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MOBILE TELECOM NETWORK (HOLDINGS) LIMITED
流動電訊網絡（控股）有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8266)

**POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING
HELD ON 20 MAY 2011
AND
DESPATCH OF PROSPECTUS DOCUMENTS**

RESULTS OF THE EGM

The Board is pleased to announce that the ordinary resolution as set out in the Notice was duly passed by the Independent Shareholders by way of poll at the EGM held on 20 May 2011.

DESPATCH OF PROSPECTUS DOCUMENTS

The Prospectus Documents containing information regarding the Open Offer, procedures for acceptance of the Offer Shares, and other information in respect of the Group are expected to be despatched to the Qualifying Shareholders on 25 May 2011.

Reference is made to the circular (the “**Circular**”) of Mobile Telecom Network (Holdings) Limited (the “**Company**”) and the notice (the “**Notice**”) of the extraordinary general meeting (the “**EGM**”) dated 4 May 2011. Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

RESULTS OF THE EGM

At the EGM held on 20 May 2011, the proposed ordinary resolution as set out in the Notice was taken by poll. The Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the EGM for the purpose of vote-taking.

* *For identification purpose only*

As at the date of the EGM, the total number of issued Shares in the Company was 588,567,428 Shares. Pursuant to Rule 10.39, 10.39A and 10.39B of the GEM Listing Rules, the Open Offer requires the approval of the Independent Shareholders at the EGM at which any of the controlling Shareholders and their associates or, where there are no controlling Shareholders, the Directors (excluding independent non-executive Directors) and the chief executive of the Company and their respective associates shall abstain from voting in favour of the ordinary resolution. As such, China Oil, being the controlling Shareholder, and its associates who were interested in 177,785,861 Shares, would be required to abstain from and had abstained from voting in favour of the ordinary resolution. Accordingly, there were 410,781,567 Shares (representing approximately 69.79% of the entire issued share capital of the Company) as at the date of the EGM held by the Independent Shareholders who were entitled to attend and vote for or against the ordinary resolution. No Shareholder was entitled to attend and vote only against the resolution at the EGM.

The Board is pleased to announce that as more than 50% of the votes were cast in favour of the proposed resolution, the proposed resolution was duly passed by the Independent Shareholders by way of poll at the EGM. The poll results of the resolution were as follows:

Ordinary Resolution	Number of Votes (%)	
	For	Against
To approve (a) the Open Offer; (b) the grant of authorisation to the Directors to allot and issue the Offer Shares; (c) the Underwriting Agreement and the transactions contemplated thereunder; (d) the arrangements for no excess application; and (e) the grant of authorisation to the Directors in connection with the Open Offer and the Underwriting Agreement	135,540,452 (100%)	0 (0%)

DESPATCH OF PROSPECTUS DOCUMENTS

The Prospectus Documents containing information regarding the Open Offer, procedures for acceptance of the Offer Shares, and other information in respect of the Group are expected to be despatched to the Qualifying Shareholders on 25 May 2011.

By Order of the Board
Mobile Telecom Network (Holdings) Limited
Mr. Li Siu Bun
Company Secretary

Hong Kong, 20 May 2011

As at the date of this announcement, the Board comprises four executive Directors, namely, Dr. Chan Chung (Chairman), Mr. Chan Wai Kwong, Peter, Mr. Siu King Nin, Peter and Mr. Choi Ho Yan; and three independent non-executive Directors, namely, Mr. Chiu Wai Piu, Mr. Cheung Kwan Hung, Anthony and Mr. Heung Chee Hang, Eric.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquires, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the GEM website at www.hkgem.com on the “Latest Company Announcements” page for at least seven days from the day of its publication and on the Company’s website at www.mtelnet.com.