

Unless otherwise defined in this announcement, terms defined in the prospectus dated June 16, 2011 (“Prospectus”) issued by China Fiber Optic Network System Group Ltd. (the “Company”) have the same meanings when used in this announcement.

This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for the Offer Shares. Potential investors should read the Prospectus for detailed information about the Global Offering described below before deciding whether or not to invest in the Offer Shares.

This announcement is not an offer of securities for sale in the United States. Securities may not be offered or sold in the United States except pursuant to registration or an exemption from registration requirements under the U.S. Securities Act, as amended. The Hong Kong Offer Shares are being offered and sold outside of the United States in offshore transactions in accordance with Regulation S under the U.S. Securities Act. There will not and is not currently intended to be any public offering of securities in the United States.

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中國光纖網絡系統集團有限公司*
CHINA FIBER OPTIC NETWORK SYSTEM GROUP LTD.
(Incorporated in the Cayman Islands with limited liability)

GLOBAL OFFERING

**Number of Offer Shares : 406,000,000 Shares, comprising
under the Global Offering 300,000,000 new Shares and
106,000,000 Sale Shares (subject to
adjustment and the Over-allotment Option)**

Number of Hong Kong Offer Shares : 40,600,000 Shares (subject to adjustment)

**Number of International Offering Shares : 365,400,000 Shares, comprising
259,400,000 new Shares and
106,000,000 Sale Shares (subject to
adjustment and the Over-allotment Option)**

**Maximum Offer Price : HK\$1.60 per Offer Share, plus brokerage
fee of 1.0%, SFC transaction levy of 0.003%
and Stock Exchange trading fee of 0.005%
(payable in full on application in Hong
Kong dollars and subject to refund)**

Nominal value : US\$0.001 per Share

Stock code : 3777

Sole Global Coordinator, Sole Sponsor, Sole Bookrunner and Sole Lead Manager



BOC INTERNATIONAL

Application has been made by the Company to the Listing Committee of the Stock Exchange for the granting of the listing of, and permission to deal in, the Shares in issue and to be issued pursuant to the Capitalization Issue and the Global Offering (including the additional Shares which may be issued upon the exercise of the Over-allotment Option) and any additional Shares which may be issued pursuant to the exercise of the options granted under the Pre-IPO Share Option Scheme and up to 10% of the issued share capital of the Company as at the Listing Date which may fall to be issued pursuant to the exercise of the options which may be granted under the Share Option Scheme. In the event that the Over-allotment Option is exercised, an announcement will be made by the Company.

The Global Offering comprises the Hong Kong Public Offer of initially 40,600,000 Shares, representing 10% of the total number of Shares initially being offered in the Global Offering (subject to adjustment), and the International Offering of initially 365,400,000 Shares (subject to adjustment and the Over-allotment Option). In connection with the Global Offering, the Company is expected to grant the Over-allotment Option to the International Underwriters, which is exercisable by the Sole Global Coordinator on behalf of the International Underwriters, to require the Company to allot and issue up to 24,900,000 additional new Shares and the Over-allotment Selling Shareholder to sell up to 36,000,000 additional Shares, at the Offer Price, to an aggregate of 60,900,000 additional Shares, representing 15% of the total number of Offer Shares initially available under the Global Offering. In the event the Over-allotment Option is exercised, an announcement will be made by the Company.

Application for the Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus.

Applicants who wish to be allotted the Hong Kong Offer Shares in their own names should (i) complete and sign the **WHITE** Application Forms or (ii) submit applications online through the designated website of the **White Form eIPO** Service Provider at **www.eipo.com.hk** under the **White Form eIPO** service. Applicants who wish to have the Hong Kong Offer Shares allotted and issued in the name of HKSCC Nominees Limited and deposited directly into CCASS for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participants should (i) complete and sign the **YELLOW** Application Forms, copies of which, together with copies of the Prospectus, may be obtained during normal business hours from 9:00 a.m. on Thursday, June 16, 2011 until 12:00 noon Tuesday, June 21, 2011 at the Depository Counter of HKSCC at 2nd Floor, Infinitus Plaza, 199 Des Voeux Road Central, Hong Kong or your stockbrokers, who may have such Application Forms and the Prospectus available; or (ii) give **electronic application instructions** to HKSCC via CCASS.

