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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)

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.

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.

(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.

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.