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# **China Telecom Corporation Limited**

## **中国电信股份有限公司**

*(A joint stock limited company incorporated in the People's Republic of China with limited liability)*

**(Stock Code: 728)**

### **POLL RESULTS OF EXTRAORDINARY GENERAL MEETING HELD ON 21 AUGUST 2024, APPOINTMENT AND CHANGE OF DIRECTOR AND SUPERVISORS, ELECTION OF CHAIRLADY OF THE SUPERVISORY COMMITTEE AND CHANGE OF AUDITORS**

The Board of the Company is pleased to announce that all the proposed resolutions were duly passed by shareholders by way of poll at the EGM held on 21 August 2024.

References are made to the circular (the “Circular”) and the notice (the “Notice”) of extraordinary general meeting (the “EGM” or the “Meeting”) of China Telecom Corporation Limited (the “Company”) dated 2 August 2024. Unless otherwise defined in this announcement, terms used herein shall have the same meanings as defined in the Circular and the Notice.

The Board is pleased to announce that the EGM was held at 10:00 a.m. on Wednesday, 21 August 2024 at JW Marriott Ballroom, Level 3, JW Marriott Hotel Hong Kong, Pacific Place, 88 Queensway, Hong Kong.

#### **I. CONVENING AND ATTENDANCE OF THE MEETING**

##### **(I) Convening of the Meeting**

The EGM was convened by the Board and chaired by Mr. Ke Ruiwen, the Chairman of the Company. The calling, convening and voting procedure of the Meeting were in compliance with relevant requirements of laws including the Company Law of the PRC, the regulations and regulatory documents as well as the Articles of Association of the Company.

The Meeting adopted the method combined on-site voting with internet voting. Internet voting was conducted through the trading system and the internet voting platform (website: <http://vote.sseinfo.com>) of the Shanghai Stock Exchange, and was participated by holders of A Shares of the Company.

## **(II) Attendance of the Meeting**

The total number of issued shares of the Company as at the date of the EGM was 91,507,138,699 (including 77,629,728,699 A Shares and 13,877,410,000 H Shares). China Telecommunications Corporation, the controlling shareholder of the Company, holding an aggregate of 58,476,519,174 shares (representing approximately 63.90% of the total number of issued shares of the Company), was required to abstain from voting on the ordinary resolutions numbered 1 and 2, and there were no restrictions on any other Shareholders casting votes on all the proposed resolutions at the EGM. Accordingly, the total number of shares entitling the holders to attend and vote for, against or abstain the ordinary resolutions numbered 1 and 2 at the EGM was 33,030,619,525, representing approximately 36.10% of the total number of issued shares of the Company, while the total number of shares entitling the holders to attend and vote for, against or abstain the ordinary resolutions numbered 3 to 5 was 91,507,138,699, representing the total number of all issued shares of the Company. Save as disclosed above, there were no shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions proposed at the EGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”), no Shareholder was required under the Listing Rules to abstain from voting on the resolutions proposed at the EGM, and none of the Shareholders has stated his intention in the Circular to vote against or to abstain from voting on the resolutions proposed at the EGM.

A total of 2,040 Shareholders and proxies of Shareholders, holding an aggregate of 70,798,698,489 shares of the Company with voting rights (including 69,432,791,216 A Shares and 1,365,907,273 H Shares), representing 77.369590% of the total number of shares of the Company with voting rights were present at the Meeting.

The Company has 10 Directors and 8 Directors attended the Meeting. Mr. Liu Guiqing, an Executive Director and Executive Vice President of the Company and Mr. Chen Dongqi, an Independent Non-Executive Director of the Company, were unable to attend the Meeting due to other arrangements. The Company has 5 Supervisors and 3 Supervisors attended the Meeting. Madam Han Fang and Madam Wang Yibing, Shareholder Representative Supervisors of the Company, were unable to attend the Meeting due to other arrangements. Mr. Liang Baojun, the proposed Director and the President and Chief Operating Officer of the Company, Mr. Li Yinghui, an Executive Director, Executive Vice President, the Chief Financial Officer and Secretary of the Board, and Madam Huang Xudan, a proposed Shareholder Representative Supervisor, attended the Meeting.

