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Telecom Service One Holdings Limited

電訊首科控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8145)

COMPLETION OF PLACING OF NON-LISTED WARRANTS UNDER GENERAL MANDATE

Reference is made to the announcement of Telecom Service One Holdings Limited (the “**Company**”) dated 17 February 2014 (the “**Announcement**”) in relation to the Placing of Warrants. Capitalised terms used herein shall have the same meanings as defined in the Announcement.

COMPLETION OF PLACING OF THE WARRANTS

The Board is pleased to announce that all the conditions for the Placing of the Warrants under the Placing Agreement have been fulfilled and that the Placing of the Warrants was completed on 3 March 2014 pursuant to the terms of the Placing Agreement. The 12,000,000 Warrants have been placed by the Placing Agent to not fewer than six Placees. To the best of the Directors’ knowledge, information and belief having made all reasonable inquiries, the Placees and their ultimate beneficial owners are independent third parties and not connected with the Group and the Connected Persons of the Company. Upon full exercise of the subscription rights attaching to the Warrants, none of the Placees will become a substantial shareholder of the Company as a result of the Placing of the Warrants.

Upon full exercise of the subscription rights attaching to the Warrants, 12,000,000 Subscription Shares will be issued and allotted by the Company, representing (i) approximately 10% of the issued share capital of the Company as at the date of this announcement, and (ii) approximately 9.09% of the issued share capital of the Company as enlarged by the issue and allotment of the Subscription Shares.

By Order of the Board
Telecom Service One Holdings Limited
Cheung King Shek
Chairman

Hong Kong, 3 March 2014

As at the date of this announcement, chairman and non-executive director of the Company is Mr. Cheung King Shek; executive director of the Company is Mr. Cheung King Fung Sunny; non-executive directors of the Company are Mr. Cheung King Shan and Mr. Cheung King Chuen Bobby; and independent non-executive directors of the Company are Mr. Hui Ying Bun, Mr. Fong Ping, Ms. Kwok Yuen Man Marisa and Mr. Chu Kin Wang Peleus.

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange for the purpose of giving information with regard to the Company. The directors of the Company, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, (i) the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive; (ii) there are no other matters the omission of which would make any statement herein or in this announcement misleading; and (iii) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

This announcement will remain on the Stock Exchange Website at www.hkexnews.hk on the ‘‘Latest Company Announcements’’ page for at least 7 days from the day of its posting. This announcement will also be published on the Company’s website at www.tso.cc.