

Summary of Zoom Technologies Acquisition of TCB Digital

- Zoom Technologies is currently Nasdaq-listed, with 1,869,378 shares outstanding 2/1/09.
- Zoom Technologies is the parent of Zoom Telephonics.
- Zoom Technologies gets 51% of TCB Digital for 4,225,219 Zoom shares.
- TCB Digital is engaged in R&D, manufacturing, and sale of advanced mobile phones, and also manufactures other electronic products.
- TCB Digital's 2007 sales were \$49 million, with net income of \$2.47 million and net assets of \$11.8 million on 12/31/07. The Chairman of TCB Digital is Leo Gu.
- Zoom can go from 51% of TCB Digital to 80% for 2,402,576 additional Zoom shares.
- Zoom Telephonics would spin out with all current Zoom assets and liabilities, and would continue to do business with all of Zoom's current products plus exciting new ones.
- Zoom Telephonics is likely to be initially listed on the OTC Bulletin Board.
- Current Zoom shareholders keep their Zoom Technologies shares and also get 100% of Zoom Telephonics.
- TCB Digital gets a license to use Zoom and Hayes trademarks for agreed TCB product areas. Zoom Telephonics will remain the owner of these trademarks, and will continue to use them for its products.
- Zoom Technologies has options to buy 5 more companies controlled by Leo Gu. These are:
 - Spread Bridge, a wireless product company that develops and markets GSM/GPRS wireless cellular data modules for vertical industrial markets. These wireless modules are being used to produce telemetry products, fixed wireless terminals, and wireless local loop products
 - Zhejiang Leimone, an electronics manufacturing service (EMS) provider that provides manufacturing and assembly services to OEM customers from both the mobile phone and consumer electronics industries
 - He Bei Lei Ming Digital, a mobile phone distribution company that specializes in distributing mobile phones. It distributes 2.5G and 3G mobile phones through telecom operators and the open market
 - Shanghai Leimone, an R&D design house specializing in mobile phones design and development
 - Leimone Culture, a service and content provider (SP/CP) that focuses on mobile phone oriented video and movie development and distribution
- Zoom shareholders will vote on this acquisition after a proxy is successfully filed with the SEC.

Note: This summary is subject to uncertainties and risks, as detailed in associated press releases and in Zoom's filings with the SEC.