

FORM F**THE GROWTH ENTERPRISE MARKET (GEM)****COMPANY INFORMATION SHEET**

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Company name: Telecom Digital Holdings Limited (電訊數碼控股有限公司)

Stock code (ordinary shares): 8336

This information sheet contains certain particulars concerning the above company (the “**Company**”) which is listed on the Growth Enterprise Market (“**GEM**”) of the Exchange. These particulars are provided for the purpose of giving information to the public with regard to the Company in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”). They will be displayed at the GEM website on the Internet. This information sheet does not purport to be a complete summary of information relevant to the Company and/or its securities.

The information in this sheet was updated as of 8 September 2015.

A. General

Place of incorporation: Cayman Islands

Date of initial listing on GEM: 30 May 2014

Name of Sponsor(s): Guotai Junan Capital Limited

Names of directors:

*(please distinguish the status of the directors
- Executive, Non-Executive or Independent
Non-Executive)*

Executive directors:

Mr. Cheung King Shek (張敬石)
Mr. Cheung King Shan (張敬山)
Mr. Cheung King Chuen Bobby (張敬川)
Mr. Cheung King Fung Sunny (張敬峯)
Ms. Mok Ngan Chu (莫銀珠)
Mr. Wong Wai Man (黃偉民)

Independent Non-
executive directors:

Mr. Hui Ying Bun (許應斌)
Mr. Ho Nai Man Paul (何籟文)
Mr. Lam Yu Lung (林羽龍)

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Name(s) of substantial shareholder(s) (as such term is defined in rule 1.01 of the GEM Listing Rules) and their respective interests in the ordinary shares and other securities of the Company:

Name	Capacity/Nature of interest	Number of shares of the Company (the "Shares")	Approximate percentage of the number of Shares in issue
CKK Investment Limited	Beneficial owner	220,000,000	55%
Amazing Gain Limited ^(Note 1)	Interest in a controlled corporation	220,000,000	55%
J. Safra Sarasin Trust Company (Singapore) Limited ^(Note 1)	Trustee (other than a bare trustee)	220,000,000	55%
Mr. Cheung King Shek	(a) Beneficial owner	20,000,000	5%
	(b) Beneficiary of a trust ^(Note 1)	220,000,000	55%
Ms. Law Lai Ying Ida	Interest of spouse ^(Note 2)	240,000,000	60%
Mr. Cheung King Shan	(a) Beneficial owner	20,000,000	5%
	(b) Beneficiary of a trust ^(Note 1)	220,000,000	55%
Ms. Tang Fung Yin Anita	Interest of spouse ^(Note 2)	240,000,000	60%
Mr. Cheung King Chuen Bobby	(a) Beneficial owner	20,000,000	5%
	(b) Beneficiary of a trust ^(Note 1)	220,000,000	55%
Mr. Cheung King Fung Sunny	(a) Beneficial owner	20,000,000	5%
	(b) Beneficiary of a trust ^(Note 1)	220,000,000	55%
Ms. Yeung Ho Ki	Interest of spouse ^(Note 2)	240,000,000	60%

Notes:

- The 220,000,000 Shares, representing approximately 55% of the share capital of the Company, are held by CKK Investment Limited ("**CKK Investment**"). CKK Investment is wholly-owned by Amazing Gain Limited ("**Amazing Gain**"). The sole shareholder of Amazing Gain is Asia Square Holdings Limited, which holds the shares in Amazing Gain as nominee for J. Safra Sarasin Trust Company (Singapore) Limited (trustee of the Cheung Family Trust). The Cheung Family Trust is a discretionary trust, the discretionary objects of which include Mr. Cheung King Shek, Mr. Cheung King Shan, Mr. Cheung King Chuen Bobby and Mr. Cheung King Fung Sunny (together the "**Cheung Brothers**"). Each of the Cheung Brothers is deemed to be interested in the Shares held by the Cheung Family Trust under the Securities and Futures Ordinance ("**SFO**").
- Ms. Law Lai Ying Ida is the wife of Mr. Cheung King Shek. Ms. Tang Fung Yin Anita is the wife of Mr. Cheung King Shan. Ms. Yeung Ho Ki is the wife of Mr. Cheung King Fung Sunny. Pursuant to Part XV of the SFO, each of Ms. Law Lai Ying Ida, Ms. Tang Fung Yin Anita and Ms. Yeung Ho Ki is deemed to be interested in 240,000,000 shares which are interested by their respective husbands.

