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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)

**DISCLOSEABLE TRANSACTIONS
SUBSCRIPTION OF STRUCTURED DEPOSIT PRODUCTS**

BOCOM STRUCTURED DEPOSIT AGREEMENT

The Board announces that in January 2023, Zhuhai Dixintong has entered into the BOCOM Structured Deposit Agreement with Bank of Communications, pursuant to which Zhuhai Dixintong agreed to subscribe for the structured deposit of RMB200 million.

CIB STRUCTURED DEPOSIT AGREEMENTS

The Board announces that in April 2023, May 2023 and July 2023, Zhuhai Dixintong has entered into the CIB Structured Deposit Agreement No. 1, CIB Structured Deposit Agreement No. 2, CIB Structured Deposit Agreement No. 3 and CIB Structured Deposit Agreement No. 4 with Industrial Bank, pursuant to which Zhuhai Dixintong agreed to subscribe for the structured deposits of RMB130 million, RMB70 million, RMB70 million and RMB84.5 million, respectively.

CBHB STRUCTURED DEPOSIT AGREEMENTS

The Board announces that in January 2023 and May 2023, Zhuhai Dixintong has entered into the CBHB Structured Deposit Agreement No. 1 and the CBHB Structured Deposit Agreement No. 3 with CBHB, pursuant to which Zhuhai Dixintong agreed to subscribe for the structured deposits of RMB50 million and RMB100 million, respectively. In February 2023, Beijing D-phone has entered into the CBHB Structured Deposit Agreement No. 2 with CBHB, pursuant to which Beijing D-phone agreed to subscribe for the structured deposit of RMB100 million. In August 2023, the Company has entered into the CBHB Structured Deposit Agreement No. 4 with CBHB, pursuant to which the Company agreed to subscribe for the structured deposit of RMB100 million.

REDEEMED CBHB STRUCTURED DEPOSIT AGREEMENT

The Board announces that in April 2022, Beijing Dixintong Electronic has entered into the Redeemed CBHB Structured Deposit Agreement with CBHB, pursuant to which Beijing Dixintong Electronic agreed to subscribe for the structured deposit of RMB80 million.

CURRENT STATUS

As at the date of this announcement, the structured deposit under the Redeemed CBHB Structured Deposit Agreement has been redeemed in full in accordance with its respective terms, and the structured deposits under each of the Structured Deposit Agreements (excluding the Redeemed CBHB Structured Deposit Agreement) remain outstanding. The Directors confirm that the Group did not suffer any loss in connection with any of the Structured Deposit Products, and the Structured Deposit Products did not cause any adverse impact on the Group.

LISTING RULES IMPLICATIONS

As the highest of the applicable percentage ratios (as defined in the Listing Rules) in respect of each of (i) the subscription for the structured deposit under the BOCOM Structured Deposit Agreement; (ii) the subscriptions for the structured deposits under the CIB Structured Deposit Agreements (on an aggregated basis); and (iii) the subscriptions for the structured deposits under the CBHB Structured Deposit Agreements (on an aggregated basis) exceeds 5% but all of the applicable percentage ratios are less than 25%, respectively, the subscriptions for the aforesaid structured deposits should have constituted discloseable transactions of the Company under Chapter 14 of the Listing Rules and should be subject to the notification and announcement requirements under the Listing Rules but exempt from circular and Shareholders' approval requirements.

In addition, as at the date of entering into the CBHB Structured Deposit Agreement No. 1 by Zhuhai Dixintong with CBHB on 17 January 2023, since the highest of the applicable percentage ratios (as defined in the Listing Rules) in respect of a total of RMB130 million of the subscription for the structured deposits under the CBHB Structured Deposit Agreement No. 1 and the outstanding structured deposits under the Redeemed CBHB Structured Deposit Agreement on an aggregated basis exceeds 5% but all of the applicable percentage ratios are less than 25%, the subscriptions for the aforesaid structured deposits should have constituted discloseable transactions of the Company under Chapter 14 of the Listing Rules and should be subject to the notification and announcement requirements under the Listing Rules but exempt from circular and Shareholders' approval requirements.

At all relevant times up to the date of this announcement, none of the applicable percentage ratios pursuant to Rule 14.07 of the Listing Rules in respect of the subscriptions for the Structured Deposit Products have exceeded 25%.

Due to the misunderstanding of the reporting requirements applicable to the subscriptions for the Structured Deposit Products pursuant to Chapter 14 of the Listing Rules, the Company has failed to make the relevant announcement(s) in relation to the subscriptions of the Structured Deposit Products in a timely manner, which constitutes a non-compliance with Rule 14.34 of the Listing Rules. The Company would like to stress that the non-compliance with the Listing Rules was inadvertent and unintentional, and the Company has no intention to withhold any information relating to the subscriptions for the Structured Deposit Products from the disclosure to the public. To ensure ongoing and timely compliance with the disclosure requirements under Chapter 14 of the Listing Rules, the Company will implement certain remedial measures to strengthen the reporting system and internal control procedures of the Group.

