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If **you are in doubt as to** any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If **you have sold or transferred** all your shares in China Tower Corporation Limited, you should at once hand this circular, together with the enclosed form of proxy, to the purchaser or the transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser(s) or the transferee(s).

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

(Stock Code: 0788)

**PROPOSED APPOINTMENT OF NON-EXECUTIVE DIRECTOR
PROPOSED APPOINTMENTS OF INDEPENDENT NON-EXECUTIVE DIRECTORS
AND
NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2025**

China Tower Corporation Limited will convene the EGM at 10:00 a.m. on 23 July 2025 at Room 101, Building 12, China Tower Industrial Park, No. 9 Dongran North Street, Haidian District, Beijing, PRC. The notice of EGM dated 7 July 2025 is set out on pages 8 to 9 of this circular.

Whether or not you are able to attend the EGM, you are required to complete and return the enclosed form of proxy in accordance with the instructions printed thereon as soon as possible and in any event not less than 24 hours before the time arranged (i.e. before 10:00 a.m. on 22 July 2025) for convening 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 meeting or any adjournment thereof should you so wish.

7 July 2025

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DEFINITIONS

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

“Board”	the Board of Directors of the Company
“Company”	China Tower Corporation Limited (中國鐵塔股份有限公司), a joint stock company incorporated under the laws of the PRC, the H Shares of which are listed on the Main Board of the Stock Exchange (stock code: 0788)
“Director(s)”	the director(s) of the Company
“Domestic Share(s)”	ordinary Shares in the share capital of the Company with a nominal value of RMB1.00 each, which are subscribed for and paid up in RMB
“EGM”	the first extraordinary general meeting of 2025 of the Company to be convened on 23 July 2025 or any adjournment thereof, and the notice of which is set out in this circular
“H Share(s)”	overseas-listed foreign Shares in the share capital of the Company with a nominal value of RMB1.00 each, which are subscribed for and traded in HK dollars and are listed on the Stock Exchange
“Hong Kong”	Hong Kong Special Administrative Region of the PRC
“Hong Kong Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (as amended from time to time)
“Nomination Committee”	the nomination committee of the Board of the Company
“PRC”	the People’s Republic of China, for the purpose of this circular, excluding Hong Kong, Macau Special Administrative Region and Taiwan
“RMB”	Renminbi, the lawful currency of the PRC
“SFO”	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time

DEFINITIONS

“Share(s)” ordinary shares in the capital of the Company with a nominal value of RMB1.00 each

“Shareholder(s)” shareholder(s) of the Company

“Stock Exchange” The Stock Exchange of Hong Kong Limited

LETTER FROM THE BOARD



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)

Executive Directors:

Mr. Zhang Zhiyong

Mr. Chen Li

Non-executive Directors:

Mr. Cheng Jianjun

Mr. Tang Yongbo

Mr. Liu Guiqing

Mr. Fang Xiaobing

Independent Non-executive Directors:

Mr. Dong Chunbo

Mr. Hu Zhanghong

Mr. Sin Hendrick

Ms. Zhang Wei

Registered Office:

Room 101, LG1 to 3/F

Building 14, North District

Yard No. 9, Dongran North Street

Haidian District, Beijing, PRC

Principal Place of Business

in Hong Kong:

Room 3401, 34/F

China Resources Building

26 Harbour Road

Wanchai, Hong Kong

7 July 2025

To the Shareholders

Dear Sir or Madam,

**PROPOSED APPOINTMENT OF NON-EXECUTIVE DIRECTOR
PROPOSED APPOINTMENTS OF INDEPENDENT NON-EXECUTIVE DIRECTORS
AND
NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2025**

I. INTRODUCTION

We refer to the announcement of the Company dated 30 June 2025 in relation to the proposed appointment of Mr. Miao Shouye (“**Mr. Miao**”) as a non-executive Director and the proposed appointments of Mr. Pei Zhenjiang (“**Mr. Pei**”) and Mr. Wen Bugao (“**Mr. Wen**”) as independent non-executive Directors.

LETTER FROM THE BOARD

The purpose of this circular is to provide you with the details of certain resolutions proposed to be considered at the EGM and set out in the notice of EGM.

II. PROPOSED APPOINTMENT OF NON-EXECUTIVE DIRECTOR

The Board will seek the Shareholders' approval for the proposed appointment of Mr. Miao as a non-executive Director which shall become effective from the date of approval by the Shareholders at the EGM. The term of office of Mr. Miao as a non-executive Director will end upon the expiration of the term of office of the third session of the Board and the election of the new session of the Board.

Mr. Miao Shouye, aged 47, previously served as a deputy general manager of Hubei Branch of China Unicom, a deputy director of 5G promotion office of China Unicom, a director of 5G cobuild co-share working group of China United Network Communications Group Company Limited, and the general manager of the network and information security department of China United Network Communications Group Company Limited. Mr. Miao currently serves as a vice president of China United Network Communications Group Company Limited, a senior vice president of China United Network Communications Limited (listed on the Shanghai Stock Exchange (stock code: 600050)), a director and a senior vice president of China United Network Communications Corporation Limited and a senior vice president of China Unicom (Hong Kong) Limited (listed on the Stock Exchange (stock code: 0762)). Mr. Miao graduated from the school of telecommunications engineering of Beijing University of Posts and Telecommunications with a major in wireless communications engineering and received a master's degree in electronics and communications engineering from Beijing University of Posts and Telecommunications. Mr. Miao is a senior engineer.

