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

**POLL VOTING RESULTS OF  
THE 2020 ANNUAL GENERAL MEETING HELD ON 30 JUNE 2021,  
AND  
CHANGE OF DIRECTORS, SUPERVISORS,  
CHAIRPERSON OF THE BOARD AND CHAIRPERSON  
OF THE BOARD OF SUPERVISORS  
AND ADJUSTMENTS TO MEMBERS OF  
COMMITTEES UNDER THE BOARD**

The board of directors (the “**Board**”) of Beijing Digital Telecom Co., Ltd. (the “**Company**”) is pleased to announce that the annual general meeting in 2020 (the “**AGM**”) was held on Wednesday, 30 June 2021 and all the resolutions proposed at the AGM were duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll.

Reference is made to the circular of the Company dated 10 June 2021 (the “**Circular**”). Capitalised terms used in this announcement shall have the same meanings as those defined in the Circular unless otherwise indicated.

**I. POLL RESULTS OF THE AGM**

The Board is pleased to announce that the AGM was held on Wednesday, 30 June 2021 at Conference Room 402, 4/F, Zhuhai International Convention Center, No. 1663 Yinwan Road, Wanzai, Xiangzhou District, Zhuhai, Guangdong Province, the PRC.

The AGM was convened in compliance with the laws and regulations of the PRC, including the Company Law of the PRC, and the requirements of the Articles of Association.

The resolutions at the AGM were put to vote by way of a poll. The voting results in respect of the proposed resolutions at the AGM are as follows:

Ordinary Resolutions		Number of votes & percentage of the total voting shares at the AGM (%)		
		For	Against	Abstain*
1.	To consider and approve the annual report of the Company for the year 2020	603,127,692 shares (100.000000%)	0 shares (0.000000%)	0 shares (0.000000%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
2.	To consider and approve the report of the board of directors of the Company for the year 2020	603,127,692 shares (100.000000%)	0 shares (0.000000%)	0 shares (0.000000%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
3.	To consider and approve the report of the board of supervisors of the Company for the year 2020	603,127,692 shares (100.000000%)	0 shares (0.000000%)	0 shares (0.000000%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
4.	To consider and approve the annual financial report of the Company for the year 2020	603,127,692 shares (100.000000%)	0 shares (0.000000%)	0 shares (0.000000%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
5.	To consider and approve the profit distribution plan of the Company for the year 2020	603,127,692 shares (100.000000%)	0 shares (0.000000%)	0 shares (0.000000%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
6.	To consider and approve the re-appointment of Ernst & Young as the Company's external auditor for the year 2021	603,127,692 shares (100.000000%)	0 shares (0.000000%)	0 shares (0.000000%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				

Ordinary Resolutions		Number of votes & percentage of the total voting shares at the AGM (%)		
		For	Against	Abstain*
7.	To consider and approve the proposed appointment of new directors:			
7.1	To consider and approve the proposed appointment of Ms. Xu Liping as the executive director	603,127,692 shares (100.000000%)	0 shares (0.000000%)	0 shares (0.000000%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
7.2	To consider and approve the proposed appointment of Ms. Xu Jili as the non-executive director	603,127,692 shares (100.000000%)	0 shares (0.000000%)	0 shares (0.000000%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
7.3	To consider and approve the proposed appointment of Mr. Li Guangning as the non-executive director	603,127,692 shares (100.000000%)	0 shares (0.000000%)	0 shares (0.000000%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
7.4	To consider and approve the proposed appointment of Ms. Guo Jin as the non-executive director	603,127,692 shares (100.000000%)	0 shares (0.000000%)	0 shares (0.000000%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
7.5	To consider and approve the proposed appointment of Mr. Gao Dali as the non-executive director	603,127,692 shares (100.000000%)	0 shares (0.000000%)	0 shares (0.000000%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
7.6	To consider and approve the proposed appointment of Mr. Cai Chun Fai as the independent non-executive director	603,127,692 shares (100.000000%)	0 shares (0.000000%)	0 shares (0.000000%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				

