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**北京迪信通商貿股份有限公司**  
**Beijing Digital Telecom Co., Ltd.**

*(A joint stock limited company incorporated in the People's Republic of China with limited liability)*  
**(Stock Code: 6188)**

**REVISED NOTICE OF ANNUAL GENERAL MEETING  
FOR THE YEAR 2020**

**REVISED NOTICE IS HEREBY GIVEN** that the annual general meeting for the year 2020 (the “AGM”) of Beijing Digital Telecom Co., Ltd. (the “**Company**”) will be held at 4/F, C Yi’an Business Building, 18 Building Yi’an Jiayuan, Beiwa West, Haidian District, Beijing, the PRC on Wednesday, 30 June 2021 at 2:00 p.m. to consider and, if thought fit, to pass the following resolutions:

**AS ORDINARY RESOLUTIONS**

1. to consider and approve the annual report of the Company for the year 2020;
2. to consider and approve the report of the board of directors of the Company for the year 2020;
3. to consider and approve the report of the board of supervisors of the Company for the year 2020;
4. to consider and approve the annual financial report of the Company for the year 2020;
5. to consider and approve the profit distribution plan of the Company for the year 2020;
6. to consider and approve the re-appointment of Ernst & Young as the Company’s external auditor for the year 2021;
7. to consider and approve the appointment of new directors:
  - 7.1 to consider and approve the appointment of Ms. Xu Liping as the executive director;
  - 7.2 to consider and approve the appointment of Ms. Xu Jili as the non-executive director;

- 7.3 to consider and approve the appointment of Mr. Li Guangning as the non-executive director;
- 7.4 to consider and approve the appointment of Ms. Guo Jin as the non-executive director;
- 7.5 to consider and approve the appointment of Mr. Gao Dali as the non-executive director;
- 7.6 to consider and approve the appointment of Mr. Cai Chun Fai as the independent non-executive director;
8. to consider and approve the appointment of Ms. Yang Hui as the shareholder supervisor;
9. to consider and approve the confirmation of the remuneration of certain new directors;
10. to consider and approve the authorization to the board of directors to determine the remuneration of new independent non-executive director; and
11. to consider and approve the confirmation of the remuneration of new supervisor.

#### **AS SPECIAL RESOLUTION**

1. **“That:**
  - i. Subject to the conditions set out below, the board of directors of the Company be hereby granted an unconditional and general mandate during the Relevant Period to separately or concurrently allot, issue and deal with additional domestic shares and overseas-listed foreign shares (“**H shares**”) of the Company (including securities convertible into domestic shares and/or H shares of the Company) and to make or grant offers, agreements or options in respect of the above:
    - a. such mandate shall not extend beyond the Relevant Period (as defined below), other than in the case of the making or granting of offers, agreements or options by the board of directors of the Company during the Relevant Period which might require the performance or exercise of such powers after the close of the Relevant Period;
    - b. the aggregate number of domestic shares and H shares authorised to be allotted and issued or agreed conditionally or unconditionally to be allotted and issued (whether pursuant to an option or otherwise) by the board of directors of the Company, otherwise than pursuant to (i) a Rights Issue (as defined below) or (ii) any option scheme or similar arrangement from time to time being adopted for the grant or issue to directors, supervisors, senior management and/or employees of the Company and/or any of its subsidiaries of shares or rights to acquire shares of the Company approved by the board of directors of the Company, shall not exceed 20% of the aggregate number of each of the domestic shares and H shares of the Company in issue as at the date on which this resolution is passed at the general meeting; and

- c. The board of directors of the Company will only exercise the above authority in compliance with the Company Law of the People’s Republic of China (as amended from time to time) and the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (as amended from time to time) and with the necessary approvals of the China Securities Regulatory Commission and/or other relevant PRC government authorities;

- ii. For the purpose of this resolution:

“Relevant Period” means the period from the date of the passing of this resolution at the general meeting until the earliest of:

- a. the conclusion of the next annual general meeting of the Company following the passing of this resolution;
- b. the expiration of a 12-month period following the passing of this resolution; or
- c. the revocation or variation of the authority given to the board of directors of the Company under this resolution by the passing of a special resolution of the Company at a general meeting; and

“Rights Issue” means an offer to all shareholders of the Company (except any shareholders to which the making of such offers by the Company is not permitted under the laws of the jurisdictions where they reside) and, as appropriate, holders of other equity securities of the Company who are qualified for such offers, for the allotment and issue of shares or other securities in the Company which will or might require the allotment and issue of shares in proportion to their existing holdings of such shares or other equity securities (subject to the exclusion of fractional entitlements);

- iii. Where the board of directors of the Company resolves to issue shares (including securities convertible into domestic shares and/or H shares of the Company) pursuant to paragraph (1) of this resolution, the board of directors of the Company be hereby authorised to approve and execute all documents and agreements and do all things or to procure the execution of such documents and agreements and the doing of such things necessary in their opinion for the issue (including but not limited to determining the time and place for issue, class and number of new shares to be issued, the pricing method and/or issue prices (including price ranges) of the shares, submitting all necessary applications to relevant authorities, entering into underwriting agreements (or any other agreements), determining the use of proceeds, and fulfilling filing and registration requirements of the PRC, Hong Kong and other relevant authorities, including but not limited to registration with relevant PRC authorities of the increase in registered share capital as a result of the issue of shares pursuant to paragraph (1) of this resolution); and

- iv. The board of directors of the Company be hereby authorised to amend the Articles of Association of the Company as they deem necessary to increase the registered share capital of the Company and to reflect the new capital structure of the Company following the allotment and issue of shares of the Company contemplated in paragraph (1) of this resolution.”