Save as disclosed above, Mr. Miao currently does not, nor did he in the past three years, hold any directorships in any listed companies or any other major positions in the Company and its subsidiaries; Mr. Miao does not have any relationship with any Director, supervisor, senior management or substantial shareholders of the Company (as defined in the Hong Kong Listing Rules).

As at the date of this circular, Mr. Miao does not have any interests in the shares of the Company within the meaning of Part XV of the SFO.

Save as disclosed above, there is no other information 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.

Subject to the approval of his appointment as a non-executive Director by the Shareholders at the EGM, the Company will enter into a service contract with Mr. Miao. He will not receive director's remuneration during his term as a Director.

LETTER FROM THE BOARD

III. PROPOSED APPOINTMENTS OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The Board will seek the Shareholders' approval for the proposed appointments of Mr. Pei and Mr. Wen as independent non-executive Directors which shall become effective from the date of approval by the Shareholders at the EGM. The term of office of Mr. Pei and Mr. Wen as independent non-executive Directors will both end upon the expiration of the term of office of the third session of the Board and the election of the new session of the Board.

Mr. Pei Zhenjiang, aged 61, previously served as a deputy general manager of Xi'an Electric Power Machinery Manufacturing Co., Ltd., the chairman of Xi'an High Voltage Apparatus Research Institute Co., Ltd., a director and a general manager of China XD Group Co., Ltd., a director and a general manager of China XD Electric Co., Ltd., and a director of China Electric Equipment Group Co., Ltd. Mr. Pei currently serves as an independent non-executive director of China Energy Engineering Corporation Limited (listed on both the Stock Exchange (stock code: 3996) and the Shanghai Stock Exchange (stock code: 601868)). Mr. Pei graduated from the department of electrical engineering of Huazhong Institute of Technology with a major in high voltage technology and equipment and received a doctoral degree of engineering in high voltage and insulation technology from Huazhong University of Science and Technology. Mr. Pei is a professor-level senior engineer.

Mr. Wen Bugao, aged 59, previously served as a director of the policy and regulation division of the Gansu Provincial Planning Commission, a director of the national economy comprehensive division of the Gansu Provincial Planning Commission, a director of the news office of the National Development and Reform Commission ("NDRC"), and a deputy director of policy research office and worked in the Party Committee of office directly under the NDRC. Mr. Wen has been a full-time external director for central enterprises since April 2024 and currently serves as a non-executive director of China Construction Technology Consulting Group.

Save as disclosed above, Mr. Pei and Mr. Wen currently do not, nor did they in the past three years, hold any directorships in any listed companies or any other major positions in the Company and its subsidiaries; Mr. Pei and Mr. Wen do not have any relationship with any Director, supervisor, senior management or substantial shareholders of the Company (as defined in the Hong Kong Listing Rules).

As at the date of this circular, Mr. Pei and Mr. Wen do not have any interests in the shares of the Company within the meaning of Part XV of the SFO.

LETTER FROM THE BOARD

Each of Mr. Pei and Mr. Wen has confirmed (a) his independence as regards to each of the factors referred to in Rule 3.13(1) to (8) of the Hong Kong Listing Rules; (b) he 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 his independence at the time of his appointment.

Save as disclosed above, there is no other information 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.

Subject to the approval on their appointments as independent non-executive Directors by the Shareholders at the EGM, the Company will enter into a service contract with Mr. Pei and Mr. Wen, respectively. The Board, after obtaining the authorization at the EGM, will determine the remuneration of Mr. Pei and Mr. Wen with reference to their duties, responsibilities, experience as well as the prevailing market condition.

For the proposed appointments of Mr. Pei and Mr. Wen as independent non-executive Directors, the Nomination Committee and the Board have complied with the board diversity policy of the Company, the nomination policy of the Board and the development strategy of the Company. The Nomination Committee nominated Mr. Pei and Mr. Wen as independent non-executive Director candidates taking into account factors such as their professional experience, skills and knowledge of management, economics and engineering as shown in their biographical details set out above, the potential for them to help enhance the operation efficiency of the Board as independent non-executive Directors, and their potential commitment to the business of the Company. The Board believes that Mr. Pei and Mr. Wen will provide objective, independent and sufficient opinions and analysis on significant matters relating to the operations and management of the Company through their rich experience and knowledge while promoting the independence and objectiveness in decision-making of the Board and the comprehensive and impartial supervision of the management of the Company, and that they will also, together with other independent non-executive Directors, promote the diversity of the Board structure in various aspects including age, culture, professional skills and qualifications, and are in the interests of the Company and the Shareholders as a whole.