Ordinary Resolutions		Number of votes & percentage of the total voting shares at the AGM (%)		
		For	Against	Abstain*
8.	To consider and approve the appointment of Ms. Yang Hui as the shareholder supervisor	603,127,692 shares (100.000000%)	0 shares (0.000000%)	0 shares (0.000000%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
9.	To consider and approve the confirmation of the remuneration of certain new directors	603,127,692 shares (100.000000%)	0 shares (0.000000%)	0 shares (0.000000%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
10.	To consider and approve the authorization to the board of directors to determine the remuneration of new independent non-executive director	603,127,692 shares (100.000000%)	0 shares (0.000000%)	0 shares (0.000000%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
11.	To consider and approve the confirmation of the remuneration of new supervisor	603,127,692 shares (100.000000%)	0 shares (0.000000%)	0 shares (0.000000%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				

Ordinary Resolutions		Number of votes & percentage of the total voting shares at the AGM (%)		
		For	Against	Abstain*
Special Resolution		Number of votes & percentage of the total voting shares at the AGM (%)		
		For	Against	Abstain*
1.	To consider and approve the grant to the board of directors 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 of the Company and/or H Shares) and to make or grant offers, agreements or options in respect of the above; and to authorise the board of directors to amend the articles of association of the Company in respect of the above as they deem necessary	603,127,692 shares (100.000000%)	0 shares (0.000000%)	0 shares (0.000000%)
As more than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.				

\* *Abstain vote or waiver to vote shall be regarded as voting rights for the purpose of calculating the result of that resolution.*

Computershare Hong Kong Investor Services Limited, the Company’s H share registrar, acted as the scrutineer in respect of the voting at the AGM, and performed the calculation to obtain the above poll voting results based on the completed and signed poll voting forms collected by the Company.

As at the date of the AGM, the total number of issued Shares of the Company was 732,460,400 shares.

## **Ordinary Resolutions**

The total number of Shares entitling the Shareholders to attend and vote for or against the ordinary resolutions was 732,460,400 shares, representing 100% of the total issued Shares of the Company. There were no restrictions on any Shareholder casting votes on the ordinary resolutions above at the AGM. Neither are Shareholders entitled to vote only against or required to abstain from voting in respect of the ordinary resolutions proposed at the AGM under the Listing Rules, nor any Shareholders have expressed in the Circular that they will vote against or abstain themselves from voting regarding any resolutions proposed at the AGM. The Shareholders, holding in aggregate 603,127,692 Shares, representing approximately 82.342703% of the issued Shares of the Company, were present in person or by proxy at the AGM.

## **Special Resolution**

The total number of Shares entitling the Shareholders to attend and vote for or against the special resolution was 732,460,400 shares, representing 100% of the total issued Shares of the Company. There were no restrictions on any Shareholder casting votes on the special resolution above at the AGM. Neither are Shareholders entitled to vote only against or required to abstain from voting in respect of the special resolution proposed at the AGM under the Listing Rules, nor any Shareholders have expressed in the Circular that they will vote against or abstain themselves from voting regarding any resolutions proposed at the AGM. The Shareholders, holding in aggregate 603,127,692 Shares, representing approximately 82.342703% of the issued Shares of the Company, were present in person or by proxy at the AGM.

## **II. CHANGE OF DIRECTORS**

Given the Offers have become unconditional in all respects, Mr. Liu Yajun has resigned as an executive Director, Mr. Li Wenzhi, Mr. Yao Yanzhong and Mr. Lv Jing have resigned as non-executive Directors, and Mr. Zhang Senquan has resigned as an independent non-executive Director. The resignation of the above Directors takes effect from 30 June 2021.

Mr. Liu Yajun, Mr. Li Wenzhi, Mr. Yao Yanzhong, Mr. Lv Jing and Mr. Zhang Senquan have respectively confirmed that they have no disagreement with the Board and no other matters concerning their resignation need to be brought to the attention of the Stock Exchange or the Shareholders. The Board has confirmed that there are no other matters concerning the resignation of the above Directors which are needed to be brought to the attention of the Stock Exchange or the Shareholders. The Board would like to take this opportunity to express its gratitude to Mr. Liu Yajun, Mr. Li Wenzhi, Mr. Yao Yanzhong, Mr. Lv Jing and Mr. Zhang Senquan for their contribution to the Company during their terms of office.

