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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 2014 ANNUAL GENERAL MEETING
HELD ON 2 JUNE 2015
CHANGE OF NON-EXECUTIVE DIRECTOR
CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The board of directors (the “**Board**”) of Beijing Digital Telecom Co., Ltd. (the “**Company**”) is pleased to announce that the 2014 annual general meeting of the Company (the “**AGM**”) was held on Tuesday, 2 June 2015 and all the resolutions proposed at the AGM were duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll.

The Board wishes to notify the Shareholders of (i) the change of directors of the Company; and (ii) the appointment of member of audit committee, nomination committee, remuneration and assessment committee and strategic committee of the Board, and the appointment of chairman of the remuneration and assessment committee of the Board.

Reference is made to the circular of the Company dated 17 April 2015 (the “**Circular**”). Capitalised terms used in this announcement shall have the same meanings as those defined in the Circular unless otherwise indicated.

RESULTS OF THE AGM

The Board is pleased to announce that the AGM was held at 2:00 p.m. on Tuesday, 2 June 2015 at 3/F, Beijing Xinxing Hotel, 17 West Third Ring Middle Road, Haidian District, Beijing, 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. Mr. Liu Songshan, an executive Director, chaired the AGM.

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		Total number of votes (%)		
		For	Against	Abstain*
1.	To consider and approve the annual report of the Company for the year 2014.	475,060,500 100%	0 0%	0 0%
	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 2014.	475,060,500 100%	0 0%	0 0%
	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 supervisory committee of the Company for the year 2014.	475,060,500 100%	0 0%	0 0%
	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 audited financial statements of the Company for the year 2014.	475,060,500 100%	0 0%	0 0%
	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 appointment of Mr. Qi Xiangdong as non-executive director of the Company.	475,060,500 100%	0 0%	0 0%
	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 appointment of Mr. Bian Yongzhuang as independent non-executive director of the Company.	475,060,500 100%	0 0%	0 0%
	As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
7.	To consider and approve the authorization to the board of directors of the Company to determine the remuneration of Mr. Qi Xiangdong and Mr. Bian Yongzhuang.	475,060,500 100%	0 0%	0 0%
	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		Total number of votes (%)		
		For	Against	Abstain*
8.	To consider and approve the policy of remunerations of directors, supervisors and senior management of the Company.	475,060,500 100%	0 0%	0 0%
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 re-appointment of Ernst & Young as the Company's external auditor for the financial year of 2015.	475,060,500 100%	0 0%	0 0%
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
Special resolutions		Number of votes & Percentage of the total voting shares at the Meeting(%)		
		For	Against	Abstain
10.	To consider and approve the amendment to article 102 of the articles of association of the Company.	475,060,500 100%	0 0%	0 0%
As more than two thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.				
11.	To consider and approve the Company's conformity to the conditions of the public offering of corporate bonds in the PRC.	475,060,500 100%	0 0%	0 0%
As more than two thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.				
12.	To consider and approve the Company's plan for the issue of corporate bonds.	475,060,500 100%	0 0%	0 0%
As more than two thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.				
13.	To consider and approve the authorization to the board of directors of the Company for the issue of corporate bonds.	475,060,500 100%	0 0%	0 0%
As more than two thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.				
14.	To consider and approve the authorization to the board of directors of the Company for the measures to be taken in response to the Company's failure to repay the principal and interest of the corporate bonds.	475,060,500 100%	0 0%	0 0%
As more than two thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.				

Special resolutions		Number of votes & Percentage of the total voting shares at the Meeting(%)		
		For	Against	Abstain
15.	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 and/or H shares of the Company) and to make or grant offers, agreements or options in respect of the above; and to authorise the board of directors of the Company to amend the articles of association of the Company in respect of the above as they deem necessary.	475,060,500 100%	0 0%	0 0%
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 666,667,000 shares.

Ordinary Resolutions

The total number of Shares entitling the Shareholders to attend and vote for or against the ordinary resolutions was 666,667,000 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 Hong Kong Listing Rules, nor any shareholders of the Company 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 475,060,500 Shares, representing approximately 71.26% of the issued shares of the Company were present in person or by proxy at the AGM.

Special Resolutions

The total number of Shares entitling the Shareholders to attend and vote for or against the special resolution was 666,667,000 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 ordinary resolutions proposed at the AGM under the Hong Kong Listing Rules, nor any shareholders of the Company 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 475,060,500 Shares, representing approximately 71.26% of the issued shares of the Company were present in person or by proxy at the AGM.

CHANGE OF NON-EXECUTIVE DIRECTOR AND MEMBER OF STRATEGY COMMITTEE

Due to the change of job for career development, Mr. Wang Lin resigned as non-executive Director with effect from the date of the AGM.

Mr. Wang Lin has confirmed that he has no disagreement with the Board during his term of office, and that there is no other matter in relation to his resignations that need to be brought to the attention of the Shareholders and the Stock Exchange. The Board has confirmed that there is no other matter relating to the resignations of Mr. Wang Lin that needs to be brought to the attention of the Shareholders. The Board would like to express its gratitude to Mr. Wang Lin for his valuable contribution to the Company during his service with the Company.

Following the approval by the Shareholders at the AGM, the Board is pleased to announce that, Mr. Qi Xiangdong was appointed a non-executive Director of the Company. The Board has approved the appointment of Mr. Qi Xiangdong as a member of the strategy committee with effect from 2 June 2015. Details of Mr. Qi Xiangdong which are required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules are set out in Appendix I to this announcement.

