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中國通信服務
CHINA COMSERVICE

中國通信服務股份有限公司
CHINA COMMUNICATIONS SERVICES CORPORATION LIMITED

(A joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 552)

Poll Results of the 2013 Annual General Meeting and Payment of Final Dividend

- The Board of the Company hereby announces that all the proposed resolutions set out in the notice convening the AGM dated 15 April 2014 were duly passed by the shareholders of the Company by way of poll at the AGM held on 27 June 2014.
- The declaration and payment of a final dividend of RMB0.1293 per share (equivalent to HK\$0.16285 per share) (pre-tax) for the year ended 31 December 2013 were approved at the AGM. The final dividend will be paid on or about 20 August 2014.

Results of the AGM

The board of directors (the “Board”) of China Communications Services Corporation Limited (the “Company”) hereby announces that all the proposed resolutions set out in the notice convening the 2013 annual general meeting (the “AGM”) dated 15 April 2014 were duly passed by the shareholders of the Company by way of poll at the AGM held on Friday, 27 June 2014 at No. 19, Chaoyangmen Beidajie, Dongcheng District, Beijing, PRC.

The total number of issued shares of the Company as at the date of the AGM was 6,926,018,400, which was the total number of shares entitling the holders to attend and vote for or against any of the resolutions proposed at the AGM. There were no restrictions on any shareholders casting votes on any of the proposed resolutions at the AGM. Shareholders and authorized proxies holding an aggregate of 5,860,239,197 shares, representing 84.61% of the total voting shares of the Company were present at the AGM. The holding of the AGM was in compliance with the requirements of the PRC Company Law and the provisions of the articles of association of the Company (the “Articles”).

The poll results in respect of the proposed resolutions at the AGM were as follows:

Ordinary Resolutions		Total no. of votes (%)	
		For	Against
1.	To approve the consolidated financial statements of the Company, the report of the Directors, the report of the Supervisory Committee and the report of the international auditors for the year ended 31 December 2013 and to authorize the Board to prepare the 2014 budget.	5,860,239,197 (100.000000%)	0 (0.000000%)
As more than 1/2 of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
2.	To approve the profit distribution proposal and the declaration and payment of a final dividend for the year ended 31 December 2013.	5,860,239,197 (100.000000%)	0 (0.000000%)
As more than 1/2 of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
3.	To approve the appointment of Deloitte Touche Tohmatsu and Deloitte Touche Tohmatsu Certified Public Accountants LLP as the international auditors and domestic auditors of the Company, respectively, for the year ending 31 December 2014, and to authorize the Board to fix the remuneration of the auditors.	5,860,239,197 (100.000000%)	0 (0.000000%)
As more than 1/2 of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
Special Resolutions		Total no. of votes (%)	
		For	Against
4.	4.1 To grant a general mandate to the Board to issue debentures. (Special resolution numbered 4.1 as set out in the notice of the AGM dated on 15 April 2014)	5,142,535,182 (87.834917%)	712,238,015 (12.165083%)
As more than 2/3 of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.			
	4.2 To authorize the Board or any two of the three duly authorized Directors to determine the specific terms and conditions of, and other matters relating to, the issue of debentures. (Special resolution numbered 4.2 as set out in the notice of the AGM dated on 15 April 2014)	5,131,366,411 (87.644154%)	723,406,786 (12.355846%)
As more than 2/3 of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.			
	4.3 To approve the grant of the general mandate under this resolution to be valid for 12 months from the date of approval at the AGM. (Special resolution numbered 4.3 as set out in the notice of the AGM dated on 15 April 2014)	5,142,535,182 (87.834917%)	712,238,015 (12.165083%)
As more than 2/3 of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.			

5.	To grant a general mandate to the Board to issue, allot and deal with the additional shares in the Company not exceeding 20% of each of the existing domestic shares and H shares (as the case may be) in issue. (Special resolution numbered 5 as set out in the notice of the AGM dated on 15 April 2014)	4,725,450,501 (80.635796%)	1,134,788,696 (19.364204%)
As more than 2/3 of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.			
6.	To authorize the Board to increase the registered capital of the Company and to amend the Articles to reflect the issue of shares of the Company authorized under the general mandate set out in the special resolution numbered 5 above. (Special resolution numbered 6 as set out in the notice of the AGM dated on 15 April 2014)	4,786,423,463 (81.676247%)	1,073,815,734 (18.323753%)
As more than 2/3 of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.			