BOCOM STRUCTURED DEPOSIT AGREEMENT

The Board announces that in January 2023, Zhuhai Dixintong has entered into the BOCOM Structured Deposit Agreement with Bank of Communications, pursuant to which Zhuhai Dixintong agreed to subscribe for the structured deposit of RMB200 million.

The principal terms of the BOCOM Structured Deposit Agreement are summarised as follows:

Date:	6 January 2023
Parties:	(1) Zhuhai Dixintong, as the subscriber; and (2) Bank of Communications (Zhuhai Yuehai Road Sub-branch), as the bank
Name of product:	Bank of Communications Yuntong Wealth Term Structured Deposit 361 Days (linked to a bullish exchange rate)* (交通銀行蘊通財富定期型結構性存款361天(掛鈎匯率看漲))
Type of return:	Principal-guaranteed with floating return
Principal amount:	RMB200 million
Term:	361 days (From 9 January 2023 to 5 January 2024)
Subject linked to the product:	The central parity rate of the USD/JPY based on the “BFIX” page of the website of Bloomberg.

Range of annualized floating rate of return:

The range of the annualized floating rate of return will be between 1.75% and 2.80%.

The initial price is the central parity rate of the USD/JPY published on the “BFIX” page of the website of Bloomberg at 9:00 a.m. (Tokyo time) on 9 January 2023.

The observation price is the central parity rate of the USD/JPY to be published on the “BFIX” page of the website of Bloomberg at 3:00 p.m. (Tokyo time) on 28 December 2023.

The actual annualized floating rate of return will be 2.80% per annum if the observation price is higher than “the initial price minus 27.67”.

The actual annualized floating rate of return will be 1.75% per annum if the observation price is equal to or lower than “the initial price minus 27.67”.

Principle for calculating the return:

Principal × actual annualized floating rate of return × actual term (i.e. the actual number of days from 9 January 2023 to 5 January 2024 (excluding 5 January 2024))/365

CIB STRUCTURED DEPOSIT AGREEMENTS

The Board announces that in April 2023, May 2023 and July 2023, Zhuhai Dixintong has entered into the CIB Structured Deposit Agreement No. 1, CIB Structured Deposit Agreement No. 2, CIB Structured Deposit Agreement No. 3 and CIB Structured Deposit Agreement No. 4 with Industrial Bank, pursuant to which Zhuhai Dixintong agreed to subscribe for the structured deposits of RMB130 million, RMB70 million, RMB70 million and RMB84.5 million, respectively.

The principal terms of the CIB Structured Deposit Agreements are summarised as follows:

CIB Structured Deposit Agreement No. 1

Date:	24 April 2023
Parties:	(1) Zhuhai Dixintong, as the subscriber; and (2) Industrial Bank (Zhuhai Branch), as the bank
Name of product:	Industrial Bank Corporate Finance RMB Structured Deposit Products* (興業銀行企業金融人民幣結構性存款產品)
Type of return:	Principal-guaranteed with floating return
Principal amount:	RMB130 million
Term:	184 days (From 25 April 2023 to 26 October 2023)
Subject linked to the product:	The morning Shanghai Gold Benchmark Price as announced by the Shanghai Gold Exchange.
Business days of the product of observation:	The trading days of the Shanghai Gold Exchange.
Date of observation:	23 October 2023, adjusted to the previous business day of the product of observation if that day is not a business day of the product of observation.
Price at the date of observation:	The price of the product of observation at the date of observation.
Reference price:	The morning Shanghai Gold Benchmark Price of the Shanghai Gold Exchange on the next business day of the product of observation after the value date.
Return on the product:	Return on the product = principal amount × (fixed return rate + floating return rate) × number of deposit days/365 In particular, the fixed return rate is 1.80% per annum.

Basis for determination of the floating return rate: (1) If the price at the date of observation is higher than or equal to “reference price × 83.5%”, the floating return rate is 1.07% per annum; and
(2) If the price at the date of observation is lower than “reference price × 83.5%”, the floating return rate is nil.

Payment of the principal and return: Interest shall be repaid together with the principal.