## **II. POLL RESULTS OF THE EGM**

The Shareholders and proxies of Shareholders present at the EGM considered and approved the following resolutions as stated in the Circular by on-site voting combined with internet voting. The poll results in respect of the proposed resolutions at the EGM were as follows:

### **ORDINARY RESOLUTIONS**

1. THAT the Continuing Connected Transactions under Agreements between the Company and China Telecommunications Corporation and between the Company and E-Surfing Pay together with the proposed Annual Caps be and are hereby generally and unconditionally approved and any Director of the Company is hereby authorised to do all such further acts and things and execute such further

documents and take all such steps which in their opinion as may be necessary, desirable or expedient to implement and/or give effect to the terms of such continuing connected transactions.

TYPE OF SHARES	FOR		AGAINST		ABSTAIN	
	Votes	Proportion (%)	Votes	Proportion (%)	Votes	Proportion (%)
A Shares	10,950,878,442	99.950772	4,038,700	0.036862	1,354,900	0.012366
H Shares	1,365,040,453	99.936539	114,011	0.008347	752,809	0.055114
Ordinary shares in total	12,315,918,895	99.949194	4,152,711	0.033701	2,107,709	0.017105

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 Continuing Connected Transactions under Financial Services Framework Agreements together with the proposed Annual Caps be and are hereby generally and unconditionally approved and any Director of the Company is hereby authorised to do all such further acts and things and execute such further documents and take all such steps which in their opinion as may be necessary, desirable or expedient to implement and/or give effect to the terms of such continuing connected transactions.

TYPE OF SHARES	FOR		AGAINST		ABSTAIN	
	Votes	Proportion (%)	Votes	Proportion (%)	Votes	Proportion (%)
A Shares	10,934,088,294	99.797525	20,205,648	0.184421	1,978,100	0.018054
H Shares	291,669,918	21.353567	407,574,744	29.839122	666,662,611	48.807311
Ordinary shares in total	11,225,758,212	91.102052	427,780,392	3.471629	668,640,711	5.426319

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 election of Mr. Liang Baojun as an Executive Director of the Company be considered and approved.

TYPE OF SHARES	FOR		AGAINST		ABSTAIN	
	Votes	Proportion (%)	Votes	Proportion (%)	Votes	Proportion (%)
A Shares	69,426,611,516	99.991100	4,045,000	0.005826	2,134,700	0.003074
H Shares	1,352,430,453	99.013343	12,738,011	0.932568	738,809	0.054089
Ordinary shares in total	70,779,041,969	99.972236	16,783,011	0.023705	2,873,509	0.004059

As more than 1/2 of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.

4. THAT the election of Madam Huang Xudan as a Shareholder Representative Supervisor of the Company be considered and approved.

	FOR		AGAINST		ABSTAIN	
TYPE OF SHARES	Votes	Proportion (%)	Votes	Proportion (%)	Votes	Proportion (%)
A Shares	69,426,224,603	99.990542	4,353,513	0.006271	2,213,100	0.003187
H Shares	1,359,131,587	99.503942	6,035,877	0.441896	739,809	0.054162
Ordinary shares in total	70,785,356,190	99.981155	10,389,390	0.014674	2,952,909	0.004171

As more than 1/2 of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.

5. THAT the proposed change of external auditors of the Company for the year of 2024 be considered and approved.

	FOR		AGAINST		ABSTAIN	
TYPE OF SHARES	Votes	Proportion (%)	Votes	Proportion (%)	Votes	Proportion (%)
A Shares	69,427,230,716	99.991992	3,831,200	0.005517	1,729,300	0.002491
H Shares	1,365,039,453	99.936466	114,011	0.008347	753,809	0.055187
Ordinary shares in total	70,792,270,169	99.990920	3,945,211	0.005573	2,483,109	0.003507

As more than 1/2 of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.