Copies of the Prospectus, together with the **WHITE** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Thursday, June 16, 2011 until 12:00 noon on Tuesday, June 21, 2011, from the following locations:

1. **BOCI Asia Limited**, 26th Floor, Bank of China Tower, 1 Garden Road, Central, Hong Kong;
2. **Essence International Financial Holdings Limited**, 39 Floor, One Exchange Square, Central, Hong Kong;
3. **Fulbright Securities Limited**, Suites 3212-16, One International Finance Centre, 1 Harbour View Street, Central, Hong Kong;
4. **KGI Capital Asia Limited**, 41 Floor, Central Plaza, 18 Harbour Road, Wanchai, Hong Kong;

5. **Kingsway Financial Services Group Limited**, 5/F, Hutchison House, 10 Harcourt Road, Central, Hong Kong;

6. Any of the following branches of **Bank of China (Hong Kong) Limited**:

	Branch name	Branch address
Hong Kong Island	Bank of China Tower Branch	3/F, 1 Garden Road
	Central District (Wing On House) Branch	71 Des Voeux Road Central
	Sheung Wan Branch	252 Des Voeux Road Central
	King's Road Branch	131-133 King's Road, North Point
	Chai Wan Branch	Block B, Walton Estate, 341-343 Chai Wan Road, Chai Wan
Kowloon	Humphrey's Avenue Branch	4-4A Humphrey's Avenue, Tsim Sha Tsui
	Yau Ma Tei Branch	471 Nathan Road, Yau Ma Tei
	Prince Edward Branch	774 Nathan Road, Kowloon
	Kowloon Plaza Branch	Unit 1, Kowloon Plaza, 485 Castle Peak Road
	Metro City Branch	Shop 209, Level 2, Metro City Phase 1, Tseung Kwan O
New Territories	Castle Peak Road (Tsuen Wan) Branch	201-207 Castle Peak Road, Tsuen Wan
	Ma On Shan Plaza Branch	Shop 2103, Level 2, Ma On Shan Plaza, Sai Sha Road, Ma On Shan

7. Any of the following branches of **Bank of Communications Co., Ltd. Hong Kong Branch**:

	Branch name	Branch address
Hong Kong Island	Hong Kong Branch	20 Pedder Street, Central
	Central District Sub-Branch	G/F., Far East Consortium Building, 125A Des Voeux Road C., Central
	Quarry Bay Sub-Branch	G/F., 981 C, King's Road
	Taikoo Shing Sub-Branch	Shop 38, G/F., CityPlaza 2, 18 Taikoo Shing Road
	Chaiwan Sub-Branch	G/F., 121-121A Wan Tsui Road
Kowloon	Mongkok Sub-Branch	Shops A & B, G/F., Hua Chiao Commercial Centre, 678 Nathan Road
	Wong Tai Sin Sub-Branch	Shops 127-129, 1/F., Lung Cheung Plaza, 136 Lung Cheung Road
	Ngau Tau Kok Sub-Branch	Shop G1 & G2, G/F., Phase I, Amoy Plaza, 77 Ngau Tau Kok Road
New Territories	Market Street Sub-Branch	G/F., 53 Market Street, Tsuen Wan
	Tseung Kwan O Sub-Branch	Shop 253-255, Metro City Shopping Arcade, Phase I

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Thursday, June 16, 2011 until 12:00 noon on Tuesday, June 21, 2011, at the Depository Counter of HKSCC at 2nd Floor, Infinitus Plaza, 199 Des Voeux Road Central, Hong Kong.

Applicants applying by **White Form eIPO** may submit application to the **White Form eIPO** Service Provider through the designated website **www.eipo.com.hk** from 9:00 a.m. on Thursday, June 16, 2011 until 11:30 a.m. on Tuesday, June 21, 2011 or such later date as described under the section headed “How to Apply for Hong Kong Offer Shares – Effect of bad weather conditions on the last application day” in the Prospectus (24 hours daily, except on the last application day).

CCASS Participants can input **electronic application instructions** from 9:00 a.m. on Thursday, June 16, 2011 until 12:00 noon on Tuesday, June 21, 2011.

We expect to announce the Offer Price, the level of indications of interest in the International Offering, the level of applications in the Hong Kong Public Offer and the basis of allocation of Hong Kong Offer Shares on Monday, June 27, 2011 in the *South China Morning Post* (in English) and the *Hong Kong Economic Times* (in Chinese), and on the website of the Stock Exchange at **www.hkexnews.hk** and on the website of the Company at **www.chinafiber optic.com**. The results allocations, with the successful applicant’s identification document numbers if applicable, under the Hong Kong Public Offer will be made available through a variety of channels from Monday, June 27, 2011 in the manner described in the paragraph headed “How to Apply for Hong Kong Offer Shares – Results of allocations” in the Prospectus.

Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Tuesday, June 28, 2011. The Shares will be traded in board lots of 2,000 Shares each. The Company will not issue any temporary document of title.

By order of the board of directors of
China Fiber Optic Network System Group Ltd.
Zhao Bing
Chairman and executive director

Hong Kong, June 16, 2011

As at the date of this announcement, the executive directors of the Company are Mr. Zhao Bing, Mr. Meng Yuxiao, Mr. Deng Xuejun and Mr. Hung, Randy King Kuen; the non-executive director of the Company is Mr. Song Zhiping; and the independent non-executive directors of the Company are Mr. Shi Cuiming, Mr. Ma Kwai Yuen and Mr. Lui Pan.

Please also refer to the published version of this announcement in the South China Morning Post.

* *For identification purpose only*