CIB Structured Deposit Agreement No. 2

Date: 27 April 2023

Parties: (1) Zhuhai Dixintong, as the subscriber; and
(2) Industrial Bank (Zhuhai Branch), as the bank

Name of product: Industrial Bank Corporate Finance RMB Structured Deposit Products* (興業銀行企業金融人民幣結構性存款產品)

Type of return: Principal-guaranteed with floating return

Principal amount: RMB70 million

Term: 189 days (From 28 April 2023 to 3 November 2023)

Subject linked to the product: The morning Shanghai Gold Benchmark Price as announced by the Shanghai Gold Exchange.

Business days of the product of observation: The trading days of the Shanghai Gold Exchange.

Date of observation: 31 October 2023, adjusted to the previous business day of the product of observation if that day is not a business day of the product of observation.

Price at the date of observation: The price of the product of observation at the date of observation.

Reference price: The morning Shanghai Gold Benchmark Price of the Shanghai Gold Exchange on the next business day of the product of observation after the value date.

Return on the product: Return on the product = principal amount × (fixed return rate + floating return rate) × number of deposit days/365

In particular, the fixed return rate is 1.80% per annum.

Basis for determination of the floating return rate:

- (1) If the price at the date of observation is higher than or equal to “reference price × 83.5%”, the floating return rate is 1.07% per annum; and
- (2) If the price at the date of observation is lower than “reference price × 83.5%”, the floating return rate is nil.

Payment of the principal and return: Interest shall be repaid together with the principal.

CIB Structured Deposit Agreement No. 3

Date: 15 May 2023

Parties:

- (1) Zhuhai Dixintong, as the subscriber; and
- (2) Industrial Bank (Zhuhai Branch), as the bank

Name of product: Industrial Bank Corporate Finance RMB Structured Deposit Products* (興業銀行企業金融人民幣結構性存款產品)

Type of return: Principal-guaranteed with floating return

Principal amount: RMB70 million

Term: 185 days (From 16 May 2023 to 17 November 2023)

Subject linked to the product: The morning Shanghai Gold Benchmark Price as announced by the Shanghai Gold Exchange.

Business days of the product of observation: The trading days of the Shanghai Gold Exchange.

Date of observation: 14 November 2023, adjusted to the previous business day of the product of observation if that day is not a business day of the product of observation.

Price at the date of observation:	The price of the product of observation at the date of observation.
Reference price:	The morning Shanghai Gold Benchmark Price of the Shanghai Gold Exchange on the next business day of the product of observation after the value date.
Return on the product:	Return on the product = principal amount × (fixed return rate + floating return rate) × number of deposit days/365 In particular, the fixed return rate is 1.80% per annum.
Basis for determination of the floating return rate:	(1) If the price at the date of observation is higher than or equal to “reference price × 83.5%”, the floating return rate is 1.07% per annum; and (2) If the price at the date of observation is lower than “reference price × 83.5%”, the floating return rate is nil.
Payment of the principal and return:	Interest shall be repaid together with the principal.
CIB Structured Deposit Agreement No. 4	
Date:	13 July 2023
Parties:	(1) Zhuhai Dixintong, as the subscriber; and (2) Industrial Bank (Zhuhai Branch), as the bank
Name of product:	Industrial Bank Corporate Finance RMB Structured Deposit Products* (興業銀行企業金融人民幣結構性存款產品)
Type of return:	Principal-guaranteed with floating return
Principal amount:	RMB84.5 million
Term:	187 days (From 14 July 2023 to 17 January 2024)
Subject linked to the product:	The morning Shanghai Gold Benchmark Price as announced by the Shanghai Gold Exchange.
Business days of the product of observation:	The trading days of the Shanghai Gold Exchange.

Date of observation:	12 January 2024, adjusted to the previous business day of the product of observation if that day is not a business day of the product of observation.
Price at the date of observation:	The price of the product of observation at the date of observation.
Reference price:	The morning Shanghai Gold Benchmark Price of the Shanghai Gold Exchange on the next business day of the product of observation after the value date.
Return on the product:	Return on the product = principal amount × (fixed return rate + floating return rate) × number of deposit days/365 In particular, the fixed return rate is 1.80% per annum.
Basis for determination of the floating return rate:	(1) If the price at the date of observation is higher than or equal to “reference price × 100.5%”, the floating return rate is 0.70% per annum; and (2) If the price at the date of observation is lower than “reference price × 100.5%”, the floating return rate is nil.
Payment of the principal and return:	Interest shall be repaid together with the principal.

CBHB STRUCTURED DEPOSIT AGREEMENTS

The Board announces that in January 2023 and May 2023, Zhuhai Dixintong has entered into the CBHB Structured Deposit Agreement No. 1 and the CBHB Structured Deposit Agreement No. 3 with CBHB, pursuant to which Zhuhai Dixintong agreed to subscribe for the structured deposits of RMB50 million and RMB100 million, respectively.

