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(Incorporated in Bermuda with limited liability)
www.e-kong.com

(Stock Code: 524)

## ANNOUNCEMENT COMMERCIAL NEGOTIATIONS ON A POSSIBLE TRANSACTION

This announcement is made by the Company pursuant to Part XIVA of the SFO and Rule 13.09 of the Listing Rules.

The Board has held meetings in respect of the strategic direction of the Group and assessed, among others, the potential long-term value that the Group's holding of ANZ could bring to the Group and its Shareholders against the possible additional capital requirements for ANZ until such time its value being realised as well as the need for the Group to be capitalised to pursue other business opportunities. As such, the Company has started exploring the possibility of disposing of the Group's interests in ANZ. The Company was thereafter approached by Mr. Siemens, the Chairman of the Board and a substantial shareholder of the Company, in relation to a possible acquisition of the Group's entire interests in ANZ.

The management of the Company has commenced negotiations, on a non-exclusive basis, with Mr. Siemens on all terms and conditions of the Possible Transaction.

The Possible Transaction, if it materialises, would constitute a notifiable transaction and a connected transaction of the Company under Chapters 14 and 14A of the Listing Rules, respectively, in which case it will be conditional upon, among others, an approval by Independent Shareholders in a general meeting in compliance with the Listing Rules. Further announcement(s) in relation to the Possible Transaction will be made by the Company as and when appropriate in accordance with Part XIVA of the SFO and the Listing Rules.

The Board wishes to emphasize that the negotiations between Mr. Siemens and the Company are at a preliminary stage. Accordingly, the Possible Transaction may or may not materialise. The Company will keep the market informed in compliance with its obligations under Part XIVA of the SFO and the Listing Rules. Shareholders and investors are urged to exercise caution when dealing in the securities of the Company.

## **DEFINITIONS**

"ANZ"	means ANZ Communications LLC, a limited liability company incorporated under the laws of the State of Delaware, United States, which, through its Federal Communications Commission-licensed operating subsidiaries, provides a variety of voice and data telecommunication services to rural local exchange carriers, competitive local exchange carriers, inter-exchange carriers as well as corporate enterprise and residential customers in the United States, and whose voting units are owned as to 50% by the Group
"Board"	means the board of Directors
"Company"	means e-Kong Group Limited, a company incorporated in Bermuda with limited liability, the Shares of which are listed on the Stock Exchange
"Director(s)"	means the director(s) of the Company
"Group"	means the Company and its subsidiaries
"Hong Kong"	means the Hong Kong Special Administrative Region of the People's Republic of China
"Independent Shareholders"	means Shareholders other than those having a material interest in the Possible Transaction, in accordance with Chapter 14A of the Listing Rules
"Listing Rules"	means The Rules Governing the Listing of Securities on the Stock Exchange
"Mr. Siemens"	means Mr. Richard John Siemens, the Chairman of the Board and a substantial shareholder of the Company
"Possible Transaction"	means a possible acquisition by Mr. Siemens or a company nominated by him of the Group's entire interests in ANZ
"SFO"	means the Securities and Futures Ordinance, Chapter 571 of the

Laws of Hong Kong

"Share(s)" means share(s) of HK\$0.01 each in the issued and fully paid up

share capital of the Company

"Shareholder(s)" means holder(s) of the Shares

"Stock Exchange" means The Stock Exchange of Hong Kong Limited

By Order of the Board **Lau Wai Ming Raymond** *Executive Director and Company Secretary* 

## Hong Kong, 17 October 2014

As at the date of this announcement, the Board of the Company comprises Executive Directors, Richard John Siemens, Lim Shyang Guey, Chi Chi Hung Kenneth and Lau Wai Ming Raymond; and Independent Non-executive Directors, John William Crawford J.P., Gerald Clive Dobby and Thaddeus Thomas Beczak.