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PCCW Limited
電訊盈科有限公司

(incorporated in Hong Kong with limited liability)
(Stock Code: 0008)

HKT

HKT Trust

(a trust constituted on November 7, 2011 under the laws of Hong Kong and managed by HKT Management Limited)

and

HKT Limited

(incorporated in the Cayman Islands with limited liability)
(Stock Code: 6823)

**(1) POLL RESULTS AT THE EXTRAORDINARY GENERAL MEETING OF
PCCW LIMITED HELD ON FEBRUARY 28, 2014, APPROVING THE
PROPOSED ACQUISITION OF THE ENTIRE ISSUED SHARE CAPITAL OF
CSL NEW WORLD MOBILITY LIMITED BY HKT LIMITED,
AS A MAJOR TRANSACTION OF PCCW LIMITED**

**(2) APPROVAL OF THE PROPOSED ACQUISITION
AS A MAJOR TRANSACTION OF THE HKT TRUST AND HKT LIMITED**

Reference is made to the circular of PCCW Limited (“**PCCW**”) dated December 31, 2013 (the “**PCCW Circular**”) and the circular of the HKT Trust and HKT Limited (“**HKT**”) dated December 31, 2013 (the “**HKT Circular**”) regarding the respective major transactions for PCCW and the HKT Trust and HKT in relation to the proposed acquisition of the entire issued share capital of CSL New World Mobility Limited by HKT (together, the “**Circulars**”). Terms defined in the Circulars shall have the same meanings when used in this announcement.

RESULTS OF THE EGM

At the EGM of PCCW held on February 28, 2014, the proposed resolution as set out in PCCW's notice of EGM dated December 31, 2013 (the "**EGM Notice**") was voted on by poll. Computershare Hong Kong Investor Services Limited, the share registrar of PCCW, acted as the scrutineers for the poll at the EGM. The ordinary resolution as set out in the EGM Notice was duly passed by way of poll at the EGM held on February 28, 2014 and the poll results are as follows:

Ordinary Resolution	Number of shares voted (Approximate %)	
	For	Against
The ordinary resolution* set out in the EGM Notice, to approve the Proposed Acquisition, the entry into of the Share Purchase Agreement by HKT and the performance of its obligations under the Share Purchase Agreement and the written approval of the Proposed Acquisition as a major transaction for the HKT Trust and HKT under the Listing Rules by CAS Holding No. 1 Limited.	4,506,055,405 (99.982884%)	771,389 (0.017116%)

* The full text of the resolution is set out in the EGM Notice.

As at the date of the EGM, PCCW has issued 7,272,294,654 shares, which was the total number of shares entitling the holders to attend and vote for or against the resolution proposed at the EGM. There were no PCCW shares entitling the holder to attend and abstain from voting in favour of the resolution proposed at the EGM. There were no PCCW shares of holders required under the Listing Rules to abstain from voting. No holder of PCCW shares had indicated in the PCCW Circular containing the EGM Notice that he/she intended to vote against or to abstain from voting on the resolution proposed at the EGM.

Each of Pacific Century Regional Developments Limited, 中國聯合網絡通信集團有限公司 (China United Network Communications Group Company Limited[#]), Pacific Century Group Holdings Limited, Pacific Century Diversified Limited and Eisner Investments Limited voted in favour of the resolution proposed at the EGM, in accordance with the respective undertakings provided by each of them as described in the Circulars.

APPROVAL OF THE PROPOSED ACQUISITION AS A MAJOR TRANSACTION FOR THE HKT TRUST AND HKT BY CAS HOLDING NO. 1 LIMITED

Following the EGM, CAS Holding No. 1 Limited, a wholly owned subsidiary of PCCW and the holder of 4,047,215,832 Share Stapled Units in the HKT Trust and HKT (representing approximately 63.07% of the Share Stapled Units in issue), gave its written approval of the Proposed Acquisition as a major transaction for the HKT Trust and HKT to the HKT Trust and HKT in accordance with Rule 14.44 of the Listing Rules.

[#] For identification only

REMAINING CONDITION PRECEDENT

Completion of the Proposed Acquisition remains conditional upon satisfaction of the remaining condition precedent set out in the Circulars, being the approval of the Communications Authority (pursuant to Section 7P of the Telecommunications Ordinance) to the change in relation to a carrier licensee as more particularly described in the Circulars. Further announcements shall be made as and when necessary.

By order of the board of
PCCW Limited
Philana WY Poon
Group Company Secretary

By order of the boards of
HKT Management Limited
and
HKT Limited
Philana WY Poon
*Group General Counsel and
Company Secretary*

Hong Kong, February 28, 2014

As at the date of this announcement, the directors of PCCW are as follows:

Executive Directors:

Li Tzar Kai, Richard (Chairman); Chan Ching Cheong, George (Group Managing Director);
Hui Hon Hing, Susanna (Group Chief Financial Officer) and Lee Chi Hong, Robert

Non-Executive Directors:

Sir David Ford, KBE, LVO; Tse Sze Wing, Edmund, GBS; Lu Yimin (Deputy Chairman); Li Fushen;
Li Gang and Wei Zhe, David

Independent Non-Executive Directors:

Dr The Hon Sir David Li Kwok Po, GBM, GBS, OBE, JP; Aman Mehta; Frances Waikwun Wong;
Bryce Wayne Lee; Lars Eric Nils Rodert and David Christopher Chance

As at the date of this announcement, the directors of the Trustee-Manager and HKT are as follows:

Executive Directors:

Li Tzar Kai, Richard (Executive Chairman); Alexander Anthony Arena (Group Managing Director) and
Hui Hon Hing, Susanna (Group Chief Financial Officer)

Non-Executive Directors:

Peter Anthony Allen; Chung Cho Yee, Mico; Lu Yimin and Li Fushen

Independent Non-Executive Directors:

Professor Chang Hsin Kang, FREng, GBS, JP; Sir Rogerio (Roger) Hyndman Lobo, CBE, LLD, JP;
The Hon Raymond George Hardenbergh Seitz and Sunil Varma