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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 2022 ANNUAL GENERAL MEETING HELD ON 19 MAY 2023
AND
APPOINTMENTS OF DIRECTORS, SUPERVISORS, CHAIRWOMAN
OF THE BOARD, CHAIRMAN OF THE BOARD OF SUPERVISORS AND
THE COMPOSITION OF COMMITTEES UNDER THE BOARD**

The board of directors (the “**Board**”) of Beijing Digital Telecom Co., Ltd. (the “**Company**”, together with its subsidiaries, collectively the “**Group**”) is pleased to announce that the 2022 annual general meeting of the Company (the “**AGM**”) was held on Friday, 19 May 2023 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 27 April 2023 (the “**Circular**”) incorporating a notice of the AGM dated 27 April 2023 (the “**AGM Notice**”). 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 Friday, 19 May 2023 at 46th Floor, South Tower, Lize SOHO, Building 1, No. 20, Lize Road, Lize Financial Business District, Fengtai 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.

The resolutions at the AGM were put to vote by way of a poll. Full text of the proposed resolutions are set out in the AGM Notice. 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 2022	679,407,120 shares (100.00%)	0 share (0.00%)	0 share (0.00%)
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 2022	679,407,120 shares (100.00%)	0 share (0.00%)	0 share (0.00%)
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 2022	679,407,120 shares (100.00%)	0 share (0.00%)	0 share (0.00%)
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 2022	679,407,120 shares (100.00%)	0 share (0.00%)	0 share (0.00%)
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 2022	679,407,120 shares (100.00%)	0 share (0.00%)	0 share (0.00%)
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 2023	679,407,120 shares (100.00%)	0 share (0.00%)	0 share (0.00%)
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 members of the fifth session of the board of directors	/		
7.1	To consider and approve the proposed appointment of Ms. Xu Jili as an executive director of the fifth session of the board of directors	679,407,120 shares (100.00%)	0 share (0.00%)	0 share (0.00%)
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 Liping as an executive director of the fifth session of the board of directors	679,407,120 shares (100.00%)	0 share (0.00%)	0 share (0.00%)
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. Liu Donghai as an executive director of the fifth session of the board of directors	679,407,120 shares (100.00%)	0 share (0.00%)	0 share (0.00%)
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 Mr. Xie Hui as a non-executive director of the fifth session of the board of directors	679,407,120 shares (100.00%)	0 share (0.00%)	0 share (0.00%)
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. Jia Zhaojie as a non-executive director of the fifth session of the board of directors	679,407,120 shares (100.00%)	0 share (0.00%)	0 share (0.00%)
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*
7.6	To consider and approve the proposed appointment of Ms. Pan Anran as a non-executive director of the fifth session of the board of directors	679,407,120 shares (100.00%)	0 share (0.00%)	0 share (0.00%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
7.7	To consider and approve the proposed appointment of Mr. Lv Tingjie as an independent non-executive director of the fifth session of the board of directors	679,407,120 shares (100.00%)	0 share (0.00%)	0 share (0.00%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
7.8	To consider and approve the proposed appointment of Mr. Lv Pingbo as an independent non-executive director of the fifth session of the board of directors	679,407,120 shares (100.00%)	0 share (0.00%)	0 share (0.00%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
7.9	To consider and approve the proposed appointment of Mr. Cai Chun Fai as an independent non-executive director of the fifth session of the board of directors	679,407,120 shares (100.00%)	0 share (0.00%)	0 share (0.00%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
8.	To consider and approve the proposed appointment of members of the fifth session of the board of supervisors:			
8.1	To consider and approve the proposed appointment of Mr. Gao Zhiqiang as a shareholder supervisor of the fifth session of the board of supervisors	679,407,120 shares (100.00%)	0 share (0.00%)	0 share (0.00%)
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*
8.2	To consider and approve the proposed appointment of Mr. Li Wanlin as a shareholder supervisor of the fifth session of the board of supervisors	679,407,120 shares (100.00%)	0 share (0.00%)	0 share (0.00%)
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 grant of an authorization to the board of directors to determine the directors' remuneration	679,407,120 shares (100.00%)	0 share (0.00%)	0 share (0.00%)
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 grant of an authorization to the board of supervisors to determine the supervisors' remuneration	679,407,120 shares (100.00%)	0 share (0.00%)	0 share (0.00%)
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
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	679,407,120 shares (100.00%)	0 share (0.00%)	0 share (0.00%)
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.