In February 2023, Beijing D-phone has entered into the CBHB Structured Deposit Agreement No. 2 with CBHB, pursuant to which Beijing D-phone agreed to subscribe for the structured deposit of RMB100 million.

In August 2023, the Company has entered into the CBHB Structured Deposit Agreement No. 4 with CBHB, pursuant to which the Company agreed to subscribe for the structured deposit of RMB100 million.

The principal terms of the CBHB Structured Deposit Agreements are summarised as follows:

CBHB Structured Deposit Agreement No. 1

Date:	17 January 2023
Parties:	(1) Zhuhai Dixintong, as the subscriber; and (2) CBHB (Guangzhou Branch), as the bank
Name of the product:	CBHB WBS230123 Structured Deposit* (渤海銀行WBS230123結構性存款)
Type of return:	Principal-guaranteed with floating return
Principal amount:	RMB50 million
Term:	From 19 January 2023 to 18 January 2024
Expected annualized floating rate of return:	<p>The initial price is the net valuation price of the 2021 phase I “Bond Connect” green financial bond issued by China Development Bank (國家開發銀行2021年第壹期「債券通」綠色金融債券) published on www.chinabond.com.cn around 6:00 p.m. (Beijing time) on the last business day before 19 January 2023.</p> <p>The observation price is the net valuation price of the 2021 phase I “Bond Connect” green financial bond issued by China Development Bank (國家開發銀行2021年第壹期「債券通」綠色金融債券) to be published on www.chinabond.com.cn around 6:00 p.m. (Beijing time) on 16 January 2024.</p> <p>The yield to maturity will be the guaranteed rate of return, being 1.90% per annum if the observation price is less than 95% of the initial price.</p> <p>The yield to maturity will be 3.25% per annum if the observation price is equal to or higher than 95% but less than 104% of the initial price.</p> <p>The yield to maturity will be 3.30% per annum if the observation price is equal to or higher than 104% of the initial price.</p>

Principle for calculation of return and interest: Expected return = principal × expected annualized rate of return × term of the product/365

Payment of principal and return: The principal and the return of the product will be paid within two business days after the maturity date of the product.

Extension rights: In the event that financial instruments underlying the product fail to pay the principal and return in a timely manner, the term of the product will be extended.

CBHB Structured Deposit Agreement No. 2

Date: 15 February 2023

Parties: (1) Beijing D-phone, as the subscriber; and
(2) CBHB (Beijing Branch), as the bank

Name of the product: CBHB WBS230259 Structured Deposit* (渤海銀行WBS230259 結構性存款)

Type of return: Principal-guaranteed with floating return

Principal amount: RMB100 million

Term: 364 days (From 17 February 2023 to 16 February 2024)

Expected annualized rate of return: Expected rate of return = fixed return rate of 1.90% + 1.35% × N/M. 1.90% and 1.35% are both annualized rate of return.

N is the actual number of days when the linked target is in the scope of the target range during the observation period, and M is the actual number of days of the observation period. The annualized fixed rate of return available to Beijing D-phone is 1.90%, and the expected maximum annualized rate of return is 3.25%.

The linked target is the central parity rate of EUR/USD published and to be published on the “BFIX” page of the website of Bloomberg at 3:00 p.m. (Tokyo time) each day during the observation period. If there is no relevant data published on the “BFIX” page of the website of Bloomberg on a certain day, the linked target for that day will be the latest available central parity rate of EUR/USD published on the “BFIX” page of the website of Bloomberg at 3:00 p.m. (Tokyo time) before that day.

The observation period is from 17 February 2023 to 7 February 2024 (both days inclusive).

The target range is from the initial price of the linked target minus 0.195 to the initial price of the linked target plus 0.195 (boundaries of target inclusive).

The initial price of the linked target is the central parity rate of EUR/USD published on the “BFIX” page of the website of Bloomberg at 3:00 p.m. (Tokyo time) on the establishment date of the product (i.e. 17 February 2023).

Principle for calculation of return and interest: Expected return = principal × expected annualized rate of return × term of the product/365

Payment of principal and return: The principal and the return of the product will be paid within two business days after the maturity date of the product.

Extension rights: In the event that financial instruments underlying the product fail to pay the principal and return in a timely manner, the payment for the principal and the return of the product will be deferred accordingly.

CBHB Structured Deposit Agreement No. 3

Date: 5 May 2023

Parties: (1) Zhuhai Dixintong, as the subscriber; and
(2) CBHB (Guangzhou Branch), as the bank

Name of the product: CBHB WBS230615 Structured Deposit* (渤海銀行WBS230615 結構性存款)

Type of return: Principal-guaranteed with floating return

Principal amount: RMB100 million

Term: 183 days (From 8 May 2023 to 7 November 2023)

Expected annualized rate of return: Expected rate of return = fixed return rate of 1.66% + 1.44% × N/M. 1.66% and 1.44% are both annualized rate of return.