By order of the board of directors  
**Beijing Digital Telecom Co., Ltd.**  
**LIU Donghai**  
*Chairman*

Beijing, the PRC  
10 June 2021

*Notes:*

1. Holders of the Company’s H shares (“**H Shares**”) and domestic shares (“**Domestic Shares**”) whose names appear on the register of members of the Company on Wednesday, 30 June 2021 are entitled to attend and vote at the AGM. The register of members of the Company will be closed from Monday, 31 May 2021 to Wednesday, 30 June 2021 (both days inclusive), during which time no transfer of H Shares will be effected. In order to be eligible to attend and vote at the AGM, any holders of H Shares whose transfers have not been registered must deposit the transfer documents together with the relevant share certificates at the H Share registrar of the Company, Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, not later than 4:30 p.m. on Friday, 28 May 2021.
2. Any shareholder of the Company entitled to attend and vote at the AGM is entitled to appoint one or more proxies to attend and vote at the meeting on his behalf. A proxy needs not be a shareholder of the Company.
3. A proxy shall be appointed by an instrument in writing (including the revised proxy form). Such instrument shall be signed by the appointer or his attorney duly authorised in writing. If the appointer is a legal person, then the instrument shall be signed under a legal person’s seal or signed by its director or an attorney duly authorised in writing. The instrument appointing the proxy shall be deposited at the Company’s H Share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong for holders of H Shares; or at the registered office of the Company for holders of Domestic Shares not less than 24 hours before the time appointed for the holding of the AGM (i.e. before 2:00 p.m. on Tuesday, 29 June 2021) or any adjournment thereof (as the case may be). If the instrument appointing the proxy is signed by a person authorised by the appointer, the power of attorney or other document of authority under which the instrument is signed shall be notarised. The notarised power of attorney or other document of authority shall be deposited together and at the same time with the instrument appointing the proxy at the Company’s H Share registrar or the registered office of the Company (as may be applicable).
4. If a Shareholder has not yet returned the original proxy form which was dispatched by the Company to its Shareholders on 1 June 2021 (the “**Original Proxy Form**”) in accordance with the instructions printed thereon, and wishes to appoint a proxy to attend the AGM on his/her behalf, he/she is required to submit the revised proxy form. In this case, the Shareholder shall not submit the Original Proxy Form.
5. If a Shareholder has already returned the Original Proxy Form in accordance with the instructions printed thereon, he/she should note that:
  - a) If no revised proxy form is returned by the Shareholder, the Original Proxy Form, if duly completed, shall be treated as a valid proxy form lodged by the Shareholder. The proxy appointed under the Original Proxy Form shall also be entitled to vote in accordance with the instructions previously given by the Shareholder or at his/her discretion (if no such instructions are given) on any resolution properly put forward at the AGM, including the proposed resolutions as set out in this revised notice of the AGM.

- b) If the revised proxy form is returned by the Shareholder at or before 2:00 p.m. on Tuesday, 29 June 2021, the revised proxy form, if duly completed, shall be treated as a valid proxy form lodged by the Shareholder.
  - c) If the revised proxy form is returned by the Shareholder after the closing time as set out in this revised notice of the AGM, the revised proxy form shall be deemed invalid. It shall not revoke the Original Proxy Form previously lodged by the Shareholder. The Original Proxy Form, if duly completed, shall be treated as a valid proxy form lodged by the Shareholder. The proxy appointed under the Original Proxy Form shall also be entitled to vote in accordance with the instructions previously given by the shareholder or at his/her discretion (if no such instructions are given) on any resolution properly put forward at the AGM (including the proposed resolutions as set out in this revised notice of the AGM).
6. Shareholders should note that completion and return of the revised proxy form shall not preclude a shareholder of the Company from attending in person and voting at the AGM or any adjournment thereof.
7. Shareholders or their proxies are required to produce their identification documents when attending the AGM.
8. Miscellaneous
- i. It is expected that the AGM will last for half a day. All attending shareholders shall arrange for their transportation and accommodation and shall bear all their own expenses in connection with their attendance.
  - ii. The address of the registered office of the Company:  
  
4/F, C Yi'an Business Building  
18 Building Yi'an Jiayuan  
Beiwa West  
Haidian District, Beijing  
the PRC  
  
Tel: (010) 6873 3818  
Fax: (010) 6873 3816  
  
Contact Person: Ms. Li Dongmei
  - iii. The address of the Company's H Share registrar:  
  
Computershare Hong Kong Investor Services Limited  
  
Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong  
(For lodging share transfers)  
  
17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (For deposit of the revised proxy form)  
  
Tel: (852) 2862 8555  
Fax: (852) 2865 0990

*As at the date of this notice, the executive directors of the Company are Mr. LIU Donghai and Mr. LIU Yajun; the non-executive directors of the Company are Mr. LI Wenzhi, Mr. YAO Yanzhong and Mr. LV Jing; and the independent non-executive directors of the Company are Mr. LV Tingjie, Mr. LV Pingbo and Mr. ZHANG Senquan.*