

IMPORTANT

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in China Communications Services Corporation Limited, you should at once hand this circular together with the accompanying form of proxy to the purchaser or other transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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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: 552)

**PROPOSED RE-ELECTION OF DIRECTORS AND SUPERVISORS
PROPOSED AMENDMENTS TO ARTICLES OF ASSOCIATION**

A letter from the Board of China Communications Services Corporation Limited is set out on pages 3 to 9 of this circular.

A notice dated 16 June 2009 convening an extraordinary general meeting of the Company to be held at 10:00 a.m. on Friday, 31 July 2009 at No.19 Chaoyangmen Beidajie, Dongcheng District, Beijing, PRC is set out on pages 14 to 18 of this circular. Whether or not you are able to attend the meeting, you are requested to complete the enclosed form of proxy in accordance with the instructions printed thereon as soon as practicable and in any event by not later than 24 hours before the time appointed for holding the meeting or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the meeting or at any adjourned meeting should you so wish.

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DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions have the meanings:

“Articles of Association”	the articles of association of the Company, as amended, modified or otherwise supplemented from time to time
“Board”	the board of directors of the Company
“Company”	China Communications Services Corporation Limited (中國通信服務股份有限公司), a joint stock limited company incorporated in the PRC with limited liability on 30 August 2006, whose H Shares are listed on the Stock Exchange
“Corporate Communications”	means any document issued or to be issued by an issuer for the information or action of holders of any of its securities, including but not limited to: <ul style="list-style-type: none">(a) the directors’ report, its annual accounts together with a copy of the auditors’ report and, where applicable, its summary financial report;(b) the interim report and, where applicable, its summary interim report;(c) a notice of meeting;(d) a listing document;(e) a circular; and(f) a proxy form
“Director(s)”	the director(s) of the Company
“EGM”	the extraordinary general meeting of the Company to be convened on 31 July 2009, the notice of which is set out in this circular, or any adjournment thereof
“H Share(s)”	overseas listed foreign invested shares in the Company’s issued share capital with a par value of RMB1.00 per share which are listed on the Stock Exchange
“Hong Kong”	Hong Kong Special Administrative Region of the PRC
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Mandatory Provision”	means the Mandatory Provisions for Articles of Association of Companies Listing Overseas (“到境外上市公司章程必備條款”)

DEFINITIONS

“PRC”	the People’s Republic of China (excluding, for the purposes of this circular, Hong Kong, Macau and Taiwan)
“RMB”	Renminbi, the lawful currency of the PRC
“SFO”	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
“Shareholders”	the shareholders of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Supervisor(s)”	the supervisor(s) of the Company
“Supervisory Committee”	the supervisory committee of the Company

LETTER FROM THE BOARD



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: 552)

Executive Directors:

Li Ping (*Chairman*)
Zhang Zhiyong
Yuan Jianxing

Non-executive Directors:

Liu Aili
Zhang Junan

Independent Non-executive Directors:

Wang Jun
Chan Mo Po, Paul
Zhao Chunjun
Wu Shangzhi
Hao Weimin

Registered office:

Level 5
No.2 and B
Fuxingmen South Avenue
Xicheng District
Beijing, PRC

Place of business

in Hong Kong:
Room 3203-3205
Great Eagle Centre
23 Harbour Road
Wanchai
Hong Kong

16 June 2009

To the shareholders

Dear Sir or Madam,

PROPOSED RE-ELECTION OF DIRECTORS AND SUPERVISORS
PROPOSED AMENDMENTS TO ARTICLES OF ASSOCIATION

1. INTRODUCTION

The purpose of this circular is to provide you with information regarding the resolutions to be approved at the EGM relating to the proposed re-election of members to the second session of the Board and the Supervisory Committee, and the proposed amendments to Articles of Association.

LETTER FROM THE BOARD

2. PROPOSED RE-ELECTION OF MEMBERS TO THE SECOND SESSION OF THE BOARD AND THE SUPERVISORY COMMITTEE

The term of office of the current session of the members of the Board and the Supervisory Committee will expire on 2 August 2009.

The following persons have been nominated for, and agreed to their re-election as members of the second session of the Board or the Supervisory Committee. Separate ordinary resolutions to approve their re-election will be proposed at the EGM for the Shareholders' consideration and approval.

