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JOINT ANNOUNCEMENT

BILLION EXPRESS INVESTMENTS LIMITED

(the “Issuer”)

(incorporated in the British Virgin Islands with limited liability)

US\$1,838,800,000

0.75 PER CENT GUARANTEED CONVERTIBLE BONDS DUE 2015

(The “Convertible Bonds”)

(Stock Code: 4326)

EXCHANGEABLE INTO ORDINARY SHARES OF

CHINA UNICOM (HONG KONG) LIMITED

UNCONDITIONALLY AND IRREVOCABLY GUARANTEED BY



CHINA UNICOM (HONG KONG) LIMITED

中國聯合網絡通信（香港）股份有限公司

(the “Guarantor”)

(incorporated in Hong Kong with limited liability)

(Stock Code: 0762)

ADJUSTMENT TO CONVERTIBLE BOND CONVERSION PRICE

Reference is made to (i) the announcement of the Guarantor dated 28 September 2010 in relation to the issue of the Convertible Bonds (the **2010 CB Issue Announcement**); (ii) the 2011 annual results announcement of the Guarantor dated 22 March 2012 (the **2011 Annual Results Announcement**); and (iii) the announcement of the Guarantor dated 22 March 2012 in relation to the adjustment to the Conversion Price of the Convertible Bonds (the **2012 CB Conversion Price Adjustment Announcement**).

As a result of the Guarantor paying or making the 2011 Final Dividend, the Conversion Price of the Convertible Bonds has, in accordance with the CB Terms and Conditions (as defined below), been adjusted from HK\$15.85 per Share to HK\$15.58 per Share with effect on and from 7 June 2012.

Reference is made to (i) the 2010 CB Issue Announcement; (ii) the 2011 Annual Results Announcement; and (iii) the 2012 CB Conversion Price Adjustment Announcement. Capitalized terms used herein shall, unless otherwise defined, have the same meanings as adopted in these announcements.

As announced in the 2011 Annual Results Announcement, the board of directors of the Guarantor recommended the payment of the 2011 Final Dividend of RMB0.10 per Share. The record date for determining the Shareholders' entitlement to the 2011 Final Dividend was 6 June 2012.

As stipulated under the Trust Deed, the Issuer and/or the Guarantor are required to provide certain information relating to the adjustment to the Conversion Price of the Convertible Bonds, and to confirm that such adjustment has become effective.

In accordance with the terms and conditions of the Convertible Bonds (the *CB Terms and Conditions*), the Conversion Price of the Convertible Bonds has been adjusted from HK\$15.85 per Share (the *Initial Conversion Price*) to HK\$15.58 per Share (the *Adjusted Conversion Price*) with effect on and from 7 June 2012, which is the date immediately after the record date in connection with such declaration. Save for the abovementioned adjustment to the Conversion Price, the other terms of the Convertible Bonds shall remain unchanged.

Any Bondholder who is in doubt as to the action to be taken should consult his/her stockbroker, bank manager, solicitor, professional accountant or other professional adviser.

By Order of the Board
**CHINA UNICOM (HONG KONG)
LIMITED**
CHU KA YEE
Company Secretary

By Order of the Board
**BILLION EXPRESS INVESTMENTS
LIMITED**
CHU KA YEE
Company Secretary

Hong Kong, 7 June 2012

As at the date of this notice, the board of directors of Billion Express Investments Limited comprises Li Fushen and Li Qiuhong.

As at the date of this notice, the board of directors of the China Unicom (Hong Kong) Limited comprises:

<i>Executive Directors:</i>	<i>Chang Xiaobing, Lu Yimin, Tong Jilu and Li Fushen</i>
<i>Non-executive Director:</i>	<i>Cesareo Alierta Izuel</i>
<i>Independent Non-executive Directors:</i>	<i>Cheung Wing Lam Linus, Wong Wai Ming, John Lawson Thornton, Chung Shui Ming Timpson and Cai Hongbin</i>