Upon the approval by the Shareholders at the AGM, the Board is pleased to announce that Ms. Xu Liping has been appointed as an executive Director, Ms. Xu Jili, Mr. Li Guangning, Ms. Guo Jin and Mr. Gao Dali have been appointed as non-executive Directors, and Mr. Cai Chun Fai has been appointed as an independent non-executive Director, with effect from 30 June 2021. Their terms of office will end at the expiry of the term of office of the fourth session of the Board.

Upon approval, Ms. Xu Liping, Ms. Xu Jili, Mr. Li Guangning, Ms. Guo Jin, Mr. Gao Dali and Mr. Cai Chun Fai will enter into a service agreement with the Company, respectively, which will come into effect from 30 June 2021 until the expiry of the term of office of the fourth session of the Board. As executive or non-executive Directors respectively, Ms. Xu Liping, Ms. Xu Jili, Mr. Li Guangning, Ms. Guo Jin and Mr. Gao Dali are not entitled to receive remuneration or allowance from the Company. As an independent non-executive Director, the remuneration of Mr. Cai Chun Fai has been fixed at RMB130,000 per annum (after tax) in accordance with the terms of the proposed service agreement and with reference to the provisions under the “Regulations for the Management of Remuneration of the Directors, Supervisors and Senior Management of the Company” as well as the remuneration of independent non-executive directors of other similar listed companies.

The biographical details of the newly appointed Directors above are set out in the Circular. As at the date of this announcement, save as disclosed in this announcement, such biographical details remain unchanged.

### **III. CHANGE OF SUPERVISOR**

Given the Offers have become unconditional in all respects, Mr. Hu Yuzhong has resigned as the shareholder Supervisor with effect from 30 June 2021.

Mr. Hu Yuzhong has confirmed that he has no disagreement with the Board and the Board of Supervisors and no other matters concerning his resignation need to be brought to the attention of the Stock Exchange or the Shareholders. The Board of Supervisors has confirmed that there is no other matter concerning the resignation of Mr. Hu Yuzhong which is needed to be brought to the attention of the Stock Exchange or the Shareholders. The Board and the Board of Supervisors would like to take this opportunity to express their gratitude to Mr. Hu Yuzhong for his contribution to the Company during his term of office.

Upon the approval by the Shareholders at the AGM, the Board is pleased to announce that Ms. Yang Hui has been appointed as a shareholder Supervisor with effect from 30 June 2021. Ms. Yang Hui’s term of office will end at the expiry of the term of office of the fourth session of the Board of Supervisors.

Upon approval, Ms. Yang Hui will enter into a service agreement with the Company with effect from 30 June 2021. As a shareholder Supervisor, Ms. Yang Hui is not entitled to receive remuneration or allowance from the Company.

The biographical details of the newly appointed Supervisor above are set out in the Circular. As at the date of this announcement, save as disclosed in this announcement, such biographical details remain unchanged.



#### **IV. ROLE CHANGE OF THE MEMBERS OF THE BOARD AND THE BOARD OF SUPERVISORS OF THE COMPANY**

##### **Change of Chairperson**

Given the Offers have become unconditional in all respects, Mr. Liu Donghai has resigned as the chairman of the Board with effect from 30 June 2021. Upon resignation of the above position, Mr. Liu Donghai will continue to serve as an executive Director, a member of the Strategy Committee, the chief executive officer and the general manager of the Company.

Mr. Liu Donghai has confirmed that he has no disagreement with the Board and no other matters concerning his resignation as the chairman of the Board need to be brought to the attention of the Stock Exchange or the Shareholders. The Board has confirmed that there is no other matter concerning the resignation of Mr. Liu Donghai as the chairman of the Board which is needed to be brought to the attention of the Stock Exchange or the Shareholders. The Board would like to take this opportunity to express its gratitude to Mr. Liu Donghai for his contribution to the Company during his term of office as the chairman of the Board.