All Directors attended the AGM.

As at the date of the AGM, the total number of issued shares of the Company (the "Shares") 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 ordinary resolutions proposed at the AGM. The Shareholders, holding in aggregate 679,407,120 Shares, representing approximately 92.76% 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 special resolution proposed at the AGM. The Shareholders, holding in aggregate 679,407,120 Shares, representing approximately 92.76% of the issued Shares of the Company, were present in person or by proxy at the AGM.

II. RE-ELECTION AND APPOINTMENT OF MEMBERS OF THE FIFTH SESSION OF THE BOARD OF THE COMPANY

The ordinary resolution numbered 7 as set out above was duly approved by the Shareholders at the AGM. In accordance with the Articles of Association, Ms. Xu Jili, Ms. Xu Liping and Mr. Liu Donghai were appointed as executive Directors of the fifth session of the Board of the Company; Mr. Xie Hui, Mr. Jia Zhaojie and Ms. Pan Anran were appointed as non-executive Directors of the fifth session of the Board of the Company; Mr. Lv Tingjie, Mr. Lv Pingbo and Mr. Cai Chun Fai were appointed as independent non-executive Directors of the fifth session of the Board of the Company.

In accordance with the service agreements entered into by each of the Directors respectively with the Company and with reference to relevant provisions in the “Regulations for the Management of Remuneration of the Directors, Supervisors and Senior Management” of the Company, Ms. Xu Jili and Ms. Xu Liping will not receive remuneration or allowance for their capacity as executive Directors of the Company, while Mr. Liu Donghai will receive annual remuneration of RMB1,320,000 (after tax) for his capacity as both executive president and executive Director of the Company. Mr. Xie Hui, Mr. Jia Zhaojie and Ms. Pan Anran will not receive remuneration or allowance for their capacity as non-executive Directors of the Company. Mr. Lv Tingjie, Mr. Lv Pingbo and Mr. Cai Chun Fai will receive annual director’s fees of RMB60,000 (after tax), RMB60,000 (after tax) and RMB130,000 (after tax) for their capacity as independent non-executive Directors of the Company, respectively.

For details of the biographies of the members of the fifth session of the Board of the Company, please refer to the Circular.

The Directors of the fifth session of the Board of the Company serve for a term of three years effective from 19 May 2023. Once duly appointed, each of the Directors will enter into a service agreement with the Company respectively for a term of three years. In accordance with the Articles of Association, each of the Directors may offer himself/herself for re-election upon expiry of his/her term of office.

III. RE-ELECTION AND APPOINTMENT OF MEMBERS OF THE FIFTH SESSION OF THE BOARD OF SUPERVISORS OF THE COMPANY

The ordinary resolution numbered 8 as set out above was duly approved by the Shareholders at the AGM. In accordance with the Articles of Association, Mr. Gao Zhiqiang and Mr. Li Wanlin were appointed as shareholder Supervisors of the fifth session of the Board of Supervisors of the Company.

In accordance with the service agreements entered into by Mr. Gao Zhiqiang and Mr. Li Wanlin respectively with the Company and with reference to relevant provisions in the “Regulations for the Management of Remuneration of the Directors, Supervisors and Senior Management” of the Company, Mr. Gao Zhiqiang will not receive remuneration or allowance for his capacity as a shareholder Supervisor of the Company, while Mr. Li Wanlin’s annual remuneration for his capacity as a shareholder Supervisor of the Company is RMB40,000 (after tax).

