

THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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 licensed securities dealer or registered institution 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 and the accompanying form of proxy to the purchaser or the transferee or to the bank, licensed securities dealer or registered institution in securities or other agent through whom the sale or transfer was effected for transmission to the purchaser or the 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 APPOINTMENT OF EXECUTIVE DIRECTOR
AND
NOTICE OF THE EGM**

A notice convening the extraordinary general meeting of the Company (the “EGM”) to be held at 10:00 a.m. on Wednesday, 21 October 2020 at No. 19, Chaoyangmen Beidajie, Dongcheng District, Beijing, the PRC, is set out on pages 5 to 6 of this circular. A form of proxy for use at the EGM is enclosed with this circular.

Whether or not you are able to attend the EGM, you are requested to complete the accompanying form of proxy in accordance with the instructions printed thereon and return the same as soon as possible and in any event not less than 24 hours before the time designated for holding the EGM or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or any adjourned meeting should you so wish.

28 September 2020

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DEFINITIONS

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

“Board”	the board of Directors of the Company
“China” or “PRC”	the People’s Republic of China, for the purposes of this circular, excluding Hong Kong, the Macau Special Administrative Region of the People’s Republic of China and Taiwan
“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
“Director(s)”	the director(s) of the Company
“EGM” or “Extraordinary General Meeting”	The extraordinary general meeting of the Company to be convened on Wednesday, 21 October 2020, or any adjournment thereof, the notice of which is set out in this circular
“H Share(s)”	overseas listed foreign invested share(s) in the Company’s issued share capital with a nominal value of RMB1.00 each which has been listed on the Stock Exchange
“Hong Kong”	the 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
“RMB”	Renminbi, the lawful currency of the PRC
“Shareholders”	the shareholder(s) of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited



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Executive Directors

Zhang Zhiyong

Si Furong

Zhang Xu

Non-executive Directors

Gao Tongqing

Mai Yanzhou

Independent Non-executive Directors

Siu Wai Keung, Francis

Lv Tingjie

Wu Taishi

Liu Linfei

Registered office

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No. 2 Fuxingmen South Avenue

Xicheng District

Beijing

PRC

Place of business in Hong Kong

Room 1101–1102, 11/F

Great Eagle Centre

23 Harbour Road

Wanchai, Hong Kong

28 September 2020

To the Shareholders

Dear Sir or Madam,

**PROPOSED APPOINTMENT OF EXECUTIVE DIRECTOR
AND
NOTICE OF THE EGM**

1. INTRODUCTION

The purpose of this circular is to provide you the notice of the EGM and the information on the proposed resolution to be considered at the EGM to enable you to make an informed decision on whether to vote for or against the resolution at the EGM.

LETTER FROM THE BOARD

2. PROPOSED APPOINTMENT OF EXECUTIVE DIRECTOR

Reference is made to the Company's announcement dated 22 September 2020 in relation to, among other things, the proposed appointment of Mr. Huang Xiaoqing as an Executive Director of the Company. An ordinary resolution to approve his appointment is proposed at the EGM for the Shareholders' consideration and approval. It is also proposed that any Director be authorized, on behalf of the Company, to enter into a director's service contract with Mr. Huang Xiaoqing, effecting from the date when the resolution in relation to his appointment is passed until the expiration of the term of office of the fifth session of the Board. It is also proposed that the Board be authorized to determine his remuneration.

The profile of the proposed Director is set out below:

Mr. Huang Xiaoqing, age 55, is the President of the Company, responsible for our daily operations and management. Mr. Huang is a senior engineer and received a bachelor degree in telecommunications engineering from Nanjing Institute of Posts and Telecommunications in 1985, and an MBA degree from Macau University of Science and Technology in 2003. Prior to joining the Company, Mr. Huang was the General Manager of Jiangxi Branch of China Telecom. Prior to that, Mr. Huang previously served as the Deputy Director of the Jiujiang Telecommunications Bureau in Jiangxi Province, the Director of Xinyu Telecommunications Bureau in Jiangxi Province, the General Manager of Xinyu Branch of China Telecom in Jiangxi Province and the Deputy General Manager of Jiangxi Branch of China Telecom. Mr. Huang has over 30 years of operational and management experience in the telecommunications industry in China.