	Position in the Company	Proposals
Proposed Directors		
Li Ping	Executive Director (Chairman)	Re-elected to be Director
Zhang Zhiyong	Executive Director (President)	Re-elected to be Director
Yuan Jianxing	Executive Director (Executive Vice President and Chief Financial Officer)	Re-elected to be Director
Liu Aili	Non-executive Director	Re-elected to be Director
Zhang Junan	Non-executive Director	Re-elected to be Director
Wang Jun	Independent Non-executive Director	Re-elected to be Director
Chan Mo Po, Paul	Independent Non-executive Director	Re-elected to be Director
Zhao Chunjun	Independent Non-executive Director	Re-elected to be Director
Wu Shangzhi	Independent Non-executive Director	Re-elected to be Director
Hao Weimin	Independent Non-executive Director	Re-elected to be Director
Proposed Supervisors		
Xia Jianghua	Supervisor representing the Shareholders (Chairperson)	Re-elected to be Supervisor
Hai Liancheng	Supervisor representing the Shareholders (Independent Supervisor)	Re-elected to be Supervisor

The brief information concerning the above proposed directors and supervisors (collectively called "Nominee(s)") is set out in Appendix I of this circular. The supervisor representing the employees of the Company shall be elected by the employees of the Company. The results of such election will be announced separately.

Except for those stated in Appendix I of this circular, no Nominee has held any directorship in any other listed companies or taken up a post in any affiliated companies of the Company in the past three years. In addition, except for those stated in Appendix I, no Nominee has any relationship with any other Director, Supervisor, senior management, substantial shareholder or controlling shareholder of the Company. No Nominee has any equity interest in the Company within the meaning of Part XV of the SFO.

The Nominees will be re-elected subject to approval by Shareholders at the EGM, and their terms will be effective from 31 July 2009. It is expected that each of the Nominees will enter into a service contract with the Company (with effect from 31 July 2009 for a term of three years until the annual general meeting of the Company for the year 2011 to be held in 2012).

LETTER FROM THE BOARD

After obtaining the relevant approval from Shareholders at the EGM, the Board and the Supervisory Committee will have the authority to determine the remuneration of each Director and Supervisor, respectively. The Board and the Supervisory Committee will determine the remuneration of each Director and Supervisor with reference to their duties, responsibilities, experience as well as the current market situations. A further announcement will be made following the determination of their remuneration.

Except for those stated in this circular, the Company considers that there is no other information relating to the Nominees to be disclosed pursuant to Rule 13.51(2) of the Listing Rules nor any matter which needs to be brought to the attention of the Shareholders.

The Board has decided that, after obtaining Mr. Wang Xiaochu's consent, Mr. Wang will continue to serve as Honorary Chairman of the Company. As Honorary Chairman, Mr. Wang is not a member of the Board and does not have any power or right to vote on any matters considered at any Board meetings.

3. PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The Board proposed the following amendments to the Articles of Association for Shareholders' approval at the EGM.

(i) Proposed amendment to Article 3.6 regarding change of shareholding in the Company

As disclosed in the prospectus of the Company dated 8 December 2006 and the announcement of the Company dated 25 March 2009, China Telecommunications Corporation has completed its transfer of a total of 506,880,000 and 236,300,000 ordinary domestic shares in the Company to China Mobile Communications Corporation and China United Network Communications Group Company Limited respectively. In order to reflect the change in the shareholding of the Company resulting from such transfer, the Board proposed the following amendment to Article 3.6 of the Articles of Association be approved by shareholders at the EGM:

The current wording of Article 3.6 reads:

“The Company's shareholding structure is as follows: the Company has 5,771,682,000 ordinary shares in issue, among which, China Telecommunications Corporation, the promoter of the Company, holds 3,454,854,182 shares, representing 59.86% of the total issued ordinary shares of the Company; holders of the rest of the domestic shares of the Company: Guangdong Telecom Industry Group Corporation and Zhejiang Telecom Industry Corporation, each holds 236,313,086 shares and 87,664,532 shares respectively, representing 4.09% and 1.52% of the total issued ordinary shares of the Company, the holders of overseas listed foreign invested shares of the Company (namely, H Shares of the Company) hold a total of 1,992,850,200 shares, representing 34.53% of the total issued ordinary shares of the Company.”

