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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)

**PROPOSED CHANGE OF SUPERVISOR,
RESIGNATION OF CHAIRWOMAN OF THE BOARD OF SUPERVISORS,
APPOINTMENT OF JOINT COMPANY SECRETARY AND BOARD SECRETARY
AND
WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF
THE LISTING RULES**

The board (the “**Board**”) of directors (the “**Directors**”) of Beijing Digital Telecom Co., Ltd. (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that:

1. Ms. Yang Hui (“**Ms. Yang**”) has tendered her resignation from her position as a shareholder supervisor of the Company (the “**Supervisor**”) and the chairwoman of the board of Supervisors (the “**Board of Supervisors**”) with effect from the conclusion of the upcoming first extraordinary general meeting of the Company in 2022 (the “**EGM**”);
2. the Board of Supervisors resolved to nominate and propose to elect Mr. Gao Zhiqiang (“**Mr. Gao**”) as a shareholder Supervisor at the EGM;
3. Mr. Huang Mingqiang (“**Mr. Huang**”) has been appointed as a joint company secretary and board secretary of the Company with effect from 1 August 2022; and
4. Ms. Ng Sau Mei (“**Ms. Ng**”), the existing company secretary of the Company, will continue to act as the other joint company secretary of the Company.

RESIGNATION OF SUPERVISOR

The Board of Supervisors announces that Ms. Yang has resigned as a shareholder Supervisor and the chairwoman of the Board of Supervisors with effect from the conclusion of the EGM. In view of the fact that the resignation of Ms. Yang will cause non-compliance with the relevant provisions of the articles of association of the Company 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 Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) or the shareholders of the Company (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 Stock Exchange or the Shareholders.

The Board and the Board of Supervisors would like to take this opportunity to express their gratitude to Ms. Yang for her contribution to the Company during her term of office.

PROPOSED ELECTION OF SUPERVISOR

The Board of Supervisors resolved to nominate and propose to elect Mr. Gao as a shareholder Supervisor at the EGM. Mr. Gao has confirmed that he has accepted his nomination.

The biographical details of Mr. Gao are set out as follows:

Mr. Gao, aged 49, has joined Zhuhai Huafa Commercial & Trading Holdings Co., Ltd.* (珠海華發商貿控股有限公司) (“**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.

Save as disclosed above, as at the date of this announcement, Mr. Gao has confirmed that he currently or in the past three years has not held any positions as directors or 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 date of this announcement, 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 Securities and Futures Ordinance.

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 Rules Governing the Listing of Securities on the Stock Exchange (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 Stock Exchange and the Shareholders.

APPOINTMENT OF JOINT COMPANY SECRETARY AND BOARD SECRETARY

The Board announces that Mr. Huang has been appointed as a joint company secretary and board secretary of the Company, with effect from 1 August 2022, and Ms. Ng, the existing company secretary of the Company, will continue to act as the other joint company secretary of the Company.

The respective biographical details of Mr. Huang and Ms. Ng are set out as follows:

Mr. Huang joined the Company in March 2022 as the general manager of the securities affairs department. Mr. Huang has extensive managerial experience in listed companies and conglomerates. Mr. Huang joined Zhuhai Huafa Group Company Limited* (珠海華發集團有限公司) (“**Zhuhai Huafa**”), a controlling shareholder of the Company, in April 2016 and is currently the vice general manager of the overseas capital operations department of the Capital Management Center of Zhuhai Huafa. Mr. Huang also holds various positions in the subsidiaries and associates of Zhuhai Huafa. Mr. Huang has been the senior manager of capital market department of Zhuhai Huafa Investment Holdings Group Co. Ltd. (珠海華發投資控股集團有限公司) since April 2016. Mr. Huang holds various company secretarial and managerial positions in Huafa Property Services Group Company Limited (華發物業服務集團有限公司) (stock code: 982) (“**Huafa Property Services**”), a company listed on the Main Board of the Stock Exchange, and its subsidiaries including (i) the general manager of the capital operations department of Huafa Property Services, (ii) the company secretary and general manager of legal and compliance department of Huajin International Bay Area High-end Services Holdings Company Limited (華金國際大灣區高端服務控股有限公司), a wholly-owned subsidiary of Huafa Property Services which was incorporated in Hong Kong, and (iii) the vice president and general manager of investment and merger and acquisition department of Huafa Property Services Company Limited* (華發物業服務有限公司, formerly known as 珠海華發物業管理服務有限公司), a wholly-owned subsidiary of Huafa Property Services which was established in the People’s Republic of China (“**PRC**”, which solely for the purpose of this announcement, includes solely the Mainland China).

