par value US\$0.02 each in their own names (“**Old Share Certificates**”) and who wish to deposit the same with CDP and have their Consolidated Shares credited to their Securities Accounts maintained with CDP must deposit their Old Share Certificates together with duly executed instruments of transfer in favour of CDP, no later than twelve (12) Market Days prior to the Books Closure Date.

After the Books Closure Date, CDP will only accept the deposit of share certificates for the Consolidated Shares (“**New Share Certificates**”). Shareholders who wish to deposit their share certificates with CDP after the Books Closure Date must first deliver their Old Share Certificates to the share transfer agent, Tricor Barbinder Share Registration Services (the “**Share Transfer Agent**”), either by hand at 80 Robinson Road, #11-02, Singapore 068898, or by post at 80 Robinson Road, #02-00, Singapore 068898 for cancellation and issuance of New Share Certificates in replacement thereof as described below.

3.2 Issue of New Share Certificates

Shareholders who have deposited their Old Share Certificates with CDP at least twelve (12) Market Days prior to the Books Closure Date need not take any action. The Company will make arrangements with CDP to effect the exchange for New Share Certificates pursuant to the Share Consolidation.

Shareholders who have not deposited their Old Share Certificates as aforesaid or who do not wish to deposit their Old Share Certificates with CDP are advised to forward all their Old Share Certificates to the Share Transfer Agent either by hand at 80 Robinson Road, #11-02, Singapore 068898 or by post at 80 Robinson Road, #02-00, Singapore 068898 as soon as possible after they have been notified of the Books Closure Date, for cancellation and exchange for New Share Certificates. No receipt will be issued by the Share Transfer Agent upon receipt of any Old Share Certificates. The New Share Certificates will be sent by ordinary mail to the registered addresses of Shareholders at their own risk within ten (10) Market Days from the Books Closure Date or the date of receipt of the Old Share Certificates, whichever is later.

Shareholders should note that New Share Certificates will not be issued to Shareholders unless their Old Share Certificates have already been tendered to the Share Transfer Agent for cancellation.

Shareholders should notify the Share Transfer Agent if they have lost any of their existing Old Share Certificates or if there is any change in their respective addresses from that reflected in the Register of Members of the Company.

3.3 Share Certificates Not Valid for Settlement of Trades on Mainboard

Shareholders who hold physical share certificates are reminded that their Old Share Certificates are no longer valid for settlement of trading in the Shares (and the Consolidated Shares) on the SGX-ST (as the Company is under a book-entry (scripless) settlement system) but will continue to be accepted for cancellation and issue of New Share Certificates in replacement thereof for an indefinite period by the Share Transfer Agent. The New Share Certificates will not be valid for delivery for trades done on the SGX-ST, though they will continue to be prima facie evidence of legal title.

4. TRADING ARRANGEMENTS FOR CONSOLIDATED SHARES AND ODD LOTS

4.1 Trading Arrangements for Consolidated Shares

The Shares will begin trading in board lots of 100 Consolidated Shares with effect from 9.00 a.m. on 19 June 2015 (the “**Effective Trading Date**”) on the Mainboard of the SGX-ST. Accordingly, five (5) existing Shares of par value US\$0.02 each as at 5.00 p.m. on the Market Day immediately preceding the Effective Trading Date will represent one (1) Consolidated Share with effect from 9.00 a.m. on the Effective Trading Date. Trading in the existing Shares of par value US\$0.02 each will cease after 5.00 p.m. on the Market Day immediately preceding the Effective Trading Date.

4.2 Trading Arrangements for Odd Lots

Fractions of a Consolidated Share arising from the Share Consolidation will be aggregated and sold by the Company and the net proceeds retained by the Company or the fractional Shares will be otherwise dealt with in such manner as the Directors may, in their absolute discretion, deem fit in the best interests of the Company.

The existing Shares of par value US\$0.02 each are currently traded in board lots of 100 Shares in the ready market. Following the completion of the Share Consolidation, the Securities Accounts maintained with CDP of Depositors holding existing Shares of par value US\$0.02 each may be credited with odd lots of the Consolidated Shares (that is, lots other than board lots of 100 Consolidated Shares).

Shareholders and Depositors who receive odd lots of Consolidated Shares pursuant to the Share Consolidation and who wish to trade in odd lots on the SGX-ST should note that the unit share market is available to allow trading in odd lots with a minimum size of one (1) Consolidated Share on the SGX-ST. The unit share market will enable trading in odd lots in any quantity less than one (1) board lot of the underlying Consolidated Shares.

Approval has been obtained from the SGX-ST for the setting up of a temporary counter to allow Shareholders to trade in board lots of one (1) Consolidated Share. This temporary odd-lot counter will be maintained for a period of two (2) calendar months commencing from the Effective Trading Date (the “**Concessionary Period**”), i.e. from 19 June 2015 to 19 August 2015.

Depositors can trade in odd lots of Consolidated Shares on the SGX-ST's unit share market. Shareholders who hold odd lots (whether before, during, or after the Concessionary Period) may have to bear disproportionate transaction costs in trading their shares. The set-up of the temporary odd-lot counter in the ready market is strictly of a provisional nature. Depositors who continue to hold odd lots of less than 100 Consolidated Shares after the Concessionary Period may find difficulty in realising the fair market price of such Consolidated Shares.

5. INDICATIVE TIMETABLE

The table below sets out the indicative timetable for the Share Consolidation:

Time and Date	Event
29 May 2015 (Friday)	Announcement of Notice of Books Closure Date
5.00 p.m. on 18 June 2015 (Wednesday)	Last day for trading of the existing Shares
9.00 a.m. on 19 June 2015 (Thursday)	Effective Trading Date
5.00 p.m. on 23 June 2015 (Monday)	Books Closure Date
9.00 a.m. on 24 June 2015 (Tuesday)	Share Consolidation Effective Date (Share Consolidation becomes effective)

6. CONTACT INFORMATION

The address of the Share Transfer Agent of the Company, Tricor Barbinder Share Registration Services, is as follows:

80 Robinson Road
#11-02
Singapore 068898

The address of CDP is as follows:

The Central Depository (Pte) Limited
9 North Buona Vista Drive
#01-19/20 The Metropolis
Singapore 138588

BY ORDER OF THE BOARD

Ye Tianyun
Executive Chairman and Chief Executive Officer
29 May 2015