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**China
unicom中国联通**

CHINA UNICOM (HONG KONG) LIMITED
中國聯合網絡通信(香港)股份有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 0762)

VOLUNTARY ANNOUNCEMENT

ESTABLISHMENT OF RMB10,000,000,000 MEDIUM TERM NOTE PROGRAMME

The Board is pleased to announce that the Company has on 3 April 2014 established the Programme under which it may offer and issue Notes in series of aggregate principal amount of up to RMB10,000,000,000 to professional investors outside the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act. There will be no public offering of the Notes issued under the Programme in Hong Kong, the United States or any other jurisdiction.

The Company has appointed Bank of China, CICC HK Securities, J.P. Morgan and Nomura as the arrangers under the Programme.

Since the Company may or may not proceed with drawdown(s) under the Programme, the timing of drawdown(s) (if any) is uncertain. In addition, as the terms of each drawdown may vary within the parameters set out in the Programme, shareholders of the Company and prospective investors are advised to exercise caution when dealing in the securities of the Company.

ESTABLISHMENT OF THE PROGRAMME

The Board is pleased to announce that the Company has on 3 April 2014 established the Programme under which it may offer and issue Notes of aggregate principal amount of up to RMB10,000,000,000 to professional investors outside the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act. Notes will be issued in series with different issue dates and terms. Notes issued under the Programme will be denominated in Renminbi. There will be no public offering of Notes issued under the Programme in Hong Kong, the United States or any other jurisdiction.

An announcement will be made by the Company for the listing of the Programme and permission to deal in any Notes to be issued under the Programme thereunder within 12 months after 3 April 2014 by way of debt issues to professional investors (as defined in the SFO) only on the Stock Exchange. In relation to any issue of the Notes, the Company has the option to agree with the relevant dealer(s) to list the Notes on the Stock Exchange or any other stock exchange.

The Company has appointed Bank of China, CICC HK Securities, J.P. Morgan and Nomura as the arrangers under the Programme by way of a programme agreement dated 3 April 2014.

The Company currently intends to use the net proceeds from each issue of the Notes issued under the Programme for the Company's working capital and general corporate purposes.

The Board is pleased to add that the Programme is to make available a platform to enhance the flexibility and efficiency of the Company for future funding or capital management. It is designed to allow Notes to be drawdown from time to time and the Company has no current intention to drawdown the entire amount of the Programme. The principal amount and timing of drawdown(s) of Notes under the Programme are dependent on several factors, including but not limited to, market conditions and the funding needs of the Company.

Since the Company may or may not proceed with drawdowns under the Programme, the timing of drawdown(s) (if any) is uncertain. In addition, as the terms of each drawdown may vary within the parameters set out in the Programme, shareholders of the Company and prospective investors are advised to exercise caution when dealing in the securities of the Company.

DEFINITIONS

In this announcement, the following expressions have the meaning set out below unless the context otherwise requires:

“Bank of China”	comprising Bank of China Limited and Bank of China (Hong Kong) Limited
“Board”	the board of directors of the Company
“CICC HK Securities”	China International Capital Corporation Hong Kong Securities Limited
“Company”	China Unicom (Hong Kong) Limited, whose shares are listed on the main board of the Stock Exchange
“J.P. Morgan”	J.P. Morgan Securities (Asia Pacific) Limited
“Nomura”	Nomura International plc
“Notes”	notes that may be offered and issued by the Company under the Programme
“Programme”	the medium term note programme in a principal amount of up to RMB10,000,000,000 established by the Company on 3 April 2014
“RMB”	Renminbi, the lawful currency of the PRC
“SFO”	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“U.S. Securities Act”	the United States Securities Act of 1933, as amended

By Order of the Board of
China Unicom (Hong Kong) Limited
Chu Ka Yee
Company Secretary

Hong Kong, 4 April 2014

As at the date of this announcement, the Board of Directors of the Company comprises:

Executive directors	:	Chang Xiaobing, Lu Yimin, Tong Jilu and Li Fushen
Non-executive director	:	Cesareo Alierta Izuel
Independent non-executive directors	:	Cheung Wing Lam Linus, Wong Wai Ming, John Lawson Thornton, Chung Shui Ming Timpson, Cai Hongbin and Law Fan Chiu Fun Fanny