It was approved that Mr. Qi Xiangdong enters into a service agreement with the Company, which is for a term of three years commencing on the date of the passing of the resolution at the AGM. Pursuant to the terms of his proposed service agreement, the emolument of Mr. Qi Xiangdong will be RMB60,000 (after tax) per annum determined with reference to the remuneration policies approved by the Shareholders at the AGM.

Save as disclosed in this announcement, there is no matter relating to the appointment of Mr. Qi Xiangdong that needs to be brought to the attention of the Stock Exchange and the Shareholders, nor any information that needs to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to (v) of the Listing Rules.

CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR, MEMBER OF AUDIT COMMITTEE, NOMINATION COMMITTEE AND REMUNERATION AND ASSESSMENT COMMITTEE AND CHAIRMAN OF REMUNERATION AND ASSESSMENT COMMITTEE

Due to the change of job for career development, Mr. Leng Rongquan resigned as independent non-executive Director with effect from the date of the AGM.

Mr. Leng Rongquan has confirmed that he has no disagreement with the Board during his term of office, and that there is no other matter in relation to his resignations that need to be brought to the attention of the Shareholders and the Stock Exchange. The Board has confirmed that there is no other matter relating to the resignations of Mr. Leng Rongquan that needs to be brought to the attention of the Shareholders. The Board would like to express its gratitude to Mr. Leng Rongquan for his valuable contribution to the Company during his service with the Company.

Following the approval by the Shareholders at the AGM, the Board is pleased to announce that, Mr. Bian Yongzhuang was appointed an independent non-executive Director of the Company. The Board has approved the appointment of Mr. Bian Yongzhuang as a member of each of the audit committee, nomination committee and the remuneration and assessment committee and the chairman of the remuneration and assessment committee with effect from 2 June 2015. Details of Mr. Bian Yongzhuang which are required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules are set out in Appendix I to this announcement.

Mr. Bian Yongzhuang has confirmed that he has fulfilled the independent factors as stipulated in Rule 3.13 of the Listing Rules. The Company considered that he is independent pursuant to the guidelines on independence under the Listing Rules.

It was approved that Mr. Bian Yongzhuang enters into a service agreement with the Company, which is for a term of three years commencing on the date of the passing of the resolution at the AGM. Pursuant to the terms of his proposed service agreement, the emolument of Mr. Bian Yongzhuang will be RMB60,000 (after tax) per annum determined with reference to the remuneration policies approved by the Shareholders at the AGM.

Save as disclosed in this announcement, there is no matter relating to the appointment of Mr. Bian Yongzhuang that needs to be brought to the attention of the Stock Exchange and the Shareholders, nor any information that needs to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to (v) of the Listing Rules.

By order of the Board of
Beijing Digital Telecom Co., Ltd.
LIU Donghai
Chairman

Hong Kong, 2 June 2015

As at the date of this announcement, the executive directors of the Company are Mr. LIU Donghai, Mr. LIU Yajun, Mr. LIU Songshan, Ms. LIU Wencui and Ms. LIU Hua; the non-executive director is Mr. QI Xiangdong; and the independent non-executive directors are Mr. LV Tingjie, Mr. BIAN Yongzhuang and Mr. Vincent Man Choi, LI.

APPENDIX I INFORMATION OF DIRECTORS APPOINTED

The biographies of the Directors appointed at the AGM are set out as follows:

Non-executive Director

Mr. Qi Xiangdong, aged 50, received a bachelor's degree from the radio communication department at Changchun Institute of Posts and Telecommunications (now known as Jilin University). In 1986, and a master degree in business administration from Beijing University of Science and Technology in 2007. Mr. Qi started to work at Xinhua News Agency from 1986 and once served as the deputy director of the Communication Technology Agency of Xinhua News Agency. From 2003, he worked at 3721 Company as the general manager, mainly responsible for the overall operation and strategic planning. From 2004, Mr. Qi worked at Yahoo! China as the vice president. In 2005, He founded Qihoo 360 Technology Co., Ltd (NYSE: QIHU) and served as the chief executive officer and a director since then.

Save as disclosed above, Mr. Qi Xiangdong (i) does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (ii) does not hold any directorships in any public companies the securities of which are listed on any securities market in Hong Kong and overseas in the last three years; (iii) does not have any relationships with any members of the Board, senior management, substantial Shareholders or controlling Shareholders of the Company within the meaning of the Listing Rules; and (iv) does not hold any other positions in the Company or any of its subsidiaries.

Independent Non-executive Director

Mr. Bian Yongzhuang, aged 61, received a bachelor's degree of economics from Lanzhou University in 1982, a master's degree of economics from Graduate School of Chinese Academy of Social Sciences in 1985 and a doctorate degree of economics from Graduate School of Chinese Academy of Social Sciences. From 1992, he served successively as the deputy general manager of Haitong Enterprise Co., Ltd, the general manager of Wuxi Xinjiangnan Industrial Co. Ltd, the deputy general manager of Hengtong Property Co., Ltd, the deputy general manager and president of China Xinjiyuan Co., Ltd and the general manager of Dahua Domestic Investment Co., Ltd. Mr Bian worked as the chief financial officer and a director at China Scholars Group (SSE: 000547 (Minfufa A)) from June 2013. He also became a director at China Aerospace Investment Holdings Ltd. from July 2013.

Save as disclosed above, Mr. Bian Yongzhuang (i) does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (ii) does not hold any directorships in any public companies the securities of which are listed on any securities market in Hong Kong and overseas in the last three years; (iii) does not have any relationships with any members of the Board, senior management, substantial Shareholders or controlling Shareholders of the Company within the meaning of the Listing Rules; and (iv) does not hold any other positions in the Company or any of its subsidiaries.