N is the actual number of days when the linked target is in the scope of the target range during the observation period, and M is the actual number of days of the observation period. The annualized fixed rate of return available to Zhuhai Dixintong is 1.66%, and the expected maximum annualized rate of return is 3.10%.

The linked target is the central parity rate of EUR/USD published and to be published on the “BFIX” page of the website of Bloomberg at 3:00 p.m. (Tokyo time) each day during the observation period. If there is no relevant data published on the “BFIX” page of the website of Bloomberg on a certain day, the linked target for that day will be the latest available central parity rate of EUR/USD published on the “BFIX” page of the website of Bloomberg at 3:00 p.m. (Tokyo time) before that day.

The observation period is from 8 May 2023 to 3 November 2023 (both days inclusive).

The target range is from the initial price of the linked target minus 0.13 to the initial price of the linked target plus 0.13 (boundaries of target inclusive).

The initial price of the linked target is the central parity rate of EUR/USD published on the “BFIX” page of the website of Bloomberg at 3:00 p.m. (Tokyo time) on the establishment date of the product (i.e. 8 May 2023).

Principle for calculation of return and interest: Expected return = principal × expected annualized rate of return × term of the product/365

Payment of principal and return: The principal and the return of the product will be paid within two business days after the maturity date of the product.

Extension rights: In the event that financial instruments underlying the product fail to pay the principal and return in a timely manner, the payment for the principal and the return of the product will be deferred accordingly.

CBHB Structured Deposit Agreement No. 4

Date: 17 August 2023

Parties: (1) The Company, as the subscriber; and
(2) CBHB (Beijing Branch), as the bank

Name of the product: CBHB WBS231752 Structured Deposit* (渤海銀行WBS231752 結構性存款)

Type of return: Principal-guaranteed with floating return

Principal amount: RMB100 million

Term: 183 days (From 17 August 2023 to 16 February 2024)

Expected annualized rate of return:	Expected rate of return = fixed return rate of 1.66% + 0.54% × N/M. 1.66% and 0.54% are both annualized rate of return.
	N is the actual number of days when the linked target is in the scope of the target range during the observation period, and M is the actual number of days of the observation period. The annualized fixed rate of return available to the Company is 1.66%, and the expected maximum annualized rate of return is 2.20%.
	The linked target is the central parity rate of EUR/USD published and to be published on the “BFIX” page of the website of Bloomberg at 3:00 p.m. (Tokyo time) each day during the observation period. If there is no relevant data published on the “BFIX” page of the website of Bloomberg on a certain day, the linked target for that day will be the latest available central parity rate of EUR/USD published on the “BFIX” page of the website of Bloomberg at 3:00 p.m. (Tokyo time) before that day.
	The observation period is from 17 August 2023 to 7 February 2024 (both days inclusive).
	The target range is from the initial price of the linked target minus 0.11 to the initial price of the linked target plus 0.11 (boundaries of target inclusive).
	The initial price of the linked target is the central parity rate of EUR/USD published on the “BFIX” page of the website of Bloomberg at 3:00 p.m. (Tokyo time) on the establishment date of the product (i.e. 17 August 2023).
Principle for calculation of return and interest:	Expected return = principal × expected annualized rate of return × term of the product/365
Payment of principal and return:	The principal and the return of the product will be paid within two business days after the maturity date of the product.
Extension rights:	In the event that financial instruments underlying the product fail to pay the principal and return in a timely manner, the payment for the principal and the return of the product will be deferred accordingly.

REDEEMED CBHB STRUCTURED DEPOSIT AGREEMENT

The Board announces that in April 2022, Beijing Dixintong Electronic has entered into the Redeemed CBHB Structured Deposit Agreement with CBHB, pursuant to which Beijing Dixintong Electronic agreed to subscribe for the structured deposit of RMB80 million.

The principal terms of the Redeemed CBHB Structured Deposit Agreement are summarised as follows:

Date:	25 April 2022
Parties:	(1) Beijing Dixintong Electronic, as the subscriber; and (2) CBHB (Beijing Branch), as the bank
Name of the product:	CBHB WBS220281 Structured Deposit* (渤海銀行WBS220281結構性存款)
Type of return:	Principal-guaranteed with floating return
Principal amount:	RMB80 million
Term:	364 days (From 27 April 2022 to 26 April 2023)
Expected annualized rate of return:	Expected rate of return = fixed return rate of 1.80% + 1.70% × N/M. 1.80% and 1.70% are both annualized rate of return.