Prior to joining Zhuhai Huafa in April 2016, Mr. Huang has had seven years of experience in the financial and investment industry, including his roles as (i) investment manager of China Water Affairs Group Limited* (中國水務集團有限公司) (stock code: 855), a company listed on the Main Board of the Stock Exchange, from April 2009 to May 2011; and (ii) senior research analyst of China South Mountain Development (Group) Company Limited (中國南山開發(集團)股份有限公司), a PRC state-owned enterprise, from May 2011 to April 2016. Mr. Huang obtained a bachelor degree in statistics from Jiangxi University of Finance and Economics in July 2006 and a post-graduate master degree in finance from the same university in January 2009.

Ms. Ng is a director of the Listing Services Department of TMF Hong Kong Limited (a global corporate service provider) and is responsible for provision of corporate secretarial and compliance services to listed company clients. She has over 20 years of experience in the company secretarial field and has extensive knowledge and experience in dealing with corporate governance, regulatory and compliance affairs of listed companies. Ms. Ng obtained a Master's Degree in Laws from University of London in December 2017 and a Bachelor's Degree in Laws from City University of Hong Kong in November 2001, and is a Chartered Secretary, a Chartered Governance Professional and a fellow member of both The Hong Kong Chartered Governance Institute (formerly known as The Hong Kong Institute of Chartered Secretaries) and The Chartered Governance Institute (formerly known as The Institute of Chartered Secretaries and Administrators) in the United Kingdom. Ms. Ng is currently the company secretary/joint company secretaries of certain listed companies listed on the Stock Exchange.

WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES

Pursuant to Rules 3.28 and 8.17 of the Listing Rules, the Company must appoint a company secretary who, by virtue of his/her academic or professional qualifications or relevant experience, is, in the opinion of the Stock Exchange, capable of discharging the functions of company secretary. Mr. Huang does not possess the relevant qualification of a company secretary as required under Rule 3.28 of the Listing Rules.

However, given that Mr. Huang is the general manager of the securities affairs department of the Company and currently holds an important managerial position in Zhuhai Huafa, which is a PRC state-owned enterprise and a controlling shareholder of the Company interested in approximately 90.76% of the issued shares of the Company, has extensive experience in corporate, legal, capital operation, company secretary, regulatory compliance and administrative matters, and is familiar with the day-to-day operations and management of the Group by working closely with the Board and other senior management members of the Group since joining the Group, the Board is therefore of the view that appointing Mr. Huang as one of the joint company secretaries of the Company could facilitate better communication with the Board and the management of the Group and discharge the functions of company secretary more effectively.

The Company has made an application to the Stock Exchange for and the Stock Exchange has granted a waiver from strict compliance with the requirements under Rules 3.28 and 8.17 of the Listing Rules. The waiver is valid for a period of three years from the date of appointment of Mr. Huang as a joint company secretary of the Company (the "**Waiver Period**"), on the conditions that:

- (i) Mr. Huang must be assisted by Ms. Ng during the Waiver Period; and
- (ii) the waiver could be revoked if there are material breaches of the Listing Rules by the Company.

The Company should announce the reasons, details and conditions of the waiver, and Mr. Huang's and Ms. Ng's qualification and experience. Before the end of the Waiver Period, the Company must demonstrate and seek the Stock Exchange's confirmation that Mr. Huang, having had the benefit of Ms. Ng's assistance during the Waiver Period, has attained the relevant experience and is capable of discharging the functions of company secretary under Rule 3.28 of the Listing Rules such that a further waiver will not be necessary. The Stock Exchange may change or withdraw the waiver if the Company's situation changes. The Board would like to express a warm welcome to Mr. Huang for his new position in the Company.

CONTINUED SUSPENSION OF TRADING

At the request of the Company, trading in the H Shares of the Company has been suspended with effect from 9:00 a.m. on 4 June 2021 and will remain suspended until further notice. Further announcement(s) will be made by the Company regarding the restoration of the public float as and when appropriate pursuant to the Listing Rules.

Shareholders and potential investors of the Company should exercise caution when dealing in the shares of the Company.

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

Beijing, the PRC
1 August 2022

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

* *For identification purpose only*