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It is proposed that Article 3.6 be amended in its entirety to read as follows:

“The Company’s shareholding structure is as follows: the Company has 5,771,682,000 ordinary shares in issue, among which, China Telecommunications Corporation, the promoter of the Company, holds 3,035,651,800 shares, representing 52.60% of the total issued ordinary shares of the Company; holders of the rest of the domestic shares of the Company: China Mobile Communications Corporation and China United Network Communications Group Company Limited, each holds 506,880,000 shares and 236,300,000 shares respectively, representing 8.78% and 4.09% of the total issued ordinary shares of the Company; the holders of the overseas listed foreign invested shares of the Company (namely, H Shares of the Company) hold a total of 1,992,850,200 shares, representing 34.53% of the total issued ordinary shares of the Company.”

(ii) Proposed amendments to Article 25 regarding dispatch and provision of Corporate Communications

In line with the trend towards environment-friendly means of communicating with shareholders and in order to save mailing and printing costs and increase efficiency in such communication, the Company intends to adopt electronic means or use the Company’s website for the dispatch or supply of Corporate Communications to the Shareholders pursuant to Rule 2.07A of the Listing Rules. Accordingly, the Board proposed the following amendments to Article 25 of the Articles of Association be approved by shareholders at the EGM.

Proposed amendment to Article 25.1

The current wording of Article 25.1 reads as:

“Unless provided otherwise in the Articles of Association, the Company should assign people to send, or post notices, information or written announcements to each shareholder of overseas listed foreign shares according to his address as appearing in the Company’s register of shareholders.”

It is proposed that Article 25.1 be amended in its entirety to read as follows:

“Corporate communications include but not limited to directors’ report, circulars, annual reports, interim reports, quarterly reports, notices of shareholders’ general meetings, and other types of corporate communications as specified in the Listing Rules. If the Company has properly complied with all applicable laws, regulations and rules which include but not limited to rules of designated stock exchange, and obtained all necessary consents as required, if any, the corporate communications may be delivered by the following means:

- (i) by designated person;
- (ii) by mail;
- (iii) by way of announcement;
- (iv) by fax or electronic mail;

LETTER FROM THE BOARD

- (v) by way of publishing information on websites designated by the Company and Stock Exchange;
- (vi) by other means as approved by relevant regulatory authorities where the shares of the Company listed or in accordance with the Articles of Association.

Notwithstanding any other provisions that provide otherwise, regarding the provision and/or dispatch of any corporate communications to its H Share Shareholders according to the Listing Rules, if the Company has obtained prior written consent or deemed consent (as provided under the Listing Rules) from its Shareholders as required by and in accordance with relevant applicable laws and regulations and the Listing Rules, as amended from time to time, the Company may dispatch or provide corporate communications to its shareholders by electronic means or by making such corporate communication(s) available for view on its website.”

Proposed amendment to Article 25.2

The current wording of Article 25.2 reads as:

“Where a notice is sent by post, the notice shall be put into a clearly addressed and prepaid postage envelope. Such notice is deemed to be delivered after 48 hours since when the envelope has been sent off.”

It is proposed that Article 25.2 be amended in its entirety to read as follows:

“Regarding to any corporate communications:

- (i) if delivered by designated person, the corporate communications are deemed to be delivered or sent on the date which they are delivered by the designated person;
- (ii) if sent or delivered by mail, where a notice is sent by post, the notice shall be put into a clearly addressed and prepaid postage envelope. Such notice is deemed to be delivered after 48 hours since when the envelope has been sent off;
- (iii) if delivered by announcement, the date of delivery shall be the date on which the announcement is first published, provided that the announcement is published on designated newspapers in accordance with relevant rules and regulations;
- (iv) if delivered by fax or electronic mail, the date of delivery shall be the date on which the fax or email is delivered;
- (v) If the Company provides or dispatches corporate communications via its website, the corporate communications are deemed to be sent and delivered on one of the following dates, whichever is later: (1) the date on which the notification required is sent; or (2) if later, the date on which the corporate communication first appears on the website after that notification is sent.”

