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If you have sold or transferred all your shares in China Unicom (Hong Kong) Limited, you should at once hand this circular and the accompanying forms of proxies to the purchaser or the transferee or to the bank, licensed securities dealer or registered institution in securities or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

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CHINA UNICOM (HONG KONG) LIMITED
中國聯合網絡通信(香港)股份有限公司

(Incorporated in Hong Kong with limited liability)
(Stock Code: 762)

**PROPOSED GENERAL MANDATES TO BUY BACK SHARES AND TO ISSUE SHARES,
PROPOSED RE-ELECTION OF DIRECTORS,
PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION
AND
NOTICE OF ANNUAL GENERAL MEETING**

The AGM will be convened at 11:00 a.m. on 30 May 2024 at Mezzanine Level — Grand Hyatt Hong Kong, 1 Harbour Road, Wanchai, Hong Kong and China Unicom Building, 21 Financial Street, Xicheng District, Beijing, P.R.C. concurrently by electronic means. The Notice of AGM is set out on pages 17 to 21 of this circular.

The proxy form is enclosed in this circular. Whether or not Shareholders intend to attend the AGM, they are advised to complete and return the enclosed proxy form to the Company's Share Registrar, Hong Kong Registrars Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, as soon as practicable and in any event by not later than 48 hours before the time appointed for holding the AGM. The completion and return of the proxy form will not preclude you from attending and voting in person at the AGM should you so wish.

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DEFINITIONS

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

“AGM”	the annual general meeting of the Company to be held on 30 May 2024 at Mezzanine Level — Grand Hyatt Hong Kong, 1 Harbour Road, Wanchai, Hong Kong and China Unicom Building, 21 Financial Street, Xicheng District, Beijing, P.R.C. concurrently by electronic means
“Articles of Association”	the articles of association of China Unicom (Hong Kong) Limited
“Board”	the board of directors of the Company
“Buy-back Mandate”	the mandate granted to the Company if the ordinary resolution set out in item 5 of the Notice of AGM is passed
“Companies Ordinance”	the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), as amended from time to time
“Company”	China Unicom (Hong Kong) Limited, a company incorporated under the laws of Hong Kong with limited liability and whose Shares are listed on the Stock Exchange
“Directors”	the directors of the Company
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Latest Practicable Date”	22 April 2024
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Notice of AGM”	notice of the AGM dated 30 April 2024
“Shareholder(s)”	holder(s) of the Shares
“Shares”	shares in the share capital of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Takeovers Code”	Hong Kong Code on Takeovers and Mergers
“Unicom BVI”	China Unicom (BVI) Limited, a company incorporated under the laws of the British Virgin Islands and an immediate controlling shareholder of the Company

DEFINITIONS

“Unicom Group”	中國聯合網絡通信集團有限公司 (China United Network Communications Group Company Limited), a state-owned enterprise established under the laws of the PRC and the ultimate parent company of the Company
“Unicom Group BVI”	China Unicom Group Corporation (BVI) Limited, a company incorporated under the laws of the British Virgin Islands and an immediate controlling shareholder of the Company



CHINA UNICOM (HONG KONG) LIMITED
中國聯合網絡通信(香港)股份有限公司

(Incorporated in Hong Kong with limited liability)
(Stock Code: 762)

Executive Directors:

Chen Zhongyue
Jian Qin
Wang Junzhi
Li Yuzhuo

Registered office:

75th Floor, The Center
99 Queen's Road Central
Hong Kong

Independent Non-executive Directors:

Cheung Wing Lam Linus
Chung Shui Ming Timpson
Fan Chiu Fun Fanny
Fan Chun Wah Andrew

30 April 2024

To the Shareholders

Dear Sir or Madam,

**PROPOSED GENERAL MANDATES TO BUY BACK SHARES AND TO ISSUE SHARES,
PROPOSED RE-ELECTION OF DIRECTORS,
PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION
AND
NOTICE OF ANNUAL GENERAL MEETING**

1. INTRODUCTION

The purpose of this circular is to provide you with details of (1) the proposed general mandate to buy back Shares and to issue Shares, (2) the proposed re-election of Directors, (3) the proposed amendments to the Articles of Association and (4) the Notice of AGM.

LETTER FROM THE BOARD

2. PROPOSED GENERAL MANDATES TO BUY BACK SHARES AND TO ISSUE SHARES

A general mandate was granted to the Board to exercