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CHINA TOWER
中国铁塔 
China Tower Corporation Limited
中國鐵塔股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 0788)

REVISED NOTICE OF EXTRAORDINARY GENERAL MEETING

Reference is made to the notice of the extraordinary general meeting (the “**Original Notice**”) of China Tower Corporation Limited (the “**Company**”) dated 14 June 2019, which sets out the time and venue of the extraordinary general meeting of the Company for the year 2019 (the “**EGM**”) and contains the resolution to be considered and approved by the shareholders of the Company (the “**Shareholders**”) at the EGM. Reference is also made to the announcement (the “**Announcement**”) of the Company dated 16 July 2019, which contains details in relation to the resignation and proposed appointment of supervisor of the Company. Accordingly, the supervisory committee of the Company (the “**Supervisory Committee**”) resolved to approve the submission of an additional resolution for the proposed appointment of supervisor to the EGM for Shareholders’ consideration and approval. The procedure for the submission of the proposed additional resolution was in compliance with relevant provisions of the PRC Company Law.

All resolutions to be proposed at the EGM are now set out in this revised notice (the “**Revised Notice**”) as follows. Unless otherwise defined, capitalized terms used herein shall have the same meanings as those defined in the Original Notice and the Announcement.

REVISED NOTICE IS HEREBY GIVEN that the EGM will be held at 10:00 a.m. on 31 July 2019 at Room 303, 3/F, Block A, Yuhui Tower, No. 73, Fucheng Road, Haidian District, Beijing, China, to consider and, if thought fit, pass the following businesses:

ORDINARY RESOLUTIONS

1. **THAT** the appointment of Mr. Gu Xiaomin as an executive director of the Company; **THAT** any director of the Company be and is hereby authorized to sign on behalf of the Company the director’s service contract with Mr. Gu Xiaomin, and **THAT** the Board be and is hereby authorized to determine his remuneration.

2. **THAT** the appointment of Ms. Li Tienan as a supervisor of the Company; **THAT** any director of the Company be and is hereby authorized to sign on behalf of the Company the supervisor's service contract with Ms. Li Tienan.

By Order of the Board
China Tower Corporation Limited
Chu Ka Yee
Company Secretary

Hong Kong, 17 July 2019

Notes:

- (1) Biographical details of Mr. Gu and Ms. Li within the aforesaid resolutions No. 1 and 2 are set out in Appendix to the Revised Notice.
- (2) The H share register of members of the Company will be closed, for the purpose of determining the entitlement of H share shareholders of the Company to attend the EGM, from Monday, 1 July 2019 to Wednesday, 31 July 2019 (both days inclusive), during which period no transfer of H shares of the Company will be registered. In order to attend the EGM, all share transfers, accompanied by the relevant share certificates, must be lodged for registration with Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not later than 4:30 p.m. on Friday, 28 June 2019. Holders of H share of the Company who are registered with Computershare Hong Kong Investor Services Limited on Wednesday, 31 July 2019 are entitled to attend the EGM.
- (3) Each Shareholder entitled to attend and vote at the EGM may appoint one or more proxies to attend and vote on his behalf at the EGM. A proxy need not be a Shareholder.
- (4) To be valid, the revised form of proxy (the "**Revised Form of Proxy**", issued by the Company together with the Revised Notice) 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 completed and delivered to the registered office of the Company for holders of domestic shares of the Company or to the Computershare Hong Kong Investor Services Limited for holders of H shares of the Company no later than 24 hours before the designated time (i.e. before 10:00 a.m. on 30 July 2019) for the holding of the EGM. The address of the registered office of the Company is 19/F, No. 73, Fucheng Road, Haidian District, Beijing 100142, PRC; telephone: (8610) 6870 8806. The address of Computershare Hong Kong Investor Services Limited is 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong; telephone: (852) 2862 8555. Completion and return of a form of proxy will not preclude a Shareholder from attending in person and voting at the EGM if he so wishes.
- (5) Any Shareholder who has not yet lodged the form of proxy (the "**Original Form of Proxy**", issued by the Company along with the Original Notice) is requested to lodge only the Revised Form of Proxy if he or she intends to appoint a proxy to attend the EGM on his or her behalf. In this case, the Original Form of Proxy should not be lodged. Any Shareholder who has already lodged the Original Form of Proxy should note that:
 - (i) if the Revised Form of Proxy is lodged not later than 24 hours before the time designated for holding the EGM (the "**Closing Time**"), the Revised Form of Proxy will revoke and supersede the Original Form of Proxy previously lodged by the Shareholder. The Revised Form of Proxy will be treated as a valid form of proxy lodged by the Shareholder, if duly completed; and
 - (ii) if no Revised Form of Proxy is lodged before the Closing Time, the Original Form of Proxy will be treated as a valid form of proxy lodged by the Shareholder, if duly completed. The proxy so appointed pursuant to the Original Form of Proxy will be entitled to vote in accordance with the instructions previously given by the Shareholder or at his/her discretion (if no such instructions are given) on any resolution properly put to the EGM, including all resolutions as set out in the Revised Notice.

- (6) Shareholders attending the EGM 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 its board or other decision making authority in order to attend the EGM.
- (7) The resolutions to be proposed at the EGM will be voted by poll.
- (8) The EGM is expected to last for half a day. Shareholders (in person or by proxy) attending the EGM shall be responsible for their own transport and accommodation expenses.
- (9) The English translation of the Revised Notice is for reference only, and in case of any inconsistency, the Chinese version shall prevail.

As at the date of this notice, the Board comprises:

Executive director	:	Tong Jilu (Chairman of the Board)
Non-executive directors	:	Dong Xin, Shao Guanglu and Zhang Zhiyong
Independent non-executive directors	:	Su Li, Fan Cheng and Tse Yung Hoi

Biographical details of Mr. Gu Xiaomin are set out below:

Mr. Gu, aged 55, has been the general manager of the Company since June 2019 and the chairman of the labor union of the Company since June 2017. He served as a deputy general manager of the Company since August 2014 to June 2019. He successively served in several positions with China United Telecommunications Corporation (the predecessor of China United Network Communications Group Company Limited (the “CUC”)), including secretary to the chairman of the board of directors from February 1999 to August 2000, secretary of manager-level from August 2000 to August 2001, deputy general manager of Jiangsu Branch from August 2001 to January 2004, general manager of Yunnan Branch from January 2004 to February 2006, and general manager of the finance department from February 2006 to November 2008. He successively served in several positions with CUC, including officer in charge of the planning and management department from December 2008 to February 2009, general manager of the planning and management department from February 2009 to April 2010, general manager of the market department from April 2010 to April 2012, and deputy general manager of network branch and general manager of the operation and maintenance department of network branch from April 2012 to September 2014. Mr. Gu graduated from Nanjing Institute of Posts and Telecommunications (renamed as Nanjing University of Posts and Telecommunications in 2005) in July 1985 with a bachelor’s degree of engineering and majored in radio engineering, from Shanghai Jiao Tong University in July 1987 with a bachelor’s degree of law, from Peking University in May 2001 and majored in EMBA, from the Australian National University in December 2003 with a master’s degree of international management and from Rennes School of Business, France in June 2008 with a doctor’s degree of business administration. Mr. Gu was recognized as a senior engineer in September 1998 by Ministry of Posts and Telecommunications.

Subject to the approval of his appointment by the Shareholders at the EGM, the Company will enter into a service contract with Mr. Gu. The term of office of Mr. Gu as an executive director of the Company will commence from the date of approval by the Shareholders at the EGM to the date of the expiration of the second session of the Board. The Board, after obtaining the authorisation at the EGM, will determine the remuneration of Mr. Gu with reference to his duties, responsibilities, experience as well as the current market condition.

Save as disclosed above, Mr. Gu currently does not, nor did he in the past three years, hold any directorships in any listed companies or any other major positions in the Company and its subsidiaries. Mr. Gu does not have any relationship with any director, supervisor, senior management or substantial shareholders of the Company (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Hong Kong Listing Rules**”)).

Mr. Gu has participated in the restricted share incentive scheme of the Company in 2019, the details of which are set out in the announcements of the Company dated 4 March 2019 and 18 April 2019, respectively. Accordingly, Mr. Gu was granted 1,550,000 restricted shares of H shares of the Company. Save as disclosed above and as at the date of this notice, Mr. Gu does not have any other interests in the shares of the Company within the meaning of Part XV of the SFO.

Save as disclosed above, there is no other information that is required to be disclosed pursuant to Rule 13.51(2) of the Hong Kong Listing Rules nor are there any matters that need to be brought to the attention of the Shareholders.

Biographical details of Ms. Li Tienan are set out below:

Ms. Li, aged 49, has been the deputy general manager of China Reform Asset Management Co., Ltd. and a director of Guoxin Ronghui Equity Investment Fund Management Co., Ltd since March 2019. She served as a First-level Superintendent of Pre-trial Division of Shenyang Public Security Bureau of Liaoning Province from August 1992 to December 1999, a lawyer of Shenyang Jinde Law Firm from December 1999 to December 2002, a contract director of the legal department of China National Coal Group Corp. from December 2002 to August 2003, a general legal counsel and a director of the legal department of China Coal & Coke Holdings Ltd. from August 2003 to April 2011, a deputy general manager of the legal department of China National Coal Group Corp. from April 2011 to June 2011, a deputy general manager of the legal department of China Reform Holdings Corporation Ltd. from June 2011 to July 2014, during which she also served as a deputy general manager of the legal department of CNIC Corporation Limited from January 2013 to September 2014. She served as a general manager of the legal department of CNIC Corporation Limited from September 2014 to March 2019, during which she also served as a general manager of the legal department of CNIC Consulting Corporation Limited from February 2017 to March 2019. She has been an external director of China Culture Development Corporation Ltd. since March 2019. Ms. Li graduated from Northwest University of Political Science and Law with a bachelor's degree in law in 1992 and obtained an MBA degree in Renmin University of China.

Subject to the approval of her appointment by the Shareholders at the EGM, the Company will enter into a service contract with Ms. Li. Ms. Li will not receive supervisor's remuneration during her term as a Supervisor. The term of office of Ms. Li as a supervisor of the Company will commence from the date of approval by the Shareholders at the EGM to the date of the expiration of the second session of the Supervisory Committee.

Save as disclosed above, Ms. Li currently does not, nor did she in the past three years, hold any directorships in any listed companies or any other major positions in the Company and its subsidiaries. Ms. Li does not have any relationship with any director, supervisor, senior management or substantial shareholders of the Company (as defined in the Hong Kong Listing Rules).

APPENDIX BIOGRAPHICAL DETAILS OF MR. GU XIAOMIN AND MS. LI TIENAN

In addition, Ms. Li does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance of Hong Kong.

Save as disclosed above, there is no other information that is required to be disclosed pursuant to Rule 13.51(2) of the Hong Kong Listing Rules nor are there any matters that need to be brought to the attention of the shareholders of the Company.