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## **O-NET COMMUNICATIONS (GROUP) LIMITED**

**昂納光通信（集團）有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 877)**

### **RESULTS OF EXTRAORDINARY GENERAL MEETING**

The Board announces that the resolution proposed at the EGM held on 6 July 2012 was not passed.

The board (the “Board”) of Directors (the “Directors”) of O-Net Communications (Group) Limited (the “Company”) hereby announces that at the extraordinary general meeting of the Company (the “EGM”) held on 6 July 2012, the resolution proposed was not passed.

Computershare Hong Kong Investor Services Limited, the Company’s branch share registrar in Hong Kong, was appointed as the scrutineer for the purpose of vote-taking at the EGM. The poll results are as follows:

<b>Ordinary Resolution</b>	<b>Number of Shares (%)</b>	
	<b>For</b>	<b>Against</b>
1. To grant 6,800,000 replacement options to Mr. Na Qinglin and authorize the directors of the Company to take all such steps as may be necessary or desirable to give effect to the above.	51,822,000 <b>(45.29%)</b>	62,600,053 <b>(54.71%)</b>

As majority of the votes were cast against the resolution, the resolution was not passed.

As at the date of the EGM, the total number of issued shares of the Company was 779,155,240 shares. Since Mr. Na Qinglin has a material interest in the 6,800,000 replacement options (“Replacement Options”) to be granted to him, therefore Mr. Na and his associates have abstained from voting in relation to the resolution approving the grant of the Replacement Options to Mr. Na at the EGM pursuant to Rule 2.15 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“Listing Rules”). Furthermore, since the Replacement Options to be granted to Mr. Na, an associate of O-Net Holdings (BVI) Limited, a substantial shareholder of the Company, representing in aggregate over 0.1% of the shares of the Company in issue, and will have an aggregate value, based on the closing price of the shares of the Company on the date of grant of the Replacement Options (i.e. 1 June 2012), in excess of HK\$5 million in the 12-month period up to and including the date of grant of Replacement Options (i.e. 1 June 2012), therefore all other connected persons (as defined in Rule 1.01 of the Listing Rules) of the Company have abstained from voting in favour of the resolution approving the grant of the Replacement Options to Mr. Na at the EGM pursuant to Rule 17.04(1) of the Listing Rules. As such, 294,268,060 shares of the Company (the “Share(s)”), representing approximately 37.77% of the issued share capital of the Company as at the

date of the EGM, were held by the independent shareholders who were entitled to attend and vote for or against the ordinary resolution at the EGM. There were no Shares which entitled the shareholders of the Company to attend and vote only against the resolution at the EGM.

By Order of the Board  
**O-Net Communications (Group) Limited**  
**Kung Sze Wai**  
*Company Secretary*

Hong Kong, 6 July 2012

*As at the date of this announcement, the executive Director is Mr. Na Qinglin, the non-executive Directors are Mr. Tam Man Chi, Mr. Chen Zhujiang and Mr. Huang Bin, and the independent non-executive Directors are Mr. Bai Xiaoshu, Mr. Deng Xinping and Mr. Ong Chor Wei.*