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New provision added as Article 25.3 and re-numbering of the articles following Article 25.3

It is proposed that the following wording is added to the Articles of Association as Article 25.3, and the numbering of the provisions of the Articles of Association following this new Article 25.3 shall be adjusted accordingly:

“If corporate communications are required to be delivered, posted, dispatched, published or provided in both English and Chinese versions by the listing rules of the stock exchange where the shares of the Company are listed, provided that the Company has complied with applicable laws and regulations and has accordingly made arrangements accordingly, to seek the Shareholders’ election to receive only English version or only Chinese version of such corporate communications, the Company may, according to the Shareholders’ election, deliver only English version or Chinese version of such corporate communications to relevant Shareholders.”

Each of the proposed amendments set out in this circular requires Shareholders’ approval by way of a special resolution. In addition, the proposed amendments relating to the provisions and/or dispatch of corporate communications may have an effect on the application of the Mandatory Rules and shall also be subject to approval by relevant authorities.

Shareholders should be aware that the Articles of Association was adopted in Chinese only and no official translation is available. The English text of the Articles of Association (or the proposed amendments thereof) as stated in this circular is only an unofficial translation prepared for reference only. The Chinese version of the Articles of Association shall prevail in case there is discrepancy in the translation and/or inconsistency between the two versions.

4. EGM

A notice convening the EGM is set out on pages 14 to 18 of this circular. The relevant forms of proxy and attendance slip are enclosed. Shareholders who intend to attend the EGM are required to return the attendance slip to the Company on or before Friday, 10 July 2009.

Whether or not Shareholders are able to attend the EGM, they are requested to complete and return the enclosed form of proxy to (for holders of domestic shares of the Company) the Company’s office of the Board of Directors, No. 19 Chaoyangmen Beidajie, Dongcheng District, Beijing 100010, PRC or (for holders of H Shares) Computershare Hong Kong Investor Services Limited, Room 1806–1807, 18th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong, as soon as practicable and in any event by not later than 24 hours before the time designated for holding the EGM. Completion and return of the form of proxy will not preclude Shareholders from attending and voting in person at the EGM should they so wish.

According to Rule 13.39(4) of the Listing Rules, any vote of Shareholders at a general meeting must be taken by poll. Therefore, all resolutions at the EGM will be voted by poll.

LETTER FROM THE BOARD

5. RECOMMENDATIONS

The Company considers that the aforesaid matters proposed to be approved at the EGM, including the re-election of Directors and Supervisors and the proposed amendments to the Articles of Association are in the interests of the Company and its shareholders as a whole, and recommend the Shareholders to vote in favor of the relevant resolutions to be proposed at the EGM.

By order of the Board
China Communications Services Corporation Limited
Li Ping
Chairman

PROPOSED DIRECTORS

Mr. LI Ping, 55, is the Chairman of our Board of Directors and an Executive Director of our Company. Until 8 April 2008, Mr. Li was the Vice Chairman of our Board of Directors and our Chief Executive Officer.

Mr. Li is also a Vice President of China Telecommunications Corporation and Executive Vice President of China Telecom Corporation Limited. Prior to joining China Telecommunications Corporation in August 2000, Mr. Li held positions such as the Chairman and President of China Telecom (Hong Kong) International Limited, Vice Chairman and Executive Vice President of China Mobile Limited and Deputy Director General of the Directorate General of Telecommunications (the “DGT”) of the former Ministry of Posts and Telecommunications (the “MPT”) of the PRC. Mr. Li was the Joint Company Secretary of China Telecom Corporation Limited until 26 October 2006 and an Executive Director of China Telecom Corporation Limited until 8 September 2008. Mr Li graduated from the Beijing Institute of Posts and Telecommunications in 1976 with a major in Radio Telecommunications and is a senior engineer. He also received an MBA degree from the State University of New York at Buffalo, U.S.A. in 1989. Mr. Li has extensive administrative experience in the management of listed companies and has 33 years of operational and management experience in the telecommunications industry in China.

Mr. ZHANG Zhiyong, 44, is the President and an Executive Director of our Company, in charge of operations, business development, mergers and acquisitions. Until 8 April 2008, Mr. Zhang was our Executive Vice President and Chief Operating Officer.

