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Comba

COMBA TELECOM SYSTEMS HOLDINGS LIMITED

京信通信系統控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2342)

TRANSFER OF SHARES BY THE SUBSTANTIAL SHAREHOLDER

On 29 August 2014, Prime Choice, a company wholly beneficially owned by Mr. Fok, off-the-market transferred a total 41,333,000 Shares at the then closing price to various Staff of the Group.

After the aforesaid transfer, Prime Choice's shareholding in the Company will reduce from approximately 34.4% to approximately 31.7%.

This announcement is made by the Company on a voluntary basis.

The board (the "**Board**") of directors (the "**Directors**") of Comba Telecom Systems Holdings Limited (the "**Company**", together with its subsidiaries, the "**Group**") is informed by Mr. Fok Tung Ling ("**Mr. Fok**") that on 29 August 2014 (after trading hours), Prime Choice Investments Limited ("**Prime Choice**", a company wholly beneficially owned by Mr. Fok, the chairman of the Board, off-the-market transferred 41,333,000 shares (the "**Shares**") of the Company at the then closing price as quoted on The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") to various current and ex directors and senior employees (the "**Staff**") of the Group.

In view of the outstanding financial performance of the Group for the six months ended 30 June 2014 as announced on 21 August 2014 in accordance with the Rules Governing the Listing of Securities on the Stock Exchange, in order to enable the Staff of the Group to share the growth of the Group, Mr. Fok decided to transfer part of his beneficial shareholding in the Company to those Staff who has made contributions to the Group in the past years.

The Board considers that this transfer of shareholding from Mr. Fok will enhance the motivation and loyalty of the Staff to the Group, as well as recognition of their past contribution and will provide incentives and encourage the Staff of the Group to use their best efforts for the future development of the Group.

Out of the 41,333,000 Shares, 8,715,000 Shares have been transferred to the Directors in aggregate, breakdown of allocation of such Shares from Prime Choice are as follows:

Name of Director	No. of Shares acquired
Tong Chak Wai, Wilson	4,315,000
Yeung Pui Sang, Simon	2,200,000
Zhang Yuan Jian	2,200,000

The remaining 32,618,000 Shares were transferred to various Staff of the Group.

Before the aforesaid transfer, Prime Choice is beneficially interested in 525,710,701 Shares, representing about 34.4% of the entire issued share capital of the Group. After the foresaid transfer, Prime Choice's shareholding in the Company reduces to 484,377,701 Shares, representing about 31.7% of the entire issued share capital of the Group.

By order of the Board
Comba Telecom Systems Holdings Limited
Zhang Yue Jun
Vice Chairman

Hong Kong, 29 August 2014

As at the date of this announcement, the Board comprises the following executive directors: Mr. FOK Tung Ling, Mr. ZHANG Yue Jun, Dr. TONG Chak Wai, Wilson, Mr. ZHENG Guo Bao, Mr. YEUNG Pui Sang, Simon and Mr. ZHANG Yuan Jian; and the following independent non-executive directors: Mr. LIU Cai, Mr. LAU Siu Ki, Kevin, Dr. LIN Jin Tong and Mr. QIAN Ting Shuo.