



**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: 0728)**

**NOTICE OF THE EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting of China Telecom Corporation Limited (the “**Company**”) will be held in 31 Jinrong Street, Xicheng District, Beijing, PRC on 16 September 2008 at 11:00 a.m., for the purpose of considering and, if thought fit, passing the following resolutions as ordinary resolutions and a special resolution, respectively:

**ORDINARY RESOLUTIONS**

1. “**THAT** the Telecom CDMA Lease, a copy of which has been initialled by the chairman of this meeting (the “**Chairman**”) and for the purpose of identification marked “A”, the continuing connected transactions contemplated under the Telecom CDMA Lease and the proposed annual caps be and are hereby generally and unconditionally approved and any director of the Company is hereby authorized 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.”
2. “**THAT** the Interconnection Settlement Supplemental Agreement, a copy of which has been initialled by the Chairman and for the purpose of identification marked “B”, the continuing connected transactions contemplated under the Interconnection Settlement Agreement (as amended by the Interconnection Settlement Supplemental Agreement) and for which no annual caps have been proposed, 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.”
3. “**THAT** the Engineering Framework Supplemental Agreement, a copy of which has been initialled by the Chairman and for the purpose of identification marked “C”, the continuing connected transactions contemplated under the Engineering Framework Agreement (as amended by the Engineering Framework Supplemental Agreement), together with the proposed annual cap 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.”

4. “**THAT** the Ancillary Telecommunications Services Framework Supplemental Agreement, a copy of which has been initialled by the Chairman and for the purpose of identification marked “D”, the continuing connected transactions contemplated under the Ancillary Telecommunications Services Framework Agreement (as amended by the Ancillary Telecommunications Services Framework Supplemental Agreement), together with the proposed revised annual cap and proposed annual cap 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 such continuing connected transactions.”

### **SPECIAL RESOLUTION**

5. “**THAT** subject to the passing of ordinary resolution no. 1 above, any director of the Company be and is hereby authorised to make such amendments to the articles of association of the Company (the “**Articles of Association**”) which in his opinion may be necessary to reflect the business scope of the Company as set out in the Telecommunications Business Permit to be issued by the Ministry of Industry and Information Technology of the PRC (the details of the amendments shall be governed by the relevant content in the Telecommunications Business Permit to be issued by the Ministry of Industry and Information Technology of the PRC).

**THAT** any director of the Company be and is hereby authorized to take all actions which in their opinion are necessary or desirable to complete the procedures for the approval and/or registration or filing of the aforementioned amendment of the Articles of Association.”

By Order of the Board  
**China Telecom Corporation Limited**  
**Yung Shun Loy, Jacky**  
*Company Secretary*

Beijing, PRC, 1 August 2008

*Notes:*

- (1) Capitalised terms used in this announcement shall have the same meanings ascribed to such terms in the Company’s circular to shareholders dated 1 August 2008.
- (2) The register of members of the Company will be closed from 17 August 2008 to 16 September 2008 (both dates inclusive). The Company would like to remind shareholders that the register of members of the Company has been closed from 6 August 2008 to 5 September 2008 (both dates inclusive) for another extraordinary general meeting of the Company to be held on 5 September 2008. Accordingly, the register of members of the Company will remain closed from 6 August 2008 until 16 September 2008. Any person registered as a shareholder on the register of members of the Company at 4:30 p.m. on 5 August 2008 is entitled to attend the extraordinary general meeting to be held on 16 September 2008.
- (3) 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 26 August 2008.
- (4) 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.
- (5) A proxy of a shareholder may vote by hand or vote on a poll, but a proxy of a shareholder who has appointed more than one proxy may only vote on a poll.

- (6) To be valid, the form of proxy together with the power of attorney or other authorisation document (if any) signed by the authorised person or notarially certified power of attorney must be delivered to the Office of the Board of the Company for holders of domestic shares or to 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.
- (7) The address of the Office of the Board is as follows:
- 31 Jinrong Street  
Xicheng District  
Beijing 100140  
PRC  
Contact person: Yung Shun Loy, Jacky  
Telephone: (8610) 6642 8166  
Facsimile: (8610) 6601 0728
- (8) The address of the share registrar for the Company's H shares is as follows:
- Computershare Hong Kong Investor Services Limited  
Room 1806-1807, 18th Floor, Hopewell Centre  
183 Queen's Road East  
Wanchai, Hong Kong
- (9) The registration procedure for attending the extraordinary general meeting:
- 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 authorised 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 extraordinary general meeting.
- (10) 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.
- (11) As of the date of this announcement, the Board consists of Mr. Wang Xiaochu as the chairman and chief executive officer, Mr. Leng Rongquan, Madam Wu Andi as the executive vice president and chief financial officer, Mr. Zhang Jiping, Mr. Zhang Chenshuang, Mr. Li Ping, Mr. Yang Jie, Mr. Sun Kangmin as the executive vice presidents, Mr. Li Jinming as the non-executive director, and Mr. Zhang Youcai, Mr. Lo Hong Sui, Vincent, Mr. Shi Wanpeng, Mr. Xu Erming and Mr. Tse Hau Yin, Aloysius as the independent non-executive directors.