Mr. Zhang is also 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 23 years of operational and management experience in the telecommunications industry in China.

Mr. YUAN Jianxing, 54, is an Executive Director, Executive Vice President and Chief Financial Officer of our 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 the Finance Department Director of Shanxi Provincial Post and Telecommunications Bureau, the General Manager of Shanxi Provincial Posts and Telecommunications Industrial Company, Director of Xinzhou Post and Telecommunications Bureau in Shanxi Province, the General Manager of Taiyuan Branch of Shanxi Telecom Company Limited, 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 31 year experience in the telecommunications industry.

Mr. LIU Aili, 45, is a Non-Executive Director of our Company.

Mr. Liu is an Executive Director and a Vice President of China Mobile Limited. He is also a Vice President of China Mobile Communications Corporation and Chairman of CMPak Limited, Pakistan. Mr. Liu graduated from Heilongjiang Posts and Telecommunications School with an associate degree and completed a post-graduate program in economics at Shandong University. Mr. Liu also received a master of management degree from the Norwegian School of Management BI and a doctoral degree in Business Administration from Hong Kong Polytechnic University. Mr. Liu previously served as Deputy Director General of Shandong Mobile Telecommunications Administration, Director General of Shandong Mobile Telecommunications Administration and General Manager of Shandong Mobile Communications Enterprises, Vice President of Shandong Mobile Communications Company, Director-General of the Network Department of China Mobile Communications Corporation, Chairman and President of Shandong Mobile and Zhejiang Mobile. He is a professor-level senior engineer with over 26 years of management experience in the telecommunications industry.

Mr. ZHANG Junan, 52, is a Non-Executive Director of our Company.

Mr. Zhang is a Vice President of China United Network Communications Group Company Limited (previously known as China United Telecommunications Corporation) (“China Unicom”), a Senior Vice President of China Unicom (Hong Kong) Limited (previously known as China Unicom Limited) and the President of China United Telecommunications Corporation Mobile Communications Company Limited. Until 15 October 2008, Mr. Zhang was an Executive Director of China Unicom (Hong Kong) Limited. Mr. Zhang graduated from the Nanjing University of Posts and Telecommunications majoring in carrier communication in 1982, received a master’s degree in Business Administration from the National Australian University in 2002 and received a Doctor of Business Administration from Hong Kong Polytechnic University in October 2008. Prior to joining China Unicom in December 2005, Mr. Zhang served as Deputy General Manager and General Manager of the Anhui Provincial Telecommunication Company, and Chairman and General Manager of Anhui Provincial Telecommunication Co., Ltd. Mr. Zhang had served as Director of Bengbu Municipal Posts and Telecommunications Bureau in Anhui Province and Deputy Director of Anhui Provincial Posts and Telecommunications Bureau. Mr. Zhang has long and extensive management experience in the telecommunications industry.

Mr. WANG Jun, 68, is an Independent Non-Executive Director of our Company.

Mr. Wang graduated from the Harbin Engineering Institute in the PRC. Mr. Wang was the former Chairman of China International Trust and Investment Corporation (“CITIC”). After his retirement in July 2006, he became the Executive Director and Chairman of the Board of Directors of CITIC 21CN Company Limited and the Chairman and Executive Director of Goldbond Group Holdings Limited. Until 17 April 2008, Mr. Wang was a Non-Executive Director and Honorary Chairman of HKC (Holdings) Limited.

Mr. CHAN Mo Po, Paul, 54, is an Independent Non-Executive Director of our Company.

