

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 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 FIRST EXTRAORDINARY GENERAL MEETING OF 2024
PAYMENT OF THE INTERIM DIVIDEND
APPOINTMENT 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 first extraordinary general meeting of 2024 (the “**EGM**”) of China Tower Corporation Limited (the “**Company**”) dated 27 August 2024. 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 Friday, 13 September 2024 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:

Ordinary Resolutions		No. of votes (%)	
		For	Against
1.	THAT the proposal on profit distribution and the interim dividend declaration and payment for the six months ended 30 June 2024 be considered and approved.	146,680,343,348 (99.999988%)	18,000 (0.000012%)
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 Ms. Zhang Wei 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 Ms. Zhang Wei; and THAT the Board be and is hereby authorized to determine her remuneration.	146,675,291,968 (99.996634%)	4,937,380 (0.003366%)
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. Six Directors attended the EGM. The following Directors attended the EGM in person or by conference call: executive Directors, Mr. Zhang Zhiyong and Mr. Chen Li; non-executive Director, Mr. Gao Tongqing; and independent non-executive Directors, Mr. Dong Chunbo, Mr. Hu Zhanghong and Mr. Sin Hendrick. The other Directors were unable to attend the EGM due to other business commitments.

Payment of the Interim Dividend

The interim dividend of RMB0.01090 per share (equivalent to HK\$0.011954 per share) (pre-tax) for the six months ended 30 June 2024 was approved at the EGM. The payment shall be made to Shareholders whose names appear on the register of members of the Company on Thursday, 26 September 2024. The register of members will be closed from Monday, 23 September 2024 to Thursday, 26 September 2024 (both days inclusive). In order to be entitled to the interim dividend, H Share Shareholders who have not registered the transfer documents are required to deposit the transfer documents together with the relevant share certificates at Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong at or before 4:30 p.m. on Friday, 20 September 2024. The interim dividend will be denominated and declared in RMB. Dividends for holders of Domestic Shares and holders of H Shares (including enterprises and individuals) who invest in the H Shares of the Company listed on the Stock Exchange through the Shanghai Stock Exchange or Shenzhen Stock Exchange (the "**Southbound Trading**") (the "**Southbound Shareholders**") will be paid in RMB, and dividends for H Share Shareholders other than the Southbound Shareholders will be paid in Hong Kong dollars. The relevant exchange rate will be the average of the central parity rates of RMB to Hong Kong dollars as announced by the People's Bank of China for the week prior to the date of approval of declaration of dividends at the EGM (i.e., RMB0.911838 equivalent to HK\$1.00). The record date for entitlement to the Shareholders' rights and the relevant arrangements of dividend distribution for Southbound Shareholders are the same as those for the Company's H Share Shareholders. The interim dividend is expected to be paid on or about Friday, 29 November 2024 (the "**Payment Date**").

Under the requirements of the Law of the People's Republic of China on Enterprise Income Tax 《中華人民共和國企業所得稅法》, the Regulations for the Implementation of the Law of the People's Republic of China on Enterprise Income Tax 《中華人民共和國企業所得稅法實施條例》 implemented in 2008, the Company has the obligation to withhold and pay enterprise income tax at a rate of 10% on dividends when it pays the interim dividend for 2024 to its H Share Shareholders who are overseas non-resident enterprises (including HKSCC Nominees Limited, other institutional nominees and trustees, or other organizations or groups) listed on the H Share register of members on 26 September 2024.

According to the requirement under Guo Shui Han [2011] No. 348 issued by the State Administration of Taxation (國家稅務總局國稅函[2011]348號規定) and the relevant laws and regulations, for individual H Share Shareholders who are Hong Kong or Macau residents and whose country of domicile is a country which has entered into a tax treaty with the PRC stipulating a dividend tax rate of 10%, the Company will withhold and pay the individual income tax at the rate of 10%. For individual H Share Shareholders whose country of domicile is a country which has entered into a tax treaty with the PRC stipulating a dividend tax rate lower than 10%, the Company will withhold and pay the individual income tax at a tax rate of 10%. For individual H Share Shareholders whose country of domicile is a country which has entered into a tax treaty with the PRC stipulating a dividend tax rate higher than 10% but lower than 20%, the Company will withhold and pay the individual income tax at the effective tax rate under the relevant tax treaty. For individual H Share Shareholders whose country of domicile is a country which has entered into a tax treaty with the PRC stipulating a dividend tax rate of 20%, or a country which has not entered into any tax treaties with PRC, or under any other circumstances, the Company will withhold and pay individual income tax at the rate of 20% on behalf of the individual H Share Shareholders.

The Company will determine the country of domicile of the individual H Share Shareholders based on the registered address as recorded in the H Share register of members of the Company on 26 September 2024. If the country of domicile of an individual H Share Shareholder is not the same as the registered address or if the individual H Share Shareholder would like to apply for a refund of the additional amount of tax finally withheld and paid, the individual H Share Shareholder shall notify and provide relevant supporting documents to the Company on or before 20 September 2024. Upon examination of the supporting documents by the relevant tax authorities, the Company will follow the guidance given by the tax authorities to implement relevant tax withholding and payment provisions and arrangements. Individual H Share Shareholders may either personally or appoint a representative to attend to the procedures in accordance with the requirements under the tax treaties notice if they do not provide the relevant supporting documents to the Company within the time period stated above.

