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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 EGM, Domestic Shareholders Class Meeting and H Shareholders Class Meeting held on 28 June 2011

The Board of the Company hereby announces that all the proposed resolutions set out in the notices convening the EGM, Domestic Shareholders Class Meeting and H Shareholders Class Meeting were duly passed by the shareholders of the Company by way of poll at the EGM, Domestic Shareholders Class Meeting and H Shareholders Class Meeting held on 28 June 2011, respectively.

Reference is made to the circular (the "Circular") of China Communications Services Corporation Limited (the "Company") dated 12 May 2011 in respect of the proposed rights issue of domestic shares and H shares with revised basis and fund raising size. Unless otherwise specified in this announcement, terms used herein shall have the same meanings as defined in the Circular.

The Board of the Company hereby announces that all the proposed resolutions set out in the notices convening the EGM, the Domestic Shareholders Class Meeting and the H Shareholders Class Meeting were duly passed by the Shareholders of the Company by way of poll at the EGM, Domestic Shareholders Class Meeting and H Shareholders Class Meeting, respectively, held on Tuesday, 28 June 2011 at No. 19, Chaoyangmen Beidajie, Dongcheng District, Beijing, PRC.

The EGM

The total number of issued shares of the Company as at the date of the EGM was 5,771,682,000 shares, which was the total number of shares entitling the Shareholders to attend and vote for or against any of the resolutions proposed at the EGM. There were no restrictions on any shareholders casting votes on any of the proposed resolutions at the EGM. Shareholders and authorized proxies holding an aggregate of 5,104,491,403 shares, representing 88.44% of the total voting shares of the Company were present at the EGM. The holding of the EGM was in compliance with the requirements of the Company Law of the People's Republic of China and the provisions of the articles of association of the Company.

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

Special Resolutions		No. of votes (%)	
		For	Against
To consider and approve, subject to the fulfillment of the conditions in respect of the Rights Issue as set out in the Circular, the proposed Rights Issue of Domestic Shares and H Shares, on the following terms:			
1.	Class and par value of the Shares to be issued will be the Domestic Shares and the H Shares of RMB1.00 each;	5,097,371,303 (99.860513%)	7,120,100 (0.139487%)
As more than 2/3 of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.			
2.	Proportion and number of the Shares to be issued will be up to two (2) Shares for every ten (10) existing Shares in issue as at the record date for the Rights Issue to be determined by the Board;	5,097,335,303 (99.859808%)	7,156,100 (0.140192%)
As more than 2/3 of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.			
3.	Subscription price for the Rights Issue shall be determined by the Board in consultation with the underwriters based on a discount to market trading prices having regard to the prevailing market conditions at the time, including but not limited to, the trading prices of the H Shares on the secondary markets. Under applicable PRC laws and regulations, the Domestic Rights Shares and H Rights Shares shall be issued at not less than RMB2.53, being the latest audited net asset value per Share as stated in the audited consolidated financial statements of the Company as at 31 December 2010 prepared under PRC GAAP (on the basis of the total number of Shares in issue as at 31 December 2010). The subscription prices for the Domestic Rights Issue and the H Share Rights Issue shall be the same based on applicable exchange rate;	5,097,371,303 (99.860513%)	7,120,100 (0.139487%)
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.	Target subscriber will be all the existing Shareholders (but excluding the Excluded Shareholders) whose names appear on the registers of members of the Company on the Record Date;	5,097,299,303 (99.859103%)	7,192,100 (0.140897%)
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.	Qualified H Shareholders may apply, by way of excess application, for any unsold entitlements of the Excluded Shareholders and for any H Rights Shares provisionally allotted to the Qualified H Shareholders but not accepted. Qualified Domestic Shareholders may apply for any Domestic Rights Shares provisionally allotted to the Qualified Domestic Shareholders but not accepted;	5,100,757,303 (99.926847%)	3,734,100 (0.073153%)
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.	All the proceeds raised from the Rights Issue, after deduction of all the relevant expenses, shall be mainly used for the following purposes. The Company will use internal funds and debt financing channel to satisfy insufficient portion of funding requirements: (i) up to RMB2 billion to be used in the Group's overseas expansion as well as the continuing development of non-telecommunications operator businesses in our domestic markets, including the initial deployment of capital and ongoing financial resources required for our projects, such as the purchase of equipment; (ii) up to RMB1.5 billion for potential acquisition of strategic assets and joint venture opportunities; and (iii) up to RMB1.5 billion for the Group's operations center and investment in research and development and related infrastructure;	5,104,491,403 (100.000000%)	0 (0.000000%)
As more than 2/3 of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.			
7.	The Board shall be authorized to deal with all the matters in relation to the Rights Issue including without limitation (a) to deal with the relevant regulatory departments, organizations, stock exchanges etc. within and outside the PRC in relation to the Rights Issue in respect of examination, registration, filing, approval and consent procedures; (b) to formulate and implement the final proposal of the Rights Issue, including but not limited to, the timetable of the issue, proportion and number of the Rights Shares, the subscription price for the Rights Shares, size of the fund raising, the subscription procedures and such other matters relating to this Rights Issue; to make corresponding adjustments to the proposal of the Rights Issue having regard to the actual situation, market conditions, policy adjustments and opinions of the regulatory authorities; to determine the timetable of the Rights Issue according to the approvals by the CSRC, the SASAC and the Hong Kong Stock Exchange and the market conditions; (c) to execute, amend, supplement, submit and implement all the agreements, contracts and other documents relating to the Rights Issue, including but not limited to underwriting agreements, announcements and circulars in relation to the Rights Issue; (d) upon completion of this Rights Issue, to complete the formalities regarding the listing of the H Rights Shares on the Hong Kong Stock Exchange; (e) upon completion of this Rights Issue, to amend the relevant provisions of the articles of association of the Company in accordance with the actual condition, and to complete registration at the administrative authority for industry and commerce and other relevant matters and (f) subject to the relevant laws and regulations, to complete other matters which it deems necessary, appropriate or proper for the Rights Issue. The Board shall also be authorized to, subject to relevant laws and regulations, delegate such powers to any two of the three Directors, namely Mr. Li Ping, Mr. Zheng Qibao and Ms. Hou Rui, to jointly deal with all the matters in relation to the Rights Issue; and	5,101,105,403 (99.933666%)	3,386,000 (0.066334%)
As more than 2/3 of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.			

