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Global Link

國 聯 通 信 控 股 有 限 公 司

Global Link Communications Holdings Limited

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8060)

**VOLUNTARY ANNOUNCEMENT
GRANT OF WAIVER UNDER NOTE 6 TO RULE 26.1
OF THE TAKEOVERS CODE**

The Company has been informed by its controlling shareholder, IEL, that (i) on 9 August 2018, the board of directors of IEL has resolved to declare a special dividend by Distribution in Specie of the relevant shares, being 873,683,120 Shares, currently held by IEL in the Company to IEL’s qualifying shareholders, subject to independent shareholders’ approval of IEL; and (ii) a waiver under Note 6 to Rule 26.1 of the Takeovers Code in connection with the Distribution in Specie has been granted by the Executive.

The board of directors (the “**Board**”) of Global Link Communications Holdings Limited (the “**Company**”) has been informed by its controlling shareholder, International Elite Ltd. (“**IEL**”), that (i) on 9 August 2018, the board of directors of IEL has resolved to declare a special dividend by distribution in specie (the “**Distribution in Specie**”) of the relevant shares, being 873,683,120 shares in the Company (the “**Shares**”) currently held by IEL (directly and indirectly through its wholly-owned subsidiary, namely Honor Crest Holdings Limited), to IEL’s qualifying shareholders whose names appear on the register of members of IEL on the record date, on a pro-rata basis of 961 Shares for every 10,000 shares of IEL held by the qualifying shareholders of IEL, subject to independent shareholders’ approval of IEL; and (ii) a waiver under Note 6 to Rule 26.1 of the Hong Kong Code on Takeovers and Mergers (the “**Takeovers Code**”) in relation to the Distribution in Specie has been granted by the Executive Director of the Corporate Finance Division of the Securities and Futures Commission and any delegate of the Executive Director (the “**Executive**”).

BACKGROUND OF THE GRANT OF WAIVER UNDER NOTE 6 TO RULE 26.1 OF THE TAKEOVERS CODE

As at the date of this announcement, IEL and its directly wholly-owned subsidiary, namely Honor Crest Holdings Limited, are holding 873,683,120 Shares (representing approximately 41.83% of the entire issued share capital of the Company). Mr. Li Kin Shing (“**Mr. Li**”), Mr. Li’s spouse and Ever Prosper International Limited (a corporation controlled by Mr. Li) (collectively, the “**Associates**”), together, also directly hold approximately 24.32% of the entire issued share capital of the Company (without taking into account their indirect shareholding interest held through IEL and its wholly owned subsidiary).

As at the date of this announcement, approximately 69.63% of the voting rights in IEL was owned directly and indirectly by Mr. Li and his Associates.

Under the Distribution in Specie, every 10,000 shares of IEL will be entitled to 961 Shares. Upon completion of the Distribution in Specie, the voting rights in the Company directly held by Mr. Li and his Associates will be increased from approximately 24.32% to approximately 53.42%. Mr. Li and his Associates, through their direct beneficial interests and/or controlling interest in IEL, maintained their control in the Company immediately before and after the Distribution in Specie by holding approximately 66.15% of the voting rights in the Company immediately before completion of the Distribution in Specie and approximately 53.42% immediately upon completion of the Distribution in Specie (assuming there is no change in the Company’s shareholding from the date of this announcement to immediately before the completion of the Distribution in Specie).

As a result of the Distribution in Specie, the voting rights in the Company directly held by Mr. Li and his Associates will increase from less than 30% to more than 30%. Accordingly, in the absence of a waiver, the Distribution in Specie would have triggered a mandatory general offer obligation pursuant to Rule 26.1 of the Takeovers Code, with Mr. Li and parties acting in concert with him being required to extend an offer in terms of Rule 26 of the Takeovers Code to all shareholders of the Company. In this regard, Mr. Li and his Associates have applied for, and the Executive has granted, a waiver to dispense with the requirement to make a mandatory general offer pursuant to Note 6 to Rule 26.1 of the Takeovers Code in relation to the Distribution in Specie.

By Order of the Board
Global Link Communications Holdings Limited
Li Kin Shing
Chairman

Hong Kong, 9 August 2018

As at the date of this announcement, the Board comprises (i) three executive Directors, namely Mr. LI Kin Shing, Mr. MA Yuanguang and Mr. WONG Kin Wa; and (ii) three independent non-executive Directors, namely Mr. LEUNG Kwok Keung, Mr. CHEUNG Sai Ming and Mr. LIU Chun Bao.

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 GEM of the Stock Exchange for the purpose of giving information with regard to the Company. The directors, having made all reasonable enquiries, 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 document misleading.

This announcement will remain on the GEM website at www.hkgem.com on the “Latest Company Announcements” page for at least 7 days from the date of its posting. This announcement will also be posted on the website of the Company at www.glink.hk.