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If you have sold or transferred all your shares in **Beijing Digital Telecom Co., Ltd.** (北京迪信通商貿股份有限公司), you should at once hand this circular to the purchaser or transferee or to the bank or licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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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)

**PROPOSED APPOINTMENT OF SUPERVISOR
CONFIRMATION OF THE REMUNERATION OF NEW SUPERVISOR
AND
NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING IN
2022**

A notice of the EGM to be held at 46th Floor, South Tower, Lize SOHO, Building 1, No. 20, Lize Road, Lize Financial Business District, Fengtai District, Beijing, the PRC on Monday, 22 August 2022, at 11 a.m. is set out on pages 7 to 9 of this circular.

A form of proxy for use at the EGM is enclosed herewith and also published on both the websites of the Hong Kong Stock Exchange (<http://www.hkexnews.hk>) and the Company (<http://www.dixintong.com>). If you intend to appoint a proxy to attend the EGM, you are requested to complete, sign and return the enclosed form of proxy in accordance with the instructions printed thereon not less than 24 hours before the time fixed for holding the EGM (i.e. before 11 a.m. on Sunday, 21 August 2022) or any adjournment thereof (as the case may be). Completion, signing and return of the form of proxy will not preclude you from attending and voting in person at the EGM.

2 August 2022

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DEFINITIONS

Unless the context otherwise requires, the following expressions in this circular shall have the following meanings:

“Articles of Association”	the articles of association of the Company, as amended, modified or otherwise supplemented from time to time;
“Board”	the board of Directors;
“Board of Supervisors”	the board of Supervisors;
“Company”	Beijing Digital Telecom Co., Ltd. (北京迪信通商貿股份有限公司), a joint stock company incorporated in the PRC with limited liability and the H Shares of which are listed on the Hong Kong Stock Exchange under stock code of 6188;
“Director(s)”	the director(s) of the Company;
“EGM”	the 2022 first extraordinary general meeting of the Company to be held at 46th Floor, South Tower, Lize SOHO, Building 1, No. 20, Lize Road, Lize Financial Business District, Fengtai District, Beijing, the PRC, on Monday, 22 August 2022, at 11 a.m., and any adjournment thereof (as the case may be);
“Group”	the Company and its subsidiaries;
“H Share(s)”	the ordinary share(s) of the Company, with a par value of RMB1.00 each, which are listed on the Hong Kong Stock Exchange and traded in Hong Kong dollars;
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC;
“Hong Kong Huafa”	Hong Kong Huafa Investment Holdings Limited;
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited;
“Huafa Trade”	Zhuhai Huafa Commercial & Trading Holdings Co., Ltd.* (珠海華發商貿控股有限公司), a subsidiary of Zhuhai Huafa;

DEFINITIONS

“Latest Practicable Date”	28 July 2022, being the latest practicable date prior to the printing of this circular for ascertaining certain information referred to in this circular;
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited;
“Mr. Gao”	Mr. Gao Zhiqiang;
“Ms. Yang”	Ms. Yang Hui;
“PRC” or “China”	the People’s Republic of China, excluding, for the purpose of this circular, the Hong Kong Special Administrative Region of the PRC, the Macau Special Administrative Region of the PRC and Taiwan;
“RMB”	Renminbi, the lawful currency of the PRC;
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong);
“Shareholder(s)”	the holder(s) of the Company’s share(s);
“Supervisor(s)”	the supervisor(s) of the Company;
“Zhuhai Huafa”	Zhuhai Huafa Group Co., Ltd.* (珠海華發集團有限公司); and
“Zhuhai Huafa Industrial”	Zhuhai Huafa Industrial Investment Holding Co., Ltd.* (珠海華發實體產業投資控股有限公司).

* For identification purpose only



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)

Executive Directors:

Ms. XU Jili (*Chairwoman*)

Ms. XU Liping

Mr. LIU Donghai

Non-executive Directors:

Mr. Xie Hui

Mr. Jia Zhaojie

Ms. Pan Anran

Independent non-executive Directors:

Mr. LV Tingjie

Mr. LV Pingbo

Mr. CAI Chun Fai

Registered Office:

No. 101, 4/F, C Yi'an Business Building
18 Building Yi'an Jiayuan, Beiwa West
Haidian District, Beijing
the PRC

Principal Place of Business in Hong Kong:

Room 828, 8/F., Rykadan Capital Tower
135 Hoi Bun Road
Kwun Tong
Hong Kong

2 August 2022

To the Shareholders

Dear Sir or Madam,

**PROPOSED APPOINTMENT OF SUPERVISOR
CONFIRMATION OF THE REMUNERATION OF NEW SUPERVISOR
AND
NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING IN
2022**

INTRODUCTION

The purpose of this circular is to give you a notice of the EGM, which is set out on pages 7 to 9 of this circular and to provide you with information reasonably necessary to enable you to vote for or against certain of the resolutions to be proposed at the EGM as described below.