N is the actual number of days when the linked target was in the scope of the target range during the observation period, and M is the actual number of days of the observation period. The annualized fixed rate of return available to Beijing Dixintong Electronic was 1.80%, and the expected maximum annualized rate of return was 3.50%.

The linked target is the central parity rate of USD/JPY published on the “BFIX” page of the website of Bloomberg at 3:00 p.m. (Tokyo time) each day during the observation period. If there is no relevant data published on the “BFIX” page of the website of Bloomberg on a certain day, the linked target for that day would be the latest available central parity rate of USD/JPY published on the “BFIX” page of the website of Bloomberg at 3:00 p.m. (Tokyo time) before that day.

The observation period is from 27 April 2022 to 24 April 2023 (both days inclusive).

The target range is from the initial price of the linked target minus 21 to the initial price of the linked target plus 21 (boundaries of target inclusive).

The initial price of the linked target is the central parity rate of USD/JPY to be published on the “BFIX” page of the website of Bloomberg at 3:00 p.m. (Tokyo time) on the establishment date of the product (i.e. 27 April 2022).

Principle for calculation of return and interest: Expected return = principal × expected annualized rate of return × term of the product/365

Payment of principal and return: The principal and the return of the product will be paid within two business days after the maturity date of the product.

Extension rights: In the event that financial instruments underlying the product fail to pay the principal and return in a timely manner, the term of the product will be extended.

The subscriptions of the Structured Deposit Products were funded by the internal resources of the Group.

CURRENT STATUS

As at the date of this announcement, the structured deposit under the Redeemed CBHB Structured Deposit Agreement has been redeemed in full in accordance with its respective terms, and the structured deposits under each of the Structured Deposit Agreements (excluding the Redeemed CBHB Structured Deposit Agreement) remain outstanding. The Directors confirm that the Group did not suffer any loss in connection with any of the Structured Deposit Products, and the Structured Deposit Products did not cause any adverse impact on the Group.

INFORMATION ON THE PARTIES

The Group

The Company is a joint stock limited company incorporated in the PRC on 31 May 2001. The principal business activities of the Group are the sales of mobile telecommunications devices and accessories and the provision of related services.

Zhuhai Dixintong, Beijing D-phone and Beijing Dixintong Electronic are all wholly-owned subsidiaries of the Company, which is principally engaged in the sales of communication equipment, electronic products and automobile and related accessories and the provision of computer system services.

The Banks

Bank of Communications is a large-scale joint stock commercial bank in the PRC. Its principal businesses include banking and related financial businesses, corporate banking business, personal banking and inter-bank and financial market businesses. Its H shares and A shares are listed on the Stock Exchange (stock code: 3328) and on the Shanghai Stock Exchange (stock code: 601328), respectively.

Industrial Bank is a licensed bank established under the laws of the PRC whose A shares are listed on the Shanghai Stock Exchange (stock code: 601166). Its principal businesses include the provision of corporate and personal services, investment banking, asset management, brokerage as well as other financial services.

CBHB is a licensed bank in the PRC and a joint stock company established under the laws of the PRC, which provides corporate banking business, retail banking business, financial market business, financial technology business, assets and liabilities and financial management and other financial services in the PRC. Its H shares are listed on the Stock Exchange (stock code: 9668).

To the best knowledge, information and belief of the Directors, having made all reasonable enquiries, the Banks and their ultimate beneficial owners are third parties independent of the Company and the connected persons of the Company.

REASONS FOR AND BENEFITS OF ENTERING INTO THE STRUCTURED DEPOSIT AGREEMENTS

The Directors are of the view that the Structured Deposit Products were principal-preserved, short-term and low-risk investment products issued by the Banks which would offer the Group with better interest rates than the prevailing fixed-term deposit interest rates offered by banks or the licensed financial institutions in the PRC. In addition, the Directors consider that the subscriptions of the structured deposits would efficiently utilise the cash held by the Group and enhance the overall capital gain of the Group.

Accordingly, the Directors are of the view that the subscriptions for the Structured Deposit Products are on normal commercial terms, fair and reasonable and in the interests of the Group and its Shareholders as a whole.

LISTING RULES IMPLICATIONS

Since the subscriptions for the Structured Deposit Products are accounted for as “financial assets at fair value through profit or loss” in the Company’s consolidated financial statements, therefore they are regarded as “transactions” of the Company under Rule 14.04(1)(a) of the Listing Rules.

Pursuant to Rule 14.22 of the Listing Rules, (1) the subscriptions for the structured deposits under the CIB Structured Deposit Agreements should be aggregated; and (2) the subscriptions for the structured deposits under the CBHB Structured Deposit Agreements should be aggregated, given that the counterparty for their subscriptions is identical, and the structured deposits under the transactions were of similar nature which were completed within a 12-month period.