Mr. Chan is a member of the Legislative Council of HKSAR, representing the Accountancy Constituency. He is the Chairman of PCP CPA Limited. He is also an Independent Non-Executive Director of publicly listed Kingmaker Footwear Holdings Limited, Hong Kong Economic Times Holdings Limited and The Wharf (Holdings) Limited. Until 1 January 2009, Mr. Chan was an Independent Non-Executive Director of China Resources Land Limited. Mr. Chan is a graduate of The Chinese University of Hong Kong where he obtained both his bachelor's and master's degrees in Business Administration. Mr. Chan is a Practising Certified Public Accountant in Hong Kong. He is a fellow member of the Hong Kong Institute of Certified Public Accountants ("HKICPA"), the Association of Chartered Certified Accountants ("ACCA"), CPA Australia, the Society of Chinese Accountants and Auditors, the Taxation Institute of Hong Kong and the Hong Kong Institute of Company Secretaries. Mr. Chan has over 30 years' experience in both professional and commercial fields and is a former president of the HKICPA and a former Chairman of the ACCA — Hong Kong. In 2006, he was awarded a Medal of Honour by the Government of HKSAR and in 2007, he was appointed a Justice of the Peace. In 2008, he was appointed a member of Shanghai City's Chinese People's Political Consultative Conference. In February 2008, he has also been appointed as an advisor to the Accounting Standards Committee of the Ministry of Finance of PRC.

Mr. ZHAO Chunjun, 68, is an Independent Non-Executive Director of our Company.

Mr. Zhao is an Independent Non-Executive Director of Daheng New Epoch Technology, Inc., a company listed in the PRC. Mr. Zhao is also a supervisor of Tsinghua Tongfang Co., Limited, which is also a company listed in the PRC. Mr. Zhao graduated from Tsinghua University in the PRC. He was Dean of the School of Economics and Management of Tsinghua University between June 2001 and October 2005, having previously served as First Vice Dean between January 1987 and June 2001.

Mr. WU Shangzhi, 59, is an Independent Non-Executive Director of our Company.

Mr. Wu is the founder and Managing Partner of CDH China Holdings Management Company Limited ("CDH"). Prior to joining CDH, Mr. Wu was a general manager of the Direct Investment Department, Managing Director and member of the Management Committee of China International Capital Corporation (CICC) and he was also a Director of Focus Media Holdings Limited, a company listed on Nasdaq in the United States. Mr. Wu served as an Officer at the World Bank and the International Finance Corporation from 1984 to 1993. Mr. Wu graduated from the Massachusetts Institute of Technology with a Ph.D. degree in Mechanical Engineering and a M.S. in Management of Technology.

Mr. HAO Weimin, 74, is an Independent Non-Executive Director of our Company.

Mr. Hao graduated from the PLA Zhangjiakou Institute of Communications Engineering, and the Beijing Institute of Posts and Telecommunications in 1953 and 1963 respectively. He is a professor-level senior engineer with over 50 years' experience in the telecommunications industry. Mr. Hao is the Vice Chairman of the China Association of Communications Enterprises and is also a standing committee member of the telecommunication technology committee and the radio frequency planning and consulting committee of the Ministry of Industry and Information Technology (previously known as Ministry of Information and Posts). From 1983 to 1986, Mr. Hao was sent to the United States as a

visiting scholar to carry out telecommunications research on GTE Network Systems at Stanford University. Mr. Hao has been involved in management and research projects in the fields of management of technology, data communication, satellite communication, network planning and international communication since his return from the United States. Mr. Hao was a Deputy Director-General and Chief Engineer of the DGT of the former MPT and a Vice Chairman and the General Manager of China Orient Telecomm Satellite Co., Limited prior to December 2003.

PROPOSED SUPERVISORS

Ms. XIA Jianghua, 50, is Chairperson of the Supervisory Committee.

Ms. Xia is Vice Director of Auditing Office and Division-Director of its Construction Auditing Division of China Telecommunications Corporation. Ms. Xia is also a Supervisor of China Telecom Group North Corporation. Ms. Xia is a senior auditor. Prior to joining China Telecommunications Corporation, Ms. Xia served as Vice-Divisional Director of the Auditing Bureau of MPT, Vice-Divisional Director (standing) of the Auditing Division of DGT. Ms. Xia has over 24 year management and auditing experience in the telecommunications industry.

Mr. HAI Liancheng, 64, is an Independent Supervisor of our Company.