For details of the biographies of Mr. Gao Zhiqiang and Mr. Li Wanlin, please refer to the Circular.

The fifth session of the Board of Supervisors of the Company also consists of an employee representative Supervisor, namely Mr. Liu Zhenlong, who was elected to represent the employees of the Company at the general meeting of staff held by the Company on 24 March 2023. The biography of Mr. Liu Zhenlong required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules is set out as follows:

Mr. Liu Zhenlong (劉振龍先生), aged 32, joined the Group in July 2016. He has been an employee representative Supervisor and chairman of the Board of Supervisors since May 2020 and resigned as the chairman of the Board of Supervisors in June 2021. He joined the Company in July 2016 and had served successively as assistant to the chairman of the Company, the general manager of new retail business segment and other positions. He has been the deputy general manager of the omni-channel operation centre of the Group since August 2021, and was redesignated as a general manager of offline operation centre in December 2022, mainly responsible for sales management, store management, operator business and value-added business as well as new retail operation. Mr. Liu graduated from Department of Electronic Engineering of Tsinghua University with a Master’s degree in Electronic Information and Communication Engineering in July 2016.

In accordance with the service agreement entered into between Mr. Liu Zhenlong and the Company and with reference to relevant provisions in the “Regulations for the Management of Remuneration of the Directors, Supervisors and Senior Management” of the Company, Mr. Liu Zhenlong’s annual remuneration for his capacity as both general manager of offline operation centre and employee representative Supervisor of the Company is RMB600,000 (before tax).

As at the date of this announcement, save as disclosed above, Mr. Liu Zhenlong 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. Liu 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 other information relating to Mr. Liu Zhenlong that need to be disclosed pursuant to any requirement under Rule 13.51(2)(h) to (v) of the Listing Rules, and there are no other matters concerning his appointment as an employee representative Supervisor of the Company which need to be brought to the attention of the Hong Kong Stock Exchange and the Shareholders.

The Supervisors of the fifth session of the Board of Supervisors of the Company serve for a term of three years effective from 19 May 2023. Once duly appointed, each of the Supervisors will enter into a service agreement with the Company respectively for a term of three years. In accordance with the Articles of Association, each of the Supervisors may offer himself for re-election upon expiry of his term of office.

IV. ROLE DIVISION BETWEEN MEMBERS OF THE BOARD AND THE BOARD OF SUPERVISORS OF THE COMPANY

Appointment of Chairwoman of the Fifth Session of the Board of the Company

The Board is pleased to announce that the Board agreed to appoint Ms. Xu Jili as chairwoman of the fifth session of the Board of the Company at the first meeting of the fifth session of the Board of the Company held immediately after the AGM, effective from 19 May 2023, and her term of office shall expire at the end of the fifth session of the Board of the Company.

Appointment of Chairman of the Fifth Session of the Board of Supervisors of the Company

The Board is pleased to announce that the Board of Supervisors agreed to appoint Mr. Gao Zhiqiang as chairman of the fifth session of the Board of Supervisors of the Company at the first meeting of the fifth session of the Board of Supervisors of the Company held immediately after the AGM, effective from 19 May 2023, and his term of office shall expire at the end of the fifth session of the Board of Supervisors of the Company.

The Composition of the Committees under the Fifth Session of the Board of the Company

The Board is pleased to announce that as proposed at the Board meeting convened on 24 March 2023 and considered and approved at the Board meeting convened on 19 May 2023, details of the composition of committees under the fifth session of the Board of the Company are as follows:

Audit Committee

Chairman: Mr. Cai Chun Fai

Members: Ms. Pan Anran and Mr. Lv Tingjie

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: Ms. Xu Liping and Mr. Lv Pingbo

Strategy Committee

Chairwoman: Ms. Xu Jili

Members: Ms. Xu Liping, Mr. Liu Donghai, Mr. Xie Hui and Mr. Jia Zhaojie

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

Beijing, the PRC
19 May 2023

As at the date of this announcement, 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.