For Southbound Investors (including enterprises and individuals), the Shanghai branch of China Securities Depository and Clearing Corporation Limited and the Shenzhen branch of China Securities Depository and Clearing Corporation Limited, as the nominees of the Shareholders of the Southbound Trading, will receive all dividends distributed by the Company and will distribute the dividends to the relevant Shareholders under the Southbound Trading through its depository and clearing system. According to the relevant provisions under the “Notice on Taxation Policies for Shanghai-Hong Kong Stock Connect Pilot Programme (Cai Shui [2014] No. 81) 《關於滬港股票市場交易互聯互通機制試點有關稅收政策的通知(財稅[2014]81號)》” and “Notice on Taxation Policies for Shenzhen-Hong Kong Stock Connect Pilot Programme (Cai Shui [2016] No. 127) 《關於深港股票市場交易互聯互通機制試點有關稅收政策的通知(財稅[2016]127號)》”, the Company shall withhold and pay individual income tax at the rate of 20% with respect to dividends received by the Mainland individual investors for investing in the H Shares of the Company listed on the Stock Exchange through the Southbound Trading. In respect of the dividends for the investment of

Mainland securities investment funds in the H Shares of the Company listed on Stock Exchange through the Southbound Trading, the tax levied on dividends derived from such investment shall be ascertained by reference to the rules applicable to the treatment of individual income tax. The Company is not required to withhold income tax on dividends derived by the Mainland enterprise investors under the Southbound Trading, and such enterprises shall report the income and make tax payment by themselves. The record date for entitlement to the Shareholders' rights and the relevant arrangements of dividend distribution for the Southbound Investors are the same as those for the Company's H Share Shareholders.

The Company assumes no responsibility and disclaims all liabilities whatsoever in relation to the tax status or tax treatment of the H Share Shareholders and for any claims arising from any delay in or inaccurate determination of the tax status or tax treatment of the H Share Shareholders or any disputes relating to the tax withholding and payment mechanism or arrangements.

For H Share Shareholders other than the Southbound Shareholders, the Company has appointed Computershare Hong Kong Trustees Limited as the receiving agent in Hong Kong (the "**Receiving Agent**") and will pay to such Receiving Agent the interim dividend declared for payment to H Share Shareholders other than the Southbound Shareholders. The Receiving Agent will pay the interim dividend net of the applicable tax on the Payment Date. The relevant interim dividend warrants will be dispatched to H Share Shareholders by ordinary post and the risk of errors involved in the postage will be borne by the H Share Shareholders. For the Southbound Shareholders, the interim dividend net of the applicable tax will be paid by the Company to the Shanghai branch of China Securities Depository and Clearing Corporation Limited and Shenzhen branch of China Securities Depository and Clearing Corporation Limited on the Payment Date. The Shanghai branch of China Securities Depository and Clearing Corporation Limited and Shenzhen branch of China Securities Depository and Clearing Corporation Limited will pay the interim dividend net of the applicable tax to the Southbound Shareholders.

Appointment of Independent Non-executive Director

The appointment of Ms. Zhang Wei as an independent non-executive Director was approved at the EGM and her term of office has commenced from 13 September 2024 and will end upon the expiration of term of the third session of the Board. The Company will enter into a service contract with Ms. Zhang, and the Board will determine the remuneration of Ms. Zhang with reference to her duties, responsibilities, experience as well as the prevailing market condition.

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

As at the date of this announcement, Ms. Zhang does not have any interests in the 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 above, there is no other information in relation to the appointment of Ms. Zhang 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.

Ms. Zhang has confirmed (a) her independence as regards to each of the factors referred to in Rule 3.13(1) to (8) of the Hong Kong Listing Rules; (b) that she has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected persons (as defined in the Hong Kong Listing Rules) of the Company; and (c) that there are no other factors that may affect her independence at the time of her appointment.

Change in the Composition of Board Committees

The Board further announces that the composition of the Board committees has been adjusted as follows, which became effective on 13 September 2024:

- (a) Mr. Chen Li, an executive Director, has been appointed as a member of each of the strategy committee and the connected transaction committee of the Board; and
- (b) Ms. Zhang, an independent non-executive Director, has been appointed as the chairman of the audit committee of the Board, a member of each of the remuneration and appraisal committee, the nomination committee and the connected transaction committee of the Board.

Compliance with the Requirements under the Hong Kong Listing Rules

References are made to the Company's announcements dated 13 March 2024, 20 May 2024 and 23 August 2024. Upon the appointment of Ms. Zhang as an independent non-executive Director and the change in the composition of Board committees becoming effective on 13 September 2024, the Company has re-complied with the requirements of (i) appointing independent non-executive Directors who represent at least one-third of the Board under Rule 3.10A of the Hong Kong Listing Rules; (ii) the nomination committee of the Board comprising a majority of independent non-executive Directors under Rule 3.27A of the Hong Kong Listing Rules; and (iii) the audit committee of the Board must be chaired by an independent non-executive Director under Rule 3.21 of the Hong Kong Listing Rules.

The Board would like to extend its warmest welcome to Ms. Zhang for joining the Board.

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

Beijing, China, 13 September 2024

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

<i>Executive directors</i>	<i>:</i>	<i>Zhang Zhiyong (Chairman of the Board), Chen Li (General Manager) and Gao Chunlei</i>
<i>Non-executive directors</i>	<i>:</i>	<i>Gao Tongqing, Tang Yongbo, Liu Guiqing and Fang Xiaobing</i>
<i>Independent non-executive directors</i>	<i>:</i>	<i>Dong Chunbo, Hu Zhanghong, Sin Hendrick and Zhang Wei</i>