At the EGM, ordinary resolutions will be proposed to (i) consider and approve the appointment of Mr. Gao as the shareholder Supervisor; and (ii) consider and approve the confirmation of the remuneration of new Supervisor.

LETTER FROM THE BOARD

(I) PROPOSED APPOINTMENT OF SUPERVISOR

Reference is made to the announcement dated 1 August 2022 published by the Company in relation to, among other things, the resolution regarding the proposed election of supervisor which will be proposed at the EGM for consideration.

Given that Ms. Yang has tendered her resignation from her position as a shareholder Supervisor and the chairwoman of the Board of Supervisors with effect from the conclusion of the EGM, and in view of the fact that the resignation of Ms. Yang will cause non-compliance with the relevant provisions of the Articles of Association and the rules of procedure of the Board of Supervisors regarding the number of shareholder Supervisors, in order to ensure that operation of the Board of Supervisors is in compliance with the Articles of Association and relevant regulations of the Company, Ms. Yang will continue to perform the duties as a shareholder Supervisor and the chairwoman of the Board of Supervisors until a new shareholder Supervisor is appointed at the EGM.

Ms. Yang has confirmed that she has no disagreement with the Board and the Board of Supervisors and there are no other matters concerning her resignation that need to be brought to the attention of the Hong Kong Stock Exchange or the Shareholders. The Board of Supervisors has confirmed that there are no other matters concerning the resignation of Ms. Yang that need to be brought to the attention of the Hong Kong Stock Exchange or the Shareholders.

The Board of Supervisors accepted the nomination by the Shareholders, namely Zhuhai Huafa Industrial and Hong Kong Huafa, and proposed to elect Mr. Gao as a shareholder Supervisor. Mr. Gao has confirmed that he has accepted his nomination.

The biographical details of Mr. Gao as the candidate for Supervisor are set out below:

Mr. Gao, aged 49, has joined Huafa Trade since 2014 and has served in various positions in Huafa Trade, including the responsible person of the risk control audit department from July 2014 to April 2016, the deputy manager of the supervision and audit department from April 2016 to April 2017 and the general manager of the audit department since April 2017. Mr. Gao obtained a bachelor degree in economics with specialty in international trade from Sun Yat-sen University (中山大學) in June 1995.

Mr. Gao will perform the relevant duties as a shareholder Supervisor with effect from the date of approval by the Shareholders at the EGM. Mr. Gao's term of office will end at the expiry of the term of office of the fourth session of the Board of Supervisors.

If Mr. Gao is appointed as a shareholder Supervisor at the EGM, he will enter into a service agreement with the Company. As a shareholder Supervisor, Mr. Gao is not entitled to receive remuneration or allowance from the Company.

As at the Latest Practicable Date, save as disclosed above, Mr. Gao has confirmed that he currently or in the past three years has not held any positions as directors or

LETTER FROM THE BOARD

supervisors in any public companies, the securities of which are listed on any securities markets in Hong Kong or overseas, or has any major appointment or qualification, or held any positions in the Company or any other members of the Group, and does not have any relationship with any other Directors, Supervisors, senior management, substantial or controlling Shareholders of the Company. As at the Latest Practicable Date, Mr. Gao has confirmed that he does not have any interests in the share capital of the Company within the meaning of Part XV of the SFO.

In addition, there is no any other information relating to Mr. Gao that needs to be disclosed pursuant to the provisions under Rule 13.51(2)(h) to (v) of the Listing Rules, and there are no other matters concerning the proposed appointment of Supervisor that need to be brought to the attention of the Hong Kong Stock Exchange and the Shareholders.

(II) CONFIRMATION OF THE REMUNERATION OF NEW SUPERVISOR

In accordance with the provisions of the Articles of Association, the Board of Supervisors has the power to make proposal to the Company, pursuant to which the Board of Supervisors has proposed to the Company for the confirmation of the remuneration of new Supervisor at the EGM.

In accordance with the relevant internal requirements of the Shareholders, the Supervisors nominated by the Shareholders do not receive remuneration or allowance from the Company, and therefore, the candidate for Supervisor, Mr. Gao, will not receive remuneration or allowance from the Company. The Board of Supervisors intends to propose to the EGM to confirm the remuneration of the abovementioned Supervisor.