In compliance with the applicable Listing Rules, Computershare Hong Kong Investor Services Limited, registrar of the Company's H Shares, acted as the scrutineer for the vote-taking at the EGM.

### III. WITNESS BY LAWYERS

The EGM was witnessed by lawyers from Haiwen & Partners, the PRC legal adviser to the Company. According to the legal opinion issued by Haiwen & Partners, the calling and convening procedures of the EGM, the qualifications of the attendees and the voting process of the EGM are in compliance with the requirements of the relevant laws, regulations and the articles of association of the Company. The voting results of the EGM are lawful and valid.

#### **IV. APPOINTMENT AND CHANGE OF DIRECTOR AND SUPERVISORS AND ELECTION OF CHAIRLADY OF THE SUPERVISORY COMMITTEE**

The appointments of Mr. Liang Baojun ("Mr. Liang") as an Executive Director of the Company and Madam Huang Xudan ("Madam Huang") as a Shareholder Representative Supervisor of the Company were approved at the EGM. Meanwhile, Mr. Luo Laifeng ("Mr. Luo") has been elected as an Employee Representative Supervisor by the employee representatives of the Company democratically. The terms of office of the above Director and Supervisors commence from 21 August 2024 until the annual general meeting of the Company for the year 2025 to be held in year 2026. The Company will enter into a service contract with each of Mr. Liang, Madam Huang and Mr. Luo, respectively. The remuneration of Mr. Liang will be determined in accordance with the Directors' remuneration proposal for the eighth session of the Board as approved by the Shareholders at the annual general meeting of the Company for the year 2022 (i.e. the remuneration of a proposed Executive Director will be determined with reference to remuneration management measures of the State-owned Assets Supervision and Administration Commission of the State Council for executives of central state-owned enterprises). The Company will disclose in its annual report the remuneration of Mr. Liang during the relevant reporting period. Madam Huang and Mr. Luo will not receive remuneration as Supervisors from the Company.

In addition, Madam Huang has been elected as the Chairlady of the eighth session of the Supervisory Committee at a meeting of the Supervisory Committee held on 21 August 2024, with a term commencing from 21 August 2024 until the annual general meeting of the Company for the year 2025 to be held in year 2026.

Mr. Liang Baojun, age 54, is an Executive Director, the President and Chief Operating Officer of the Company. Mr. Liang has a master's degree in engineering. Mr. Liang served as Deputy General Manager of the Beijing Branch of China Telecom Corporation Limited, General Manager of the Henan Branch of China Telecommunications Corporation, General Manager of the Corporate Informatisation Department and the Government and Enterprise Customers Department of China Telecommunications Corporation, Senior Vice President of China Unicom (Hong Kong) Limited which is listed on the Main Board of the Stock Exchange, Vice General Manager and the Chief Network Security Officer of China United Network Communications Group Company Limited, Senior Vice President of China United Network Communications Limited which is listed on the Shanghai Stock Exchange, as well as Director and Senior Vice President of China United Network Communications Corporation Limited. Mr. Liang is currently a Director and the President of China Telecommunications Corporation. Mr. Liang has extensive experience in management and the telecommunications industry.

Madam Huang Xudan, age 55, is a Shareholder Representative Supervisor and the Chairlady of the Supervisory Committee of the Company. Madam Huang is a senior economist with a master's degree in business administration. She served as the Deputy Managing Director of the Finance Department of China United Network Communications Corporation Limited, the Deputy Managing Director of the Finance Department of China Telecommunications Corporation and the Managing Director of China Telecom Group Finance Co., Ltd. She currently serves as the Managing Director of the Audit Department of China Telecommunications Corporation and the Company, the Chairperson of the Supervisory Committee of China Communications Services Corporation Limited which is listed on

the Main Board of the Stock Exchange and the Chairperson of the Supervisory Committee of China Telecom Cloud Technology Co., Ltd. She has extensive experience in financial management and auditing in the telecommunications industry.

