



中国通信服务
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: 0552)

NOTICE OF THE EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting of China Communications Services Corporation Limited (the “Company”) will be held at 10:00 a.m. on Wednesday, 12 December 2007 at Beijing Nan Yue Yuan Hotel, 186 Zheng Wang Fen, Feng Tai District, Beijing, PRC, to consider and, if thought fit, pass the following businesses:

ORDINARY RESOLUTIONS

1. **THAT** Mr. Zhang Zhiyong’s appointment as an executive director of the Company be considered and approved and shall take effect from the date of this resolution until 2 August 2009, and that any one of the directors of the Company be authorized to represent the Company in signing a service agreement with Mr. Zhang Zhiyong, and the Board be authorized to fix the remuneration of Mr. Zhang Zhiyong;
2. **THAT** Mr. Yuan Jianxing’s appointment as an executive director of the Company be considered and approved and shall take effect from the date of this resolution until 2 August 2009, and that any one of the directors of the Company be authorized to represent the Company in signing a service agreement with Mr. Yuan Jianxing, and the Board be authorized to fix the remuneration of Mr. Yuan Jianxing.

And as special business, to consider and, if thought fit, pass the following special resolution:

SPECIAL RESOLUTION

3. **THAT** the articles of association of the Company (the “Articles of Association”) be amended as follows:

Article 10.1 of the Articles of Association shall be restated as follows:

“The Company shall have a board of directors. The board of directors is accountable to the shareholders in general meeting. The board of directors shall consist of eleven directors, of which five shall be independent (non-executive) directors. The board of directors shall have one Chairman and one Vice-Chairman.”

THAT the directors of the Company be and are hereby authorized to take all actions which in their opinion are necessary or desirable to complete the procedures for the approval and/or registration or filing of the aforesaid amendments of the Articles of Association.

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

Beijing, PRC, 25 October 2007

Notes:

- (1) Profile of the proposed directors

Mr. Zhang Zhiyong, age 42, is an Executive Vice President and Chief Operating Officer of the Company in charge of operations, business development and mergers and acquisitions. Mr. Zhang is the Managing Director of the Sideline Industrial Management Department of China Telecommunications Corporation. Mr. Zhang received a bachelor’s degree in Radio Engineering from the Changchun Institute of Posts and Telecommunications in 1986 and received a master’s degree in Control Engineering from the Yanshan University in 2002 and an MBA from the BI Norwegian School of Management in 2005. Prior to joining China Telecommunications Corporation in November 2002, Mr. Zhang served as Deputy Director of the Qinhuangdao City Posts and Telecommunications Bureau, Director of the Qinhuangdao City Telecommunications Bureau, General Manager of Hebei Telecom Company Limited, Qinhuangdao Branch, and Deputy General Manager of China Telecom Beijing Telecom Co. Ltd. Mr. Zhang has 21 years of operational and management experience in the telecommunications industry in China.

Mr. Yuan Jianxing, age 52, is an Executive Vice President and Chief Financial Officer of the Company. Mr. Yuan received an MBA degree from the Ukrainian-American Humanitarian Institute “Wisconsin International University (USA) Ukraine” in 2002. Mr. Yuan served as Vice President and General Accountant of Hunan Telecom Company Limited from September 2004 to October 2006. Prior to that, he served as Finance Department Director of the Shanxi Provincial Post and Telecommunications Bureau, General Manager of the Shanxi Provincial Posts and Telecommunications Industrial Company, Director of the Xinzhou Post and Telecommunications Bureau in Shanxi Province, General Manager of Shanxi Telecom Company Limited, Taiyuan Branch, Deputy General Manager of Shanxi Telecom Company Limited and Deputy Managing Director of the Sideline Industrial Management Department of China Telecommunications Corporation. Mr. Yuan has over 29 years’ experience in the telecommunications industry.

After the appointments of Mr. Zhang Zhiyong and Mr. Yuan Jianxing as executive directors of the Company having been respectively approved at the shareholders' meeting, the Company will enter into a service contract with each of them for a term commencing from the date of the shareholders' resolution approving their appointment to 2 August 2009. The Board will determine the remuneration of Mr. Zhang and Mr. Yuan under their respective service contract with reference to their duties, responsibilities, experience as well as the current market situations, which the Company will announce once materialized.

