

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



# **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)

### **EXTRAORDINARY GENERAL MEETING HELD ON 29 DECEMBER 2009 – POLL RESULTS**

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 29 December 2009.

Reference is made to the circular (the "Circular") and the notice of the extraordinary general meeting of China Telecom Corporation Limited (the "Company") dated 13 November 2009. Unless otherwise defined in this announcement, terms used herein shall have the same meanings as ascribed to them in the Circular and the notice of the extraordinary general meeting.

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

The Board of directors of the Company (the "Board") is pleased to announce that all the proposed resolutions were duly passed by the Shareholders by way of poll at the extraordinary general meeting (the "EGM") of the Company held on 29 December 2009 at No. 31 Jinrong Street, Xicheng District, Beijing, PRC.

As of the date of the EGM, the total number of issued shares of the Company was 80,932,368,321. As explained in the Circular, China Telecommunications Corporation, the controlling shareholder of the Company, holding an aggregate of 57,377,053,317 shares (representing approximately 70.89% of the total number of issued shares of the Company), was required to abstain from voting on the ordinary resolutions numbered 1, 2 and 3 in respect of the continuing connected transactions and the Strategic Agreement contemplated with China Telecommunications Corporation and/or its associates. There were no restrictions on any other Shareholders casting votes on any of the proposed resolutions at the EGM. Accordingly, the total number of shares entitling the holders to attend and vote for or against the ordinary resolutions numbered 1, 2 and 3 at the EGM was 23,555,315,004, representing approximately 29.11% of the total number of issued shares of the Company, while the total number of shares entitling the holders to attend and vote for or against the ordinary resolution numbered 4 and the special resolution numbered 5 was 80,932,368,321, representing all the issued shares of the Company. The EGM was held in compliance with the requirements of the Company Law of the People's Republic of China and the provisions of the

Articles of Association of the Company. China Telecommunications Corporation had abstained from voting on the proposed ordinary resolutions numbered 1, 2 and 3 at the EGM.

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

<b>Ordinary Resolutions</b>		<b>No. of votes (%)</b>	
		<b>For</b>	<b>Against</b>
1.	Ordinary resolution numbered 1 of the Notice of the Extraordinary General Meeting dated 13 November 2009 (to approve the continuing connected transactions contemplated under the Engineering Framework Agreement (as amended by its supplemental agreements) and the proposed Annual Cap)	15,815,991,422 (99.5321%)	74,348,000 (0.4679%)
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.	Ordinary resolution numbered 2 of the Notice of the Extraordinary General Meeting dated 13 November 2009 (to approve the continuing connected transactions contemplated under the Ancillary Telecommunications Services Framework Agreement (as amended by its supplemental agreements) and the proposed Annual Cap)	15,815,949,422 (99.5318%)	74,400,000 (0.4682%)
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.	Ordinary resolution numbered 3 of the Notice of the Extraordinary General Meeting dated 13 November 2009 (to approve the continuing connected transactions contemplated under the Strategic Agreement and its Supplemental Agreement (as amended by the 2009 Supplemental Agreement))	15,815,943,222 (99.5316%)	74,433,000 (0.4684%)
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.	Ordinary resolution numbered 4 of the Notice of the Extraordinary General Meeting dated 13 November 2009 (to approve the election of Mr. Miao Jianhua as a Supervisor of the Company)	73,072,541,895 (99.7371%)	192,593,844 (0.2629%)
As more than 1/2 of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
<b>Special Resolution</b>		<b>No. of votes (%)</b>	
		<b>For</b>	<b>Against</b>
5.	Special resolution numbered 5 of the Notice of Extraordinary General Meeting dated 13 November 2009 (to approve the amendments to the Articles of Association of the Company.)	73,266,967,739 (99.9994%)	432,000 (0.0006%)
As more than 2/3 of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.			

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

## CHANGE OF SUPERVISORS

The appointment of Mr. Miao Jianhua as a Supervisor of the Company was approved at the EGM and the term of office commences from 29 December 2009 until the annual general meeting of the Company for the year 2010 to be held in year 2011. The Company will enter into a service contract with Mr. Miao Jianhua and the Supervisory Committee will determine the remuneration of Mr. Miao with reference to his duties, responsibilities, experiences as well as current market conditions.

As mentioned in the announcement of the Company dated 29 October 2009 and the Circular dated 13 November 2009, Mr. Mr. Xiao Jinxue proposed to resign from his position as the Supervisor of the Company due to a change in job responsibility. Mr. Xiao's resignation becomes effective on 29 December 2009 (after the approval of the appointment of Mr. Miao Jianhua as the new Supervisor at the EGM of the Company). Mr. Xiao has confirmed that he has no disagreement with the Board and that there are no other matters, in relation to his resignation, that need to be brought to the attention of the Shareholders of the Company. The Board takes this opportunity to express its gratitude for the valuable contribution of Mr. Xiao to the Company during his tenure of office.

Mr. Miao Jianhua, age 57, is the head of the Discipline Inspection Division of China Telecommunications Corporation. Mr. Miao holds a master degree in management from the Australian National University. Mr. Miao held senior positions at the former Jilin Provincial Administration of Posts and Telecommunications and served as Director of the Inspection Bureau of the former MPT and the MII. Mr. Miao also served as the General Manager of the Human Resources Department of China Network Communications Group Corporation and China Netcom Group Corporation (Hong Kong) Limited, Assistant to President of China Network Communications Group Corporation, Executive Director and the Joint Company Secretary of China Netcom Group Corporation (Hong Kong) Limited, the head of the Discipline Inspection Division and the chairman of the union of China United Telecommunications Corporation, Executive Director of China Unicom Limited, Chairman of the Supervisory Committee of China United Telecommunications Corporation Limited. Mr. Miao is a senior economist and has extensive management experience in working for the government and enterprises in the PRC.

Save as disclosed herein, Mr. Miao Jianhua has not held any directorship in any other listed companies nor taken up any post in any affiliated companies of the Company in the past three years, nor any relationship with any other Director, Supervisor, senior management, substantial shareholder or controlling shareholder of the Company. Furthermore, Mr. Miao Jianhua has no equity interest in the Company within the meaning of Part XV of the SFO. Saved as disclosed above, there is no other information relating to the appointment of Mr. Miao to be disclosed pursuant to Rule 13.51(2) of the Listing Rules nor any matter which needs to be brought to the attention of the Shareholders of the Company.

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

Beijing, PRC , 29 December 2009

As of the date of this announcement, the Board consists of Mr. Wang Xiaochu as the chairman and chief executive officer, Mr. Shang Bing as the president and chief operating officer, Madam Wu Andi as the executive vice president and chief financial officer, Mr. Zhang Jiping, Mr. Zhang Chenshuang, Mr. Yang Xiaowei, Mr. Yang Jie, and Mr. Sun Kangmin as the executive vice presidents, Mr. Li Jinming as the non-executive director, and Mr. Wu Jichuan, Mr. Qin Xiao, Mr. Tse Hau Yin, Aloysius, Madam Cha May Lung, Laura, Mr. Xu Erming as the independent non-executive directors.