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Name(s) of company(ies) listed on GEM or the Main Board of the Exchange within the same group as the Company:	Telecom Service One Holdings Limited (stock code: 8145), a company incorporated in the Cayman Islands and listed on GEM
Financial year end date:	31 March
Registered address:	Clifton House, 75 Fort Street, P.O. Box 1350, Grand Cayman, KY1-1108, Cayman Islands
Head office and principal place of business:	19/F., YHC Tower, No.1 Sheung Yuet Road, Kowloon Bay, Kowloon, Hong Kong
Web-site address (if applicable):	www.tdhl.cc
Share registrar:	Principal share registrar and transfer office in the Cayman Islands: Appleby Trust (Cayman) Limited
	Branch share registrar and transfer office in Hong Kong: Union Registrars Limited
Auditors:	SHINEWING (HK) CPA Limited

B. Business activities

The Company and its subsidiaries (together the “**Group**”) was founded in 1974 as one of the first paging operators in Hong Kong. In the past 40 years, the Group has been actively engaged in the telecommunications and related business in Hong Kong. Currently, the Group are principally engaged in:

- (i) retail sales of mobile phones of various brand and pre-paid SIM cards;
- (ii) distribution of mobile phones;
- (iii) provision of paging and other telecommunications services; and
- (iv) provision of operation services to Sun Mobile Limited, a mobile service operator in Hong Kong and a 40%-owned associate of the Group.

C. Ordinary shares

Number of ordinary shares in issue:	400,050,000
Par value of ordinary shares in issue:	HK\$0.01 each
Board lot size (in number of shares):	1,000
Name of other stock exchange(s) on which ordinary shares are also listed:	N/A

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D. Warrants

Stock code:	N/A
Board lot size:	N/A
Expiry date:	N/A
Exercise price:	N/A
Conversion ratio: (Not applicable if the warrant is denominated in dollar value of conversion right)	N/A
No. of warrants outstanding:	N/A
No. of shares falling to be issued upon the exercise of outstanding warrants:	N/A

E. Other securities

Details of any other securities in issue.

<i>Share Options</i>	
Date of Grant	: 7 July 2015
Exercise price of share options	: HK\$2.22 per Share
Number of Shares which may be issued upon full exercise of the outstanding share options granted	: 3,890,000 Shares
Validity period of share options	: From the Date of Grant to 6 July 2018, both days inclusive

If there are any debt securities in issue that are guaranteed, please indicate name of guarantor.

N/A

Responsibility statement

The directors of the Company (the “**Directors**”) as at the date hereof hereby collectively and individually accept full responsibility for the accuracy of the information contained in this information sheet (the “**Information**”) and confirm, having made all reasonable inquiries, that to the best of their knowledge and belief the Information is accurate and complete in all material respects and not misleading or deceptive and that there are no other matters the omission of which would make any Information inaccurate or misleading.

The Directors also collectively and individually accept full responsibility for submitting a revised information sheet, as soon as reasonably practicable after any particulars on the form previously published cease to be accurate.

The Directors acknowledge that the Exchange has no responsibility whatsoever with regard to the Information and undertake to indemnify the Exchange against all liability incurred and all losses suffered by the Exchange in connection with or relating to the Information.

THE STOCK EXCHANGE OF HONG KONG LIMITED
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Signed:

Cheung King Shek (張敬石)

Cheung King Shan (張敬山)

Cheung King Chuen Bobby (張敬川)

Cheung King Fung Sunny (張敬峯)

Mok Ngan Chu (莫銀珠)

Wong Wai Man (黃偉民)

Hui Ying Bun (許應斌)

Ho Nai Man Paul (何籟文)

Lam Yu Lung (林羽龍)

The English text of this company information sheet shall prevail over the Chinese text in case of inconsistencies.