As the highest of the applicable percentage ratios (as defined in the Listing Rules) in respect of each of (i) the subscription for the structured deposit under the BOCOM Structured Deposit Agreement; (ii) the subscriptions for the structured deposits under the CIB Structured Deposit Agreements (on an aggregated basis); and (iii) the subscriptions for the structured deposits under the CBHB Structured Deposit Agreements (on an aggregated basis) exceeds 5% but all of the applicable percentage ratios are less than 25%, respectively, the subscriptions for the aforesaid structured deposits should have constituted discloseable transactions of the Company under Chapter 14 of the Listing Rules and should be subject to the notification and announcement requirements under the Listing Rules but exempt from circular and Shareholders' approval requirements.

In addition, as at the date of entering into the CBHB Structured Deposit Agreement No. 1 by Zhuhai Dixintong with CBHB on 17 January 2023, since the highest of the applicable percentage ratios (as defined in the Listing Rules) in respect of a total of RMB130 million of the subscription for the structured deposits under the CBHB Structured Deposit Agreement No. 1 and the outstanding structured deposits under the Redeemed CBHB Structured Deposit Agreement on an aggregated basis exceeds 5% but all of the applicable percentage ratios are less than 25%, the subscriptions for the aforesaid structured deposits should have constituted discloseable transactions of the Company under Chapter 14 of the Listing Rules and should be subject to the notification and announcement requirements under the Listing Rules but exempt from circular and Shareholders' approval requirements.

At all relevant times up to the date of this announcement, none of the applicable percentage ratios pursuant to Rule 14.07 of the Listing Rules in respect of the subscriptions for the Structured Deposit Products have exceeded 25%.

REMEDIAL MEASURES

Due to the misunderstanding of the reporting requirements applicable to the subscriptions for the Structured Deposit Products pursuant to Chapter 14 of the Listing Rules, the Company has failed to make the relevant announcement(s) in relation to the subscriptions of the Structured Deposit Products in a timely manner, which constitutes a non-compliance with Rule 14.34 of the Listing Rules. The Company would like to stress that the non-compliance with the Listing Rules was inadvertent and unintentional, and the Company has no intention to withhold any information relating to the subscriptions for the Structured Deposit Products from the disclosure to the public. To ensure ongoing and timely compliance with the disclosure requirements under Chapter 14 of the Listing Rules, the Company will implement the following remedial measures to strengthen the reporting system and internal control procedures of the Group including:

- (1) the Company has reviewed and amended the policies of the internal authorisation of the Group such that, prior to entering into any future transactions in structured deposits or investment products, such products and their relevant documentations shall be reviewed and approved by the senior manager designated by the securities affairs department of the Group. The securities affairs department of the Group shall calculate the percentage ratios (as defined under Rule 14.07 of the Listing Rules) in respect of the proposed transaction(s) (on standalone and aggregated bases), and the results shall be reviewed and confirmed by the senior manager designated by the securities affairs department of the Group. The designated senior manager will be empowered to consult with external advisers, such as legal advisers, in relation to the Listing Rules implications arising from such transactions at the Company's costs. Based on the results of the size tests calculations and with reference to the advice sought, the Company will comply with the applicable requirements under Chapter 14 of the Listing Rules;
- (2) the Company will arrange for ongoing training on regulatory compliance matters relating to the requirements of Chapter 14 of the Listing Rules provided by external legal advisers to the Directors, senior management and the responsible staff on a regular basis to reinforce their understanding of and importance of compliance with the Listing Rules; and
- (3) the Company will work more closely with its external professional advisers, such as legal advisers, on matters relating to compliance with the Listing Rules and other applicable laws and regulations from time to time.

CONTINUED SUSPENSION OF TRADING

At the request of the Company, trading in the H Shares 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.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following terms shall have the meanings set out below:

“Bank of Communications”	Bank of Communications Co., Ltd. (交通銀行股份有限公司), a joint stock limited company established in the PRC with limited liability, whose H shares and A shares are listed on the Stock Exchange (stock code: 3328) and on the Shanghai Stock Exchange (stock code: 601328), respectively
“Banks”	collectively, Bank of Communications, CBHB and Industrial Bank
“Beijing D-phone”	Beijing D-phone Trading Co., Ltd.* (北京迪信商貿有限責任公司), a limited liability company established in the PRC and a wholly-owned subsidiary of the Company
“Beijing Dixintong Electronic”	Beijing Dixintong Electronic Communication Technology Co., Ltd.* (北京迪信通電子通信技術有限公司), a limited liability company established in the PRC and a wholly-owned subsidiary of the Company
“Board”	the board of Directors
“BOCOM Structured Deposit Agreement”	the structured deposit agreement entered into between Zhuhai Dixintong and Bank of Communications, pursuant to which Zhuhai Dixintong agreed to subscribe for the structured deposit with an amount of RMB200 million
“CBHB”	China Bohai Bank Co., Ltd. (渤海銀行股份有限公司), a joint stock company established on 30 December 2005 in the PRC with limited liability and whose H shares are listed on the Stock Exchange (stock code: 9668)
“CBHB Structured Deposit Agreement No. 1”	the structured deposit agreement entered into between Zhuhai Dixintong and CBHB, pursuant to which Zhuhai Dixintong agreed to subscribe for the structured deposit with an amount of RMB50 million
“CBHB Structured Deposit Agreement No. 2”	the structured deposit agreement entered into between Beijing D-phone and CBHB, pursuant to which Beijing D-phone agreed to subscribe for the structured deposit with an amount of RMB100 million
“CBHB Structured Deposit Agreement No. 3”	the structured deposit agreement entered into between Zhuhai Dixintong and CBHB, pursuant to which Zhuhai Dixintong agreed to subscribe for the structured deposit with an amount of RMB100 million

“CBHB Structured Deposit Agreement No. 4”	the structured deposit agreement entered into between the Company and CBHB, pursuant to which the Company agreed to subscribe for the structured deposit with an amount of RMB100 million
“CBHB Structured Deposit Agreements”	collectively, the CBHB Structured Deposit Agreement No. 1, the CBHB Structured Deposit Agreement No. 2, the CBHB Structured Deposit Agreement No. 3 and the CBHB Structured Deposit Agreement No. 4
“CIB Structured Deposit Agreement No. 1”	the structured deposit agreement entered into between Zhuhai Dixintong and Industrial Bank, pursuant to which Zhuhai Dixintong agreed to subscribe for the structured deposit with an amount of RMB130 million
“CIB Structured Deposit Agreement No. 2”	the structured deposit agreement entered into between Zhuhai Dixintong and Industrial Bank, pursuant to which Zhuhai Dixintong agreed to subscribe for the structured deposit with an amount of RMB70 million
“CIB Structured Deposit Agreement No. 3”	the structured deposit agreement entered into between Zhuhai Dixintong and Industrial Bank, pursuant to which Zhuhai Dixintong agreed to subscribe for the structured deposit with an amount of RMB70 million
“CIB Structured Deposit Agreement No. 4”	the structured deposit agreement entered into between Zhuhai Dixintong and Industrial Bank, pursuant to which Zhuhai Dixintong agreed to subscribe for the structured deposit with an amount of RMB84.5 million
“CIB Structured Deposit Agreements”	collectively, the CIB Structured Deposit Agreement No. 1, the CIB Structured Deposit Agreement No. 2, the CIB Structured Deposit Agreement No. 3 and the CIB Structured Deposit Agreement No. 4
“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 whose H Shares are listed on the Stock Exchange under stock code of 6188
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“Director(s)”	the directors of the Company
“Group”	the Company and its subsidiaries from time to time
“H Share(s)”	the ordinary share(s) of the Company, with a par value of RMB1.00 each, which are listed on the Stock Exchange and traded in Hong Kong dollars
“Hong Kong”	Hong Kong Special Administrative Region

“Industrial Bank”	Industrial Bank Co., Ltd. (興業銀行股份有限公司), a commercial bank incorporated in the PRC whose A shares are listed on the Shanghai Stock Exchange (stock code: 601166)
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	The People’s Republic of China, for the purpose of this announcement, excludes Hong Kong, Macau Special Administrative Region and Taiwan
“Redeemed CBHB Structured Deposit Agreement”	the structured deposit agreement entered into between Beijing Dixintong Electronic and CBHB, pursuant to which Beijing Dixintong Electronic agreed to subscribe for the structured deposit with an amount of RMB80 million
“RMB”	Renminbi, the lawful currency of the PRC
“Share(s)”	domestic share(s) of the Company and H Share(s)
“Shareholders”	holder(s) of the Shares
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Structured Deposit Agreements”	collectively, the BOCOM Structured Deposit Agreement, the CIB Structured Deposit Agreements, the CBHB Structured Deposit Agreements and the Redeemed CBHB Structured Deposit Agreement
“Structured Deposit Products”	the structured deposit products offered by the Banks pursuant to the Structured Deposit Agreements, the principal terms of which are summarised in this announcement
“Zhuhai Dixintong”	Zhuhai Dixintong Telecom Co., Ltd.* (珠海迪信通商貿有限公司), a limited liability company established in the PRC and a wholly-owned subsidiary of the Company
“%”	per cent

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

Beijing, the PRC
22 September 2023

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