The Board announced that the Board agreed to appoint Ms. Xu Jili as chairlady of the fourth session of the Board of the Company at the 20th meeting of the fourth session of the Board of the Company held immediately after the AGM, effective from 30 June 2021, and her term of office shall expire at the end of the fourth session of the Board of the Company.

##### **Change of Chairperson of the Board of Supervisors**

Given the Offers have become unconditional in all respects, Mr. Liu Zhenlong has resigned as the chairman of the Board of Supervisors with effect from 30 June 2021. Upon resignation of the above position, Mr. Liu Zhenlong will continue to serve as an employee representative Supervisor and the deputy general manager of operation center of the Group.

Mr. Liu Zhenlong has confirmed that he has no disagreement with the Board and the Board of Supervisors and no other matters concerning his resignation as the chairman of the Board of Supervisors need to be brought to the attention of the Stock Exchange or the Shareholders. The Board of Supervisors has confirmed that there is no other matter concerning the resignation of Mr. Liu Zhenlong as the chairman of the Board of Supervisors which is needed to be brought to the attention of the Stock Exchange or the Shareholders. The Board and the Board of Supervisors would like to take this opportunity to express their gratitude to Mr. Liu Zhenlong for his contribution to the Company during his term of office as the chairman of the Board of Supervisors.



The Board announced that the Board of Supervisors agreed to appoint Ms. Yang Hui as chairwoman of the fourth session of the Board of Supervisors of the Company at the fifth meeting of the fourth session of the Board of Supervisors of the Company held immediately after the AGM, effective from 30 June 2021, and her term of office shall expire at the end of the fourth session of the Board of Supervisors of the Company.

**Adjustments of the Members of the Committees under the Fourth Session of the Board of the Company**

Given the Offers have become unconditional in all respects:

- (1) Mr. Liu Donghai has resigned as the chairman of the Strategy Committee;
- (2) Mr. Liu Yajun has resigned as the member of the Strategy Committee;
- (3) Mr. Li Wenzhi has resigned as the member of the Strategy Committee;
- (4) Mr. Yao Yanzhong has resigned as the member of the Nomination Committee and the member of the Strategy Committee;
- (5) Mr. Lv Jing has resigned as the member of the Remuneration and Assessment Committee; and
- (6) Mr. Zhang Senquan has resigned as the chairman of the Audit Committee and the member of the Remuneration and Assessment Committee.

The resignation of the above Directors will take effect from 30 June 2021.

In view of the resignation of the above Directors and appointment of the new Directors, the Company proposed to adjust the members of the committees under the fourth session of the Board of the Company. The Board announced that as approved at the Board meeting convened on 30 June 2021, details of the members of committees under the fourth session of the Board of the Company after adjustments are as follows:

*Audit Committee*

Chairman: Mr. Cai Chun Fai

Members: Mr. Lv Tingjie and Mr. Gao Dali

*Nomination Committee*

Chairwoman: Ms. Xu Jili

Members: Mr. Lv Pingbo and Mr. Cai Chun Fai

*Remuneration and Assessment Committee*

Chairman: Mr. Cai Chun Fai

Members: Mr. Lv Pingbo and Ms. Xu Liping

*Strategy Committee*

Chairwoman: Ms. Xu Jili

Members: Mr. Li Guangning, Ms. Guo Jin, Mr. Liu Donghai and Ms. Xu Liping

By order of the Board  
**Beijing Digital Telecom Co., Ltd.**  
**XU Jili**  
*Chairwoman*

Beijing, the PRC  
30 June 2021

*As at the date of this announcement, the executive Directors are Ms. XU Liping and Mr. LIU Donghai; the non-executive Directors are Ms. XU Jili, Mr. LI Guangning, Ms. GUO Jin and Mr. GAO Daili; and the independent non-executive Directors are Mr. CAI Chun Fai, Mr. LV Tingjie and Mr. LV Pingbo.*