Mr. Pei and Mr. Wen have confirmed their independence in accordance with factors set out in Rule 3.13 of the Hong Kong Listing Rules, respectively. The Nomination Committee and the Board consider that both Mr. Pei and Mr. Wen meet the independence guidelines set out in Rule 3.13 of the Hong Kong Listing Rules and are independent in accordance with the terms of the guidelines.

LETTER FROM THE BOARD

IV. EGM

The notice of EGM is set out on pages 8 to 9 of this circular. The relevant form of proxy is enclosed. Whether or not a Shareholder intends to attend the EGM in person, he/she must complete the enclosed form of proxy as soon as possible and must lodge the completed form of proxy with the headquarters of the Company (for holders of Domestic Shares) or Computershare Hong Kong Investor Services Limited (for holders of H Shares) not less than 24 hours before the time arranged (i.e. before 10:00 a.m. on 22 July 2025) for convening the EGM in order to be valid. The address of the headquarters of the Company is Room 101, LG1 to 3/F, Building 14, North District, Yard No. 9, Dongran North Street, Haidian District, Beijing, PRC, postal code: 100195; Telephone: (8610) 6870 8806; Fax: (8610) 6870 8802. The address of Computershare Hong Kong Investor Services Limited is 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong; Telephone: (852) 2862 8555; Fax: (852) 2865 0990. After completion and return of the form of proxy, a Shareholder may still attend the EGM and vote in person if he wishes to do so.

V. RECOMMENDATION

The Board considers that the resolutions mentioned above are in the interests of the Company and the Shareholders as a whole. Accordingly, the Board recommends that all Shareholders vote in favor of the resolutions at the EGM.

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



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)

NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2025

NOTICE IS HEREBY GIVEN that the first extraordinary general meeting of China Tower Corporation Limited (the “**Company**”) of 2025 (the “**EGM**”) will be held at 10:00 a.m. on Wednesday, 23 July 2025 at Room 101, Building 12, China Tower Industrial Park, No. 9 Dongran North Street, Haidian District, Beijing, PRC, to consider and, if thought fit, pass the following businesses:

ORDINARY RESOLUTIONS

- 1. THAT** the appointment of Mr. Miao Shouye as a non-executive director of the Company be and is hereby considered and approved; and **THAT** any director of the Company be and is hereby authorized to sign on behalf of the Company the director’s service contract with Mr. Miao Shouye.
- 2. THAT** the appointment of Mr. Pei Zhenjiang 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 Mr. Pei Zhenjiang, and **THAT** the Board be and is hereby authorized to determine his remuneration.
- 3. THAT** the appointment of Mr. Wen Bugao 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 Mr. Wen Bugao, and **THAT** the Board be and is hereby authorized to determine his remuneration.

By Order of the Board
China Tower Corporation Limited
Leung Suet Wing
Company Secretary

Hong Kong, 7 July 2025

NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2025

Notes:

1. Unless otherwise defined, capitalized terms used herein shall have the same meanings as those defined in the circular of the Company dated 7 July 2025.
2. Biographical details of the proposed directors of the Company within the aforesaid resolutions No. 1 to No. 3 are set out in the circular of the Company dated 7 July 2025.
3. The H Share register of members of the Company will be closed, for the purpose of determining H Shareholders' entitlement to attend the EGM, from Friday, 18 July 2025 to Wednesday, 23 July 2025 (both days inclusive), during which period no transfer of H Shares will be registered. In order to attend the EGM, all share transfers, 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, Wanchai, Hong Kong, not later than 4:30 p.m. on Thursday, 17 July 2025. H Shareholders who are registered with Computershare Hong Kong Investor Services Limited on Wednesday, 23 July 2025 are entitled to attend the EGM.
4. Each Shareholder entitled to attend and vote at the EGM may appoint one or more proxies to attend and vote on his/her behalf at the EGM. A proxy need not be a Shareholder.
5. 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 completed and delivered to the headquarters of the Company for Domestic Shareholders or to the Computershare Hong Kong Investor Services Limited for H Shareholders no later than 24 hours before the designated time (i.e. before 10:00 a.m. on 22 July 2025) for the holding of the EGM. The address of the headquarters of the Company is Room 101, LG1 to 3/F, Building 14, North District, Yard No. 9, Dongran North Street, Haidian District, Beijing, PRC, postal code: 100195; telephone: (8610) 6870 8806. The address of Computershare Hong Kong Investor Services Limited is 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong; telephone: (852) 2862 8555. Completion and return of a form of proxy will not preclude a Shareholder from attending in person and voting at the EGM if he/she so wishes.
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 its board or other decision making authority in order to attend the EGM.
7. All resolutions to be proposed at the EGM will be voted by poll.
8. The EGM is expected to last for half a day. Shareholders (in person or by proxy) attending the EGM shall be responsible for their own transport and accommodation expenses.
9. The English translation of this notice is for reference only, and in case of any inconsistency, the Chinese version shall prevail.

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

<i>Executive directors</i>	<i>:</i>	<i>Zhang Zhiyong (Chairman of the Board) and Chen Li (General Manager)</i>
<i>Non-executive directors</i>	<i>:</i>	<i>Cheng Jianjun, 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>