8.	The above special resolutions shall be valid for 12 months from the date of the approval by the Shareholders.	5,097,371,303 (99.860513%)	7,120,100 (0.139487%)
As more than 2/3 of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.			
Ordinary Resolution		No. of votes (%)	
		For	Against
To consider and approve, subject to the completion of the Rights Issue:			
9.	The proposal that existing Shareholders and new Shareholders alike shall be entitled to share in the undistributed profits of the Company accrued before the completion of the Rights Issue based on their respective shareholding after the completion of the Rights Issue.	5,100,637,303 (99.924496%)	3,854,100 (0.075504%)
As more than 1/2 of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			

The Domestic Shareholders Class Meeting

The total number of issued Domestic Shares of the Company as at the date of the Domestic Shareholders Class Meeting was 3,778,831,800 shares, which was the total number of Domestic Shares entitling the Domestic Shareholders to attend and vote for or against any of the resolutions proposed at the Domestic Shareholders Class Meeting. There were no restrictions on any shareholders casting votes on any of the proposed resolutions at the Domestic Shareholders Class Meeting. Shareholders and authorized proxies holding an aggregate of 3,778,831,800 Domestic Shares, representing 100.00% of the total voting shares of the Domestic Shares of the Company were present at the Domestic Shareholders Class Meeting. The holding of the Domestic Shareholders Class Meeting was in compliance with the requirements of the Company Law of the People's Republic of China and the provisions of the articles of association of the Company.

The poll results in respect of the proposed resolutions at the Domestic Shareholders Class Meeting were as follows:

Special Resolutions		No. of votes (%)	
		For	Against
To consider and approve, subject to the fulfillment of the conditions in respect of the Rights Issue as set out in the Circular, the proposed Rights Issue of Domestic Shares and H Shares, on the following terms:			
1.	Class and par value of the Shares to be issued will be the Domestic Shares and the H Shares of RMB1.00 each;	3,778,831,800 (100.000000%)	0 (0.000000%)
As more than 2/3 of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.			
2.	Proportion and number of the Shares to be issued will be up to two (2) Shares for every ten (10) existing Shares in issue as at the record date for the Rights Issue to be determined by the Board;	3,778,831,800 (100.000000%)	0 (0.000000%)
As more than 2/3 of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.			