Mr. Luo Laifeng, age 51, is an Employee Representative Supervisor of the Company. Mr. Luo is a senior accountant with a master's degree in accounting and a master's degree in commerce. He served as the Deputy General Manager, Chief Financial Officer and General Manager of E-surfing Pay Co. Ltd. He currently serves as the Managing Director of the Corporate Strategy Department of China Telecommunications Corporation and the Company, the Employee Director of China Telecommunications Corporation, the Chairman of E-surfing Pay Co. Ltd. and a Director of China Telecom Cloud Technology Co., Ltd. Mr. Luo has extensive experience in operational management and financial management in the telecommunications industry.

Save as disclosed above, none of Mr. Liang, Madam Huang and Mr. Luo held any directorship in any other listed companies in the past three years nor do they currently take up any other position in any group companies of the Company, nor have any relationship with any other director, supervisor, senior management, substantial shareholder or controlling shareholder of the Company. In addition, none of Mr. Liang, Madam Huang and Mr. Luo has any interests in shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). Save as disclosed herein, there is no other information relating to the appointments of Mr. Liang, Madam Huang and Mr. Luo that should be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules nor any other matters which need to be brought to the attention of the Shareholders.

Reference is made to the announcement of the Company dated 12 July 2024 in relation to the resignation and proposed appointments of Supervisors. Madam Han Fang ("Madam Han"), the Chairlady of the Supervisory Committee and a Shareholder Representative Supervisor, and Mr. Zhang Jianbin ("Mr. Zhang"), an Employee Representative Supervisor, tendered their resignation from the position as Supervisors due to changes in work arrangement. The resignation of Madam Han takes effect on the date of election of the new Shareholder Representative Supervisor at the EGM. The resignation of Mr. Zhang takes effect on the date of election of the new Employee Representative Supervisor by the employee representatives of the Company democratically. Madam Han and Mr. Zhang have respectively confirmed that they have no disagreement with the Board and the Supervisory Committee, and do not have any matters in relation to their resignation that should be brought to the attention of the Shareholders. The Company and the Supervisory Committee would like to express their sincere gratitude to Madam Han and Mr. Zhang for their valuable contribution to the Company during their tenure of office as Supervisors.

The Company takes this opportunity to welcome Mr. Liang Baojun to the Board and to welcome Madam Huang Xudan and Mr. Luo Laifeng to the Supervisory Committee.

## **V. CHANGE OF AUDITORS**

Reference is made to the announcement of the Company dated 30 July 2024 in relation to the proposed change of auditors. The Shareholders have approved the resolution in relation to the proposed change of external auditors of the Company for the year of 2024 at the EGM. Accordingly, KPMG and KPMG Huazhen LLP have been appointed as the Company's external auditors for the year ending 31 December 2024.

By Order of the Board  
**China Telecom Corporation Limited**  
**Wong Yuk Har**  
*Company Secretary*

Hong Kong, China, 21 August 2024

As at the date of this announcement, the Board of Directors of the Company consists of Mr. Ke Ruiwen (as the Chairman and Chief Executive Officer); Mr. Liang Baojun (as the President and Chief Operating Officer); Mr. Liu Guiqing, Mr. Tang Ke and Mr. Li Yinghui (as the Chief Financial Officer) (all as the Executive Vice Presidents); Mr. Li Jun; Mr. Chen Shengguang (as the Non-Executive Director); Mr. Ng Kar Ling Johnny, Mr. Yeung Chi Wai, Jason, Mr. Chen Dongqi and Madam Lyu Wei (all as the Independent Non-Executive Directors).