EXTRAORDINARY GENERAL MEETING

A notice of the EGM to be held at 46th Floor, South Tower, Lize SOHO, Building 1, No. 20, Lize Road, Lize Financial Business District, Fengtai District, Beijing, the PRC on Monday, 22 August 2022, at 11 a.m. is set out on pages 7 to 9 of this circular.

In order to determine the Shareholders who are entitled to attend the EGM, the Company's register of holders of H Shares will be closed from Wednesday, 17 August 2022 to Monday, 22 August 2022 (both days inclusive) during which period no transfer of H Shares will be effected. Holders of H Shares whose names appear on the Company's register of members on Monday, 22 August 2022 are entitled to attend the EGM. In order to determine the entitlement to attend the EGM, all transfer forms and share certificates must be lodged with the Company's H Share registrar, 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 Tuesday, 16 August 2022.

A form of proxy for use at the EGM is enclosed herewith and also published on both the websites of the Hong Kong Stock Exchange (<http://www.hkexnews.hk>) and the Company (<http://www.dixintong.com>). If you intend to appoint a proxy to attend the EGM, you are requested to complete, sign and return the enclosed form of proxy in accordance with the instructions printed thereon not less than 24 hours before the time fixed for holding the EGM (i.e. before 11 a.m. on Sunday, 21 August 2022) or any

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adjournment thereof (as the case may be). Completion, signing and return of the form of proxy will not preclude you from attending and voting in person at the EGM. The proxy form is intended to be used for the resolutions specified in the notice of the EGM.

LISTING RULES REQUIREMENT

According to Rule 13.39(4) of the Listing Rules, apart from certain exceptions, any vote of Shareholders at a general meeting must be taken by poll. All resolutions at the EGM will be taken by way of poll. An announcement on the poll vote results will be published on the websites of the Hong Kong Stock Exchange (<http://www.hkexnews.hk>) and the Company (<http://www.dixintong.com>) respectively by the Company after the EGM in the manner prescribed under the Listing Rules.

RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

RECOMMENDATION

The Board believes that the proposals mentioned above are in the interests of the Company and the Shareholders as a whole. Accordingly, the Board recommends that all Shareholders vote in favour of the relevant resolutions to be proposed at the EGM as set out in the notice of the EGM.

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



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)

**NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING IN
2022**

NOTICE IS HEREBY GIVEN that the first extraordinary general meeting in 2022 (the “EGM”) of Beijing Digital Telecom Co., Ltd. (the “**Company**”) will be held at 46th Floor, South Tower, Lize SOHO, Building 1, No. 20, Lize Road, Lize Financial Business District, Fengtai District, Beijing, the People’s Republic of China (the “**PRC**”), on Monday, 22 August 2022, at 11 a.m. to consider and, if thought fit, to pass the following resolutions:

ORDINARY RESOLUTIONS

1. To consider and approve the appointment of Mr. Gao Zhiqiang as the shareholder supervisor of the Company; and
2. To consider and approve the confirmation of the remuneration of new supervisor of the Company.

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

Beijing, the PRC
2 August 2022

NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING IN 2022

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 Monday, 22 August 2022 are entitled to attend and vote at the EGM. The register of members of the Company will be closed from Wednesday, 17 August 2022 to Monday, 22 August 2022 (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 EGM, 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 Tuesday, 16 August 2022.
2. Any shareholder of the Company entitled to attend and vote at the EGM is entitled to appoint one or more proxies to attend and vote at the meeting on his/her behalf. A proxy needs not be a shareholder of the Company.
3. A proxy shall be appointed by an instrument in writing (including the proxy form). Such instrument shall be signed by the appointer or his/her 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 EGM (i.e. before 11 a.m. on Sunday, 21 August 2022) 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. Shareholders or their proxies are required to produce their identification documents when attending the EGM.
5. Miscellaneous
 - i. It is expected that the EGM 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 Company's registered office:

No. 101, 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: Mr. Huang Mingqiang

NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING IN 2022

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 documents)

17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for deposit of proxy form)

Tel: (852) 2862 8555

Fax: (852) 2865 0990

As at the date of this notice, the executive directors of the Company are Ms. XU Jili, Ms. XU Liping and Mr. LIU Donghai; the non-executive directors of the Company are Mr. XIE Hui, Mr. JIA Zhaojie and Ms. PAN Anran; and the independent non-executive directors of the Company are Mr. LV Tingjie, Mr. LV Pingbo and Mr. CAI Chun Fai.