3.	Subscription price for the Rights Issue shall be determined by the Board in consultation with the underwriters based on a discount to market trading prices having regard to the prevailing market conditions at the time, including but not limited to, the trading prices of the H Shares on the secondary markets. Under applicable PRC laws and regulations, the Domestic Rights Shares and H Rights Shares shall be issued at not less than RMB2.53, being the latest audited net asset value per Share as stated in the audited consolidated financial statements of the Company as at 31 December 2010 prepared under PRC GAAP (on the basis of the total number of Shares in issue as at 31 December 2010). The subscription prices for the Domestic Rights Issue and the H Share Rights Issue shall be the same based on applicable exchange rate;	3,778,831,800 (100.000000%)	0 (0.000000%)
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.	Target subscriber will be all the existing Shareholders (but excluding the Excluded Shareholders) whose names appear on the registers of members of the Company on the Record Date;	3,778,831,800 (100.000000%)	0 (0.000000%)
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.	Qualified H Shareholders may apply, by way of excess application, for any unsold entitlements of the Excluded Shareholders and for any H Rights Shares provisionally allotted to the Qualified H Shareholders but not accepted. Qualified Domestic Shareholders may apply for any Domestic Rights Shares provisionally allotted to the Qualified Domestic Shareholders but not accepted;	3,778,831,800 (100.000000%)	0 (0.000000%)
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.	All the proceeds raised from the Rights Issue, after deduction of all the relevant expenses, shall be mainly used for the following purposes. The Company will use internal funds and debt financing channel to satisfy insufficient portion of funding requirements: (i) up to RMB2 billion to be used in the Group's overseas expansion as well as the continuing development of non-telecommunications operator businesses in our domestic markets, including the initial deployment of capital and ongoing financial resources required for our projects, such as the purchase of equipment; (ii) up to RMB1.5 billion for potential acquisition of strategic assets and joint venture opportunities; and (iii) up to RMB1.5 billion for the Group's operations center and investment in research and development and related infrastructure;	3,778,831,800 (100.000000%)	0 (0.000000%)
As more than 2/3 of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.			
7.	The Board shall be authorized to deal with all the matters in relation to the Rights Issue including without limitation (a) to deal with the relevant regulatory departments, organizations, stock exchanges etc. within and outside the PRC in relation to the Rights Issue in respect	3,778,831,800 (100.000000%)	0 (0.000000%)

	<p>of examination, registration, filing, approval and consent procedures; (b) to formulate and implement the final proposal of the Rights Issue, including but not limited to, the timetable of the issue, proportion and number of the Rights Shares, the subscription price for the Rights Shares, size of the fund raising, the subscription procedures and such other matters relating to this Rights Issue; to make corresponding adjustments to the proposal of the Rights Issue having regard to the actual situation, market conditions, policy adjustments and opinions of the regulatory authorities; to determine the timetable of the Rights Issue according to the approvals by the CSRC, the SASAC and the Hong Kong Stock Exchange and the market conditions; (c) to execute, amend, supplement, submit and implement all the agreements, contracts and other documents relating to the Rights Issue, including but not limited to underwriting agreements, announcements and circulars in relation to the Rights Issue; (d) upon completion of this Rights Issue, to complete the formalities regarding the listing of the H Rights Shares on the Hong Kong Stock Exchange; (e) upon completion of this Rights Issue, to amend the relevant provisions of the articles of association of the Company in accordance with the actual condition, and to complete registration at the administrative authority for industry and commerce and other relevant matters and (f) subject to the relevant laws and regulations, to complete other matters which it deems necessary, appropriate or proper for the Rights Issue. The Board shall also be authorized to, subject to relevant laws and regulations, delegate such powers to any two of the three Directors, namely Mr. Li Ping, Mr. Zheng Qibao and Ms. Hou Rui, to jointly deal with all the matters in relation to the Rights Issue; and</p>		
	<p>As more than 2/3 of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.</p>		
8.	<p>The above special resolutions shall be valid for 12 months from the date of the approval by the Shareholders.</p>	<p>3,778,831,800 (100.000000%)</p>	<p>0 (0.000000%)</p>
	<p>As more than 2/3 of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.</p>		

The H Shareholders Class Meeting

The total number of issued H Shares of the Company as at the date of the H Shareholders Class Meeting was 1,992,850,200 shares, which was the total number of H Shares entitling the holders to attend and vote for or against any of the resolutions proposed at the H Shareholders Class Meeting. There were no restrictions on any shareholders casting votes on any of the proposed resolutions at the H Shareholders Class Meeting. Shareholders and authorized proxies holding an aggregate of 1,326,383,603 H Shares, representing 66.56% of the total voting shares of the H Shares of the Company were present at the H Shareholders Class Meeting. The holding of the H Shareholders Class Meeting was in compliance with the requirements of the Company Law of the People's Republic of China and the provisions of the articles of association of the Company.

The poll results in respect of the proposed resolutions at the H Shareholders Class Meeting were as follows:

Special Resolutions		No. of votes (%)	
		For	Against
To consider and approve, subject to the fulfillment of the conditions in respect of the Rights Issue as set out in the Circular, the proposed Rights Issue of Domestic Shares and H Shares, on the following terms:			
1.	Class and par value of the Shares to be issued will be the Domestic Shares and the H Shares of RMB1.00 each;	1,319,261,503 (99.463044%)	7,122,100 (0.536956%)
As more than 2/3 of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.			
2.	Proportion and number of the Shares to be issued will be up to two (2) Shares for every ten (10) existing Shares in issue as at the record date for the Rights Issue to be determined by the Board;	1,319,153,503 (99.454901%)	7,230,100 (0.545099%)
As more than 2/3 of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.			
3.	Subscription price for the Rights Issue shall be determined by the Board in consultation with the underwriters based on a discount to market trading prices having regard to the prevailing market conditions at the time, including but not limited to, the trading prices of the H Shares on the secondary markets. Under applicable PRC laws and regulations, the Domestic Rights Shares and H Rights Shares shall be issued at not less than RMB2.53, being the latest audited net asset value per Share as stated in the audited consolidated financial statements of the Company as at 31 December 2010 prepared under PRC GAAP (on the basis of the total number of Shares in issue as at 31 December 2010). The subscription prices for the Domestic Rights Issue and the H Share Rights Issue shall be the same based on applicable exchange rate;	1,319,261,503 (99.463044%)	7,122,100 (0.536956%)
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.	Target subscriber will be all the existing Shareholders (but excluding the Excluded Shareholders) whose names appear on the registers of members of the Company on the Record Date;	1,322,647,503 (99.718324%)	3,736,100 (0.281676%)
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.	Qualified H Shareholders may apply, by way of excess application, for any unsold entitlements of the Excluded Shareholders and for any H Rights Shares provisionally allotted to the Qualified H Shareholders but not accepted. Qualified Domestic Shareholders may apply for any Domestic Rights Shares provisionally allotted to the Qualified Domestic Shareholders but not accepted;	1,322,647,503 (99.718324%)	3,736,100 (0.281676%)
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.	All the proceeds raised from the Rights Issue, after deduction of all the relevant expenses, shall be mainly used for the following purposes. The Company will use internal funds and debt financing channel to satisfy insufficient portion of funding requirements: (i) up to RMB2 billion to be used in the Group's overseas expansion as well as the continuing development of non-telecommunications operator businesses in our domestic markets, including the initial deployment of capital and ongoing financial resources required for our projects, such as the purchase of equipment; (ii) up to RMB1.5 billion for potential acquisition of strategic assets and joint venture opportunities; and (iii) up to RMB1.5 billion for the Group's operations center and investment in research and development and related infrastructure;	1,326,381,603 (99.999849%)	2,000 (0.000151%)
As more than 2/3 of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.			
7.	The Board shall be authorized to deal with all the matters in relation to the Rights Issue including without limitation (a) to deal with the relevant regulatory departments, organizations, stock exchanges etc. within and outside the PRC in relation to the Rights Issue in respect of examination, registration, filing, approval and consent procedures; (b) to formulate and implement the final proposal of the Rights Issue, including but not limited to, the timetable of the issue, proportion and number of the Rights Shares, the subscription price for the Rights Shares, size of the fund raising, the subscription procedures and such other matters relating to this Rights Issue; to make corresponding adjustments to the proposal of the Rights Issue having regard to the actual situation, market conditions, policy adjustments and opinions of the regulatory authorities; to determine the timetable of the Rights Issue according to the approvals by the CSRC, the SASAC and the Hong Kong Stock Exchange and the market conditions; (c) to execute, amend, supplement, submit and implement all the agreements, contracts and other documents relating to the Rights Issue, including but not limited to underwriting agreements, announcements and circulars in relation to the Rights Issue; (d) upon completion of this Rights Issue, to complete the formalities regarding the listing of the H Rights Shares on the Hong Kong Stock Exchange; (e) upon completion of this Rights Issue, to amend the relevant provisions of the articles of association of the Company in accordance with the actual condition, and to complete registration at the administrative authority for industry and commerce and other relevant matters and (f) subject to the relevant laws and regulations, to complete other matters which it deems necessary, appropriate or proper for the Rights Issue. The Board shall also be authorized to, subject to relevant laws and regulations, delegate such powers to any two of the three Directors, namely Mr. Li Ping, Mr. Zheng Qibao and Ms. Hou Rui, to jointly deal with all the matters in relation to the Rights Issue; and	1,322,995,603 (99.744569%)	3,388,000 (0.255431%)
As more than 2/3 of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.			

8.	The above special resolutions shall be valid for 12 months from the date of the approval by the Shareholders.	1,319,259,503 (99.463043%)	7,122,100 (0.536957%)
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 EGM, the Domestic Shareholders Class Meeting and the H Shareholders Class Meeting.

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

Beijing, PRC, 28 June 2011

As at the date of this announcement, our executive directors are Mr. Li Ping (Chairman), Mr. Zheng Qibao (President), Mr. Yuan Jianxing (Executive Vice President) and Ms. Hou Rui (Executive Vice President and Chief Financial Officer), our non-executive directors are Mr. Liu Aili and Mr. Zhang Junan, and our independent non-executive directors are Mr. Wang Jun, Mr. Chan Mo Po, Paul, Mr. Zhao Chunjun, Mr. Wu Shangzhi and Mr. Hao Weimin.