Computershare Hong Kong Investor Services Limited was the scrutineer for the vote-taking at the AGM.

Payment of the Final Dividend

The declaration and payment of a final dividend of RMB0.1293 per share (equivalent to HK\$0.16285 per share) (pre-tax) for the year ended 31 December 2013 were approved at the AGM. The payment shall be made to shareholders whose names appeared on the register of members of the Company on 15 July 2014. The register of members will be closed from 10 July 2014 to 15 July 2014 (both days inclusive). In order to be entitled to the final dividend, H share shareholders who have not registered the transfer documents are required to deposit the transfer documents together with the relevant share certificates at Computershare Hong Kong Investor Services Limited, at Rooms 1712–16, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong at or before 4:30 p.m. on 9 July 2014. According to the Articles, dividends will be denominated and declared in Renminbi. Dividends on domestic shares will be paid in Renminbi and dividends on H shares will be paid in Hong Kong dollars. The relevant exchange rate will be the average of the mid-point rates of Renminbi to Hong Kong dollars as announced by the People’s Bank of China for the week prior to the date of declaration of dividends by the AGM (RMB0.79399 equivalent to HK\$1.00).

For the overseas resident individual shareholders of the Company, pursuant to relevant laws and regulations including the Law of the People’s Republic of China on Individual Income Tax, the Regulations for the Implementation of the Law of the People’s Republic of China on Individual Income Tax, and the letter dated 28 June 2011 from the State Administration of Taxation to the Inland Revenue Department of Hong Kong, for individual H share shareholders receiving dividends who are Hong Kong or Macau residents and whose country of domicile is a country which has entered into a tax treaty with the PRC stipulating a dividend tax rate of 10%, the Company, as a withholding agent, is required to withhold and pay individual income tax at the rate of 10%. For individual H share shareholders receiving dividends whose country of domicile is a country which has entered into a tax treaty with the PRC stipulating a dividend tax rate lower than 10%, the Company will withhold the individual income tax at a rate of 10%. The Company can process applications on behalf of those shareholders to seek entitlement of the relevant agreed preferential treatments pursuant to relevant regulations, and upon approval by the tax authorities, the extra amount of tax withheld will be refunded.

For individual H share shareholders receiving dividends whose country of domicile is a country which has entered into a tax treaty with the PRC stipulating a dividend tax rate higher than 10% but lower than 20%, the Company will withhold the individual income tax at the agreed-upon effective tax rate when distributing dividends and no application procedures will be necessary. For individual H share shareholders receiving dividends whose country of domicile is a country which has not entered into any tax treaty with the PRC or are under other situations, the Company will withhold the individual income tax at a tax rate of 20% when distributing dividends.

For the overseas non-resident enterprise shareholders of the Company (including HKSCC Nominees Limited, corporate nominees or trustees, or other organizations or entities that are considered non-resident enterprise shareholders), pursuant to the Law of the People's Republic of China on Enterprise Income Tax, the Regulations for the Implementation of the Law of the People's Republic of China on Enterprise Income Tax and relevant rules and regulations, as a withholding agent, the Company is required to withhold and pay the enterprise income tax at the tax rate of 10% on behalf of the overseas non-resident enterprise shareholders.

Should the holders of the H shares of the Company have any doubt in relation to the aforesaid arrangements, they are recommended to consult their tax advisors for relevant tax impact in mainland China, Hong Kong and other countries (regions) on the possession and disposal of the H shares of the Company.

The Company has appointed ICBC (Asia) Trustee Company Limited as the receiving agent in Hong Kong (the "Receiving Agent") and will pay to such Receiving Agent the final dividend declared for payment to holders of H shares. The final dividend will be paid by the Receiving Agent net of the applicable tax on or about 20 August 2014. Relevant cheques will be dispatched on the same day to holders of H shares entitled to receive such dividend by ordinary post and at their own risk.

By Order of the Board
China Communications Services Corporation Limited
Chung Wai Cheung, Terence
Company Secretary

Beijing, PRC, 27 June 2014

As at the date of this announcement, our executive directors are Mr. Li Ping (Chairman), Mr. Si Furong (President) and Ms. Hou Rui (Executive Vice President and Chief Financial Officer), our non-executive directors are Mr. Li Zhengmao and Mr. Zhang Junan, and our independent non-executive directors are Mr. Wang Jun, Mr. Zhao Chunjun, Mr. Wei Leping and Mr. Siu Wai Keung, Francis.