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(1) PAYMENT OF SPECIAL CASH DIVIDEND

(2) CLOSURE OF REGISTER OF MEMBERS

AND

(3) CHANGE OF STOCK SHORT NAMES

Reference is made to the circular of Digital China Holdings Limited (the “**Company**”) dated 9 August 2015 (the “**Circular**”) in relation to, amongst others, the disposal of 100% equity interests in the Target Companies, (the “**Transaction**”) and the announcement of the Company dated 8 March 2016 in relation to, amongst others, completion of the Transaction. Unless otherwise defined, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

PAYMENT OF SPECIAL CASH DIVIDEND

The Board is pleased to announce that the Company has received the Consideration (after deducting the applicable tax) of RMB3.76 billion (equivalent to approximately HK\$4.46 billion) on 21 March 2016 and the special cash dividend (the “**Special Cash Dividend**”) of HK\$3.20 per share of the Company, amounting to approximately HK\$3.5 billion in total, will be payable on or around Tuesday, 19 April 2016 to shareholders of the Company whose names appear on the register of members of the Company at the close of business on Monday, 11 April 2016.

CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company will be closed on Monday, 11 April 2016, during such period no transfer of shares will be registered. In order to qualify for the Special Cash Dividend, all transfer documents accompanied by the relevant share certificates must be lodged for registration at the public office of the Company’s branch share registrar and transfer office in Hong Kong, Tricor Abacus Limited, at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong not later than 4:30 p.m. on Friday, 8 April 2016.

CHANGE OF STOCK SHORT NAMES

As disclosed in the Circular, the Target Companies have been granted licenses to use certain trademarks which are necessary for their business operations after the Completion. These trademarks include “神州數碼” and “Digital China”. In order to distinguish the stock short names from the trademarks that will be actively using by the Target Companies and to better reflect the remaining business of the Company after the Completion, the Company decides to change its English stock short name from “DIGITAL CHINA” to “DC HOLDINGS” and to change its Chinese stock short name from “神州數碼” to “神州控股”. The Company has made application to the Intellectual Property Department of Hong Kong to register “DC Holdings 神州控股” as a trademark.

The shares of the Company will be traded on The Stock Exchange of Hong Kong Limited under the new stock short name of “DC HOLDINGS” in English and “神州控股” in Chinese, with effect from 9:00 a.m. on 29 March 2016.

The names of the Company in English and in Chinese remain unchanged as “Digital China Holdings Limited” and “神州數碼控股有限公司”, respectively.

The stock code of the Company remains unchanged as “00861”.

For the purpose of this announcement, amounts denominated in RMB have been translated into HK\$ at an exchange rate of RMB1:HK\$1.1863. No representation is made that any amounts in RMB and HK\$ can be or could have been converted at the relevant dates at the above rates or at any other rates at all.

By Order of the Board
Digital China Holdings Limited
(神州數碼控股有限公司*)
GUO Wei
Chairman

Hong Kong, 21 March 2016

At the publication of this announcement, the Board comprises nine directors, namely:

Executive Directors: Mr. GUO Wei (Chairman) and Mr. LIN Yang (Chief Executive Officer)

Non-executive Director: Mr. Andrew Y. YAN

Independent Non-executive Directors: Mr. WONG Man Chung, Francis, Ms. NI Hong (Hope), Mr. ONG Ka Lueng, Peter, Dr. LIU Yun, John, Ms. YAN Xiaoyan and Mr. LAI Daniel, BBS, JP.

Website: www.digitalchina.com.hk

** For identification purpose only*