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# **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)

# POLL RESULTS OF THE SECOND EXTRAORDINARY GENERAL MEETING OF 2022 APPOINTMENTS OF NON-EXECUTIVE DIRECTOR AND INDEPENDENT NON-EXECUTIVE DIRECTORS RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE IN THE COMPOSITION OF BOARD COMMITTEES

We refer to the circular (the "**Circular**") and the notice of the second extraordinary general meeting of 2022 (the "**EGM**") dated 22 September 2022 of China Tower Corporation Limited (the "**Company**"). Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

#### **Poll Results of the EGM**

The Board is pleased to announce that the EGM was held on Monday, 10 October 2022 at Room 101, Building 12, China Tower Industrial Park, No. 9 Dongran North Street, Haidian District, Beijing, PRC. The number of issued Shares of the Company as at the date of the EGM was 176,008,471,024, which was the total number of Shares entitling the holders 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. The EGM was held in compliance with the requirements of the Company Law of the People's Republic of China and the articles of association of the Company.

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

		No. of votes (%)			
	Ordinary Resolutions	For	Against		
1.	THAT the appointment of Mr. Fang Xiaobing as a non-executive director of the Company be and is hereby considered and approved; 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. Fang Xiaobing.	145,586,679,180 (98.940135%)	1,559,551,733 (1.059865%)		
	As more than 1/2 of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
2.	THAT the appointment of Mr. Dong Chunbo as an independent non-executive director of the Company be and is hereby considered and approved; 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. Dong Chunbo, and THAT the Board be and is hereby authorized to determine his remuneration.	147,027,722,288 (99.919461%)	118,510,625 (0.080539%)		
	As more than 1/2 of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
3.	THAT the appointment of Mr. Sin Hendrick as an independent non-executive director of the Company be and is hereby considered and approved; 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. Sin Hendrick, and THAT the Board be and is hereby authorized to determine his remuneration.	143,971,965,540 (97.842780%)	3,174,267,373 (2.157220%)		
	As more than 1/2 of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				

Computershare Hong Kong Investor Services Limited, the registrar of the Company's H Shares, acted as scrutineer for the vote-taking at the EGM. Five Directors attended the EGM. The following Directors attended the EGM in person or by conference call: executive Directors, Mr. Zhang Zhiyong, Mr. Gu Xiaomin and Mr. Gao Chunlei; and independent non-executive Directors, Mr. Mr. Zhang Guohou and Mr. Hu Zhanghong. The other directors were unable to attend the EGM, due to other business commitments.

## **Appointment of Non-executive Director**

The appointment of Mr. Fang Xiaobing ("**Mr. Fang**") as a non-executive Director was approved at the EGM and his term of office has commenced from 10 October 2022 until the date of the expiration of the third session of the Board. The Company will enter into a service contract with Mr. Fang. Mr. Fang will not receive director's remuneration during his term of office.

Please refer to the Circular for the biographical details of Mr. Fang. As at the date of this announcement, there has been no change to such information.

As at the date of this announcement, Mr. Fang does not have any interests in the Shares within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, there is no other information in relation to Mr. Fang 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.

### **Appointments of Independent Non-executive Directors**

The appointment of Mr. Dong Chunbo ("**Mr. Dong**") and Mr. Sin Hendrick ("**Mr. Sin**") each as an independent non-executive Director was approved at the EGM and their respective term of office has commenced from 10 October 2022 until the date of the expiration of the third session of the Board. The Company will enter into a service contract with Mr. Dong and Mr. Sin, respectively. The Board will determine the remuneration of Mr. Dong and Mr. Sin with reference to their respective duties, responsibilities, experience as well as current market condition.

Please refer to the Circular for the biographical details of Mr. Dong and Mr. Sin. As at the date of this announcement, there has been no change to such information.

As at the date of this announcement, Mr. Dong and Mr. Sin do not have any interests in the Shares within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, there is no other information in relation to Mr. Dong and Mr. Sin 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.

### **Resignation of Independent Non-executive Director**

The Board announces that, due to change in work arrangement, Mr. Deng Shiji ("Mr. Deng") resigned from his positions as an independent non-executive Director, the chairman of the remuneration and appraisal committee of the Board (the "Remuneration and Appraisal Committee"), the member of the nomination committee of the Board (the "Nomination Committee"), the audit committee of the Board (the "Audit Committee") and the connected transaction committee of the Board (the "Connected Transaction Committee") with effect from 10 October 2022 (upon the conclusion of the EGM).

Mr. Deng has confirmed that he has no disagreement with the Board, and there is no matter relating to his resignation that needs to be brought to the attention of the Shareholders. The Board would like to express its sincere gratitude to Mr. Deng for his contributions to the Company during his term of office.

#### **Change in the Composition of Board Committees**

The Board further announces that the composition of Board committees has been adjusted as follows, which became effective on 10 October 2022.

- (a) Mr. Gao Chunlei, an executive Director, has been appointed as the member of the Nomination Committee and the Connected Transaction Committee;
- (b) Mr. Fang, a non-executive Director, has been appointed as the member of the strategy committee of the Board and the Connected Transaction Committee;
- (c) Mr. Dong, an independent non-executive Director, has been appointed as the chairman of the Remuneration and Appraisal Committee, the member of the Nomination Committee, the Audit Committee and the Connected Transaction Committee; and
- (d) Mr. Sin, an independent non-executive Director, has been appointed as the member of the Remuneration and Appraisal Committee, the Nomination Committee, the Audit Committee and the Connected Transaction Committee.

On behalf of the Board China Tower Corporation Limited Zhang Zhiyong Chairman of the Board

Beijing, China, 10 October 2022

As at the date of this announcement, the Board of the Company comprises:

Executive directors	:	Zhang Zhiyong (Chairman of the Board), Gu Xiaomin
		(General Manager) and Gao Chunlei
Non-executive directors	:	Gao Tongqing, Liu Guiqing and Fang Xiaobing
Independent non-executive directors	:	Zhang Guohou, Dong Chunbo, Hu Zhanghong and
		Sin Hendrick