Save as disclosed in this notice, Mr. Zhang Zhiyong and Mr. Yuan Jianxing did not hold any directorship in any other listed companies or take up any post in any affiliated companies of the Company in the past three years, and does not have any relationship with any other director, supervisor, senior management, substantial shareholder or controlling shareholder of the Company. Furthermore, Mr. Zhang Zhiyong and Mr. Yuan Jianxing do not have any equity interest in the Company within the meaning of Part XV of the Securities and Futures Ordinance. Save as disclosed herein, there is no other information relating to the appointments of Mr. Zhang Zhiyong and Mr. Yuan Jianxing to be disclosed pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited nor any matter which needs to be brought to the attention of the shareholders of the Company.

(2) Proposed amendments to the Articles of Association

Due to the proposed increase in the number of directors, Article 10.1 of the Articles of Association will need to be amended.

According to the Articles of Association and the relevant laws and regulations, the proposed amendments are subject to the approval of the shareholders by way of special resolutions at the extraordinary general meeting.

As the Articles of Association only exist in Chinese, the Chinese text of the proposed resolution shall prevail over the English text.

(3) Closure of the register of members

The register of members of the Company will be closed from 12 November 2007 (Monday) to 12 December 2007 (Wednesday) (both days inclusive).

(4) Buyers who submit the share transfer application forms to the Company's share registrar before 4:30 p.m. on Friday, 9 November 2007 and then register as shareholders on the register of members of the Company are entitled to attend the extraordinary general meeting.

(5) Each shareholder entitled to attend and vote at the extraordinary general meeting may appoint one or more proxies to attend and vote on his behalf at the extraordinary general meeting. A proxy need not be a shareholder.

(6) To be valid, the form of proxy together with the power of attorney or other authorization document (if any) signed by the authorized person or notarially certified power of attorney must be delivered to the Office of the Board of the Company for holders of domestic shares or to the Computershare Hong Kong Investor Services Limited for holders of H shares not less than 24 hours before the designated time for the holding of the extraordinary general meeting. Completion and return of a form of proxy will not preclude a shareholder from attending in person and voting at the extraordinary general meeting if he so wishes.

The address of the share registrar for the Company's H shares is as follows:

Computershare Hong Kong Investor Services Limited
Room 1806-1807, 18th Floor, Hopewell Centre
183 Queen's Road East
Wanchai, Hong Kong

(7) A proxy of a shareholder may vote by hand or vote on a poll, but a proxy of a shareholder who has appointed more than one proxy may only vote on a poll.

(8) The extraordinary general meeting is expected to last for half a day and shareholders (in person or by proxy) attending the extraordinary general meeting shall be responsible for their own transport and accommodation expenses.

- (9) The registration procedure for attending the extraordinary general meeting:
- (a) shareholders attending the extraordinary general meeting in person or by proxy shall present their identity certification. If the attending shareholder is a corporation, its legal representative or person authorized by the board or other decision making authority shall present a copy of the relevant resolution of the board or other decision making authority in order to attend the extraordinary general meeting.
 - (b) shareholders intending to attend the extraordinary general meeting shall return the attendance slip via hand delivery, mail or fax to the Office of the Board of the Company on or before Wednesday, 21 November 2007.
- (10) The address of the Office of the Board is as follows:
- 31 Jinrong Street
Xincheng District, Beijing 100032, PRC
Contact person: Chung Wai Cheung, Terence
Telephone: (8610) 5850 2290
Facsimile: (8610) 5850 1534
- (11) As at the date of this notice, our Chairman and non-executive director is Wang Xiaochu, our Vice Chairman, Chief Executive Officer and executive director is Li Ping, our non-executive directors are Liu Aili and Zhang Junan, and our independent non-executive directors are Wang Jun, Chan Mo Po, Paul, Zhao Chunjun, Wu Shangzhi and Hao Weimin.