Mr. Hai studied at the Civil Aviation College and Chinese Communist Party's (CPC) School, and obtained a college diploma. Mr. Hai has served as Vice-Divisional Director and Divisional Director of the Financial Division of the Financial Department of CAAC, Vice-Director and Director of the Financial Department of CAAC, General Manager of China Aviation Oil Supply Corporation, and Vice General Manager of China Aviation Oil Holding Company. From September 2001 to February 2006, Mr. Hai served as Chairman of South China BlueSky Aviation Oil Co., Ltd and China Aviation Oil Corporation Ltd. Mr. Hai is the Director General of the Civil Aviation Administration of China (CAAC) Sub-association of the China Association of Chief Financial Officers and Chairman of the CAAC Training Centre for Accounting and Auditing since January 2006. Mr. Hai is employed by PICC Property and Casualty Co. Ltd. as consultant since June 2007. Since October 2007, Mr. Hai is the Chairman of Zhong Peng Certified Public Accountants Ltd.



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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)

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 Friday, 31 July 2009, at No. 19, Chaoyangmen Beidajie, Dongcheng District, Beijing, PRC for the purposes of considering and, if thought fit, passing, with or without modifications, the following resolutions:

ORDINARY RESOLUTIONS

1. To consider and approve, by way of separate ordinary resolutions, each of the following resolutions in relation to the re-election of the members of the second session of the board of directors of the Company:

- 1.1 **THAT** the re-election of Li Ping as a director of the Company be and is hereby considered and approved, with effect from 31 July 2009 for a term of three years until the annual general meeting of the Company for the year 2011 to be held in 2012;

THAT any director of the Company be and is hereby authorized to sign on behalf of the Company the director's service contract with Li Ping, and **THAT** the board of directors of the Company be and is hereby authorized to determine his remuneration.

- 1.2 **THAT** the re-election of Zhang Zhiyong as a director of the Company be and is hereby considered and approved, with effect from 31 July 2009 for a term of three years until the annual general meeting of the Company for the year 2011 to be held in 2012;

THAT any director of the Company be and is hereby authorized to sign on behalf of the Company the director's service contract with Zhang Zhiyong, and **THAT** the board of directors of the Company be and is hereby authorized to determine his remuneration.

- 1.3 **THAT** the re-election of Yuan Jianxing as a director of the Company be and is hereby considered and approved, with effect from 31 July 2009 for a term of three years until the annual general meeting of the Company for the year 2011 to be held in 2012;

THAT any director of the Company be and is hereby authorized to sign on behalf of the Company the director's service contract with Yuan Jianxing, and **THAT** the board of directors of the Company be and is hereby authorized to determine his remuneration.

- 1.4 **THAT** the re-election of Liu Aili as a director of the Company be and is hereby considered and approved, with effect from 31 July 2009 for a term of three years until the annual general meeting of the Company for the year 2011 to be held in 2012;

THAT any director of the Company be and is hereby authorized to sign on behalf of the Company the director's service contract with Liu Aili, and **THAT** the board of directors of the Company be and is hereby authorized to determine his remuneration.

- 1.5 **THAT** the re-election of Zhang Junan as a director of the Company be and is hereby considered and approved, with effect from 31 July 2009 for a term of three years until the annual general meeting of the Company for the year 2011 to be held in 2012;

THAT any director of the Company be and is hereby authorized to sign on behalf of the Company the director's service contract with Zhang Junan, and **THAT** the board of directors of the Company be and is hereby authorized to determine his remuneration.

- 1.6 **THAT** the re-election of Wang Jun as an independent director of the Company be and is hereby considered and approved, with effect from 31 July 2009 for a term of three years until the annual general meeting of the Company for the year 2011 to be held in 2012;

THAT any director of the Company be and is hereby authorized to sign on behalf of the Company the director's service contract with Wang Jun, and **THAT** the board of directors of the Company be and is hereby authorized to determine his remuneration.

- 1.7 **THAT** the re-election of Chan Mo Po, Paul as an independent director of the Company be and is hereby considered and approved, with effect from 31 July 2009 for a term of three years until the annual general meeting of the Company for the year 2011 to be held in 2012;

THAT any director of the Company be and is hereby authorized to sign on behalf of the Company the director's service contract with Chan Mo Po, Paul, and **THAT** the board of directors of the Company be and is hereby authorized to determine his remuneration.