Saved as disclosed in this circular, Mr. Huang has not held any directorship in public companies, the securities of which are listed on any securities market in Hong Kong or overseas, or taken up a post in the Company and its subsidiaries in the past three years. In addition, saved as disclosed in this circular, Mr. Huang does not have any relationship with any other director, supervisor, senior management, substantial shareholder or controlling shareholder (as defined under the Listing Rules) of the Company. Mr. Huang does not have any equity interest in the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Mr. Huang will be appointed subject to approval by the Shareholders at the EGM, and his term will be effective from the date when the resolution in relation to his appointment is passed until the expiration of the term of office of the fifth session of the Board. After the approval by the Shareholders at the EGM, the Board will determine the remuneration of Mr. Huang with reference to his duties, responsibilities, experience as well as current market situations.

Saved as disclosed in this circular, the Company considers that there is no other information relating to Mr. Huang that is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules nor any matters which need to be brought to the attention of the Shareholders.

LETTER FROM THE BOARD

3. EGM

A notice convening the EGM to be held at 10:00 a.m. on Wednesday, 21 October 2020 at No. 19, Chaoyangmen Beidajie, Dongcheng District, Beijing, the PRC, is set out on pages 5 to 6 of this circular.

A form of proxy for use at the EGM is enclosed with this circular. Whether or not Shareholders are able to attend the EGM, they are requested to complete and return the enclosed form of proxy to (i) for domestic share Shareholders, the Office of the Board of the Company, at No. 19, Chaoyangmen Beidajie, Dongcheng District, Beijing, the PRC; and (ii) for H share Shareholders, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as possible and in any event not less 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 or any adjourned meeting should they so wish.

4. RECOMMENDATION

The Board considers that the resolution proposed at the EGM is in the interests of the Company and the Shareholders as a whole. Accordingly, the Board recommends that Shareholders vote in favor of the resolution to be proposed at the EGM.

By Order of the Board
China Communications Services Corporation Limited
Zhang Zhiyong
Chairman

NOTICE OF THE EGM



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NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the extraordinary general meeting of China Communications Services Corporation Limited (the “**Company**”) (the “**EGM**”) will be held at 10:00 a.m. on Wednesday, 21 October 2020 at No. 19, Chaoyangmen Beidajie, Dongcheng District, Beijing, the PRC, to consider and, if thought fit, pass the following business:

ORDINARY RESOLUTION

1. **THAT** the appointment of Mr. Huang Xiaoqing as an Executive Director of the Company be and is hereby considered and approved, with effect from the date on which this resolution is passed until the expiration of the term of office of the fifth session of the Board; **THAT** any Director be and is hereby authorized to sign on behalf of the Company the director's service contract with Mr. Huang Xiaoqing; and **THAT** the Board be and is hereby authorized to determine his remuneration.

and to consider and approve other businesses (if any).

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

Beijing, PRC
28 September 2020

NOTICE OF THE EGM

Notes:

- (1) Details of the above resolution are set out in the circular of the Company dated 28 September 2020. Unless the context otherwise requires, terms defined in the circular shall have the same meanings when used in this notice.
- (2) Buyers who submit the share transfer application forms to the Company's share registrar before 4:30 p.m. on Thursday, 15 October 2020 and then register as shareholders on the register of members of the Company 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 of the Company. Each shareholder who wishes to appoint one or more proxies should first review the circular, which is expected to be despatched to shareholders on around Monday, 28 September 2020.
- (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 notarially certified power of attorney must be delivered to the Office of the Board of the Company for domestic share shareholders and to the Computershare Hong Kong Investor Services Limited for H share shareholders not less than 24 hours before the designated time for the holding of the EGM. 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.

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

Computershare Hong Kong Investor Services Limited
17M Floor, Hopewell Centre
183 Queen's Road East, Wanchai, Hong Kong

- (5) All resolutions at the general meeting will be voted by poll.
- (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 the board or other decision making authority in order to attend the EGM.
- (7) Closure of the register of members:

The H share register of members of the Company will be closed, for the purpose of determining the H share shareholders' entitlement to attend the EGM to be held on Wednesday, 21 October 2020, from Friday, 16 October 2020 to Wednesday, 21 October 2020 (both days inclusive), during which period no transfer of H shares will be registered. In order to attend the EGM, all transfer documents, 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, Wan Chai, Hong Kong, not later than 4:30 p.m. on Thursday, 15 October 2020. H share shareholders of the Company who are registered on the register of members held by Computershare Hong Kong Investor Services Limited on Wednesday, 21 October 2020 are entitled to attend the EGM.

- (8) The EGM is expected to last for half a day and shareholders (in person or by proxy) attending the EGM shall be responsible for their own transport and accommodation expenses.
- (9) The address of the Office of the Board is as follows:

No. 19, Chaoyangmen Beidajie
Dongcheng District
Beijing 100010
PRC

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