- 1.8 **THAT** the re-election of Zhao Chunjun as an independent director of the Company be and is hereby considered and approved, with effect from 31 July 2009 for a term of three years until the annual general meeting of the Company for the year 2011 to be held in 2012;

THAT any director of the Company be and is hereby authorized to sign on behalf of the Company the director's service contract with Zhao Chunjun, and **THAT** the board of directors of the Company be and is hereby authorized to determine his remuneration.

1.9 **THAT** the re-election of Wu Shangzhi as an independent director of the Company be and is hereby considered and approved, with effect from 31 July 2009 for a term of three years until the annual general meeting of the Company for the year 2011 to be held in 2012;

THAT any director of the Company be and is hereby authorized to sign on behalf of the Company the director's service contract with Wu Shangzhi, and **THAT** the board of directors of the Company be and is hereby authorized to determine his remuneration.

1.10 **THAT** the re-election of Hao Weimin as an independent director of the Company be and is hereby considered and approved, with effect from 31 July 2009 for a term of three years until the annual general meeting of the Company for the year 2011 to be held in 2012;

THAT any director of the Company be and is hereby authorized to sign on behalf of the Company the director's service contract with Hao Weimin, and **THAT** the board of directors of the Company be and is hereby authorized to determine his remuneration.

2. To consider and approve, by way of separate ordinary resolutions, each of the following resolutions in relation to the re-election of the members of the second session of the supervisory committee of the Company (supervisors who represent the shareholders):

2.1 **THAT** the re-election of Xia Jianghua as a supervisor of the Company be and is hereby considered and approved, with effect from 31 July 2009 for a term of three years until the annual general meeting of the Company for the year 2011 to be held in 2012.

2.2 **THAT** the re-election of Hai Liancheng as a supervisor of the Company be and is hereby considered and approved, with effect from 31 July 2009 for a term of three years until the annual general meeting of the Company for the year 2011 to be held in 2012.

2.3 **THAT** any director of the Company be and is hereby authorized to sign on behalf of the Company the supervisor's service contract with each supervisor, and **THAT** the supervisory committee of the Company be and is hereby authorized to determine the supervisor's remuneration.

SPECIAL RESOLUTIONS

3. To consider and approve, by way of separate special resolutions, the following amendments to the articles of association of the Company as detailed in the circular of the Company dated 16 June 2009:

3.1 Proposed amendments to Article 3.6 regarding change of shareholding in the Company.

APPENDIX II NOTICE OF THE EXTRAORDINARY GENERAL MEETING

3.2 Proposed amendments to Article 25 regarding dispatch and provision of corporate communications.

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

Beijing, PRC, 16 June 2009

Notes:

- (1) Details of the resolutions set out in this notice are set out in the circular to shareholders dated 16 June 2009 (the "Circular"). Capitalised terms used in this notice shall have the same meanings ascribed to such terms in the Circular.
- (2) Buyers who submit the share transfer application forms to the Company's share registrar before 4:30 p.m. on Tuesday, 30 June 2009 and then register as shareholders on the register of members of the Company are entitled to attend the extraordinary general meeting.
- (3) 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. Each shareholder who wishes to appoint one or more proxies should first review the Circular, which is expected to be dispatched to shareholders at around 16 June 2009.
- (4) 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 notary-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
1806-1807, 18/F., Hopewell Centre
183 Queen's Road East
Wanchai, Hong Kong

- (5) 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 its board or other decision making authority shall present a copy of the relevant resolution of its 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 Friday, 10 July 2009.
- (6) Closure of the register of members:

The register of members of the Company will be closed from Wednesday, 1 July 2009 to Friday, 31 July 2009 (both days inclusive).

- (7) 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.

APPENDIX II	NOTICE OF THE EXTRAORDINARY GENERAL MEETING
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- (8) The address of the Office of the Board is as follows:

No. 19, Chaoyangmen Beidajie
Dongcheng District, Beijing 100010, PRC

Contact person: Chung Wai Cheung, Terence
Telephone: (8610) 5850 2290
Facsimile: (8610) 5850 1534

- (9) All proposed resolutions in this notice shall be voted as a single resolution only and voted by poll.

- (10) As at the date of this notice, our executive directors are Mr. Li Ping (Chairman), Mr. Zhang Zhiyong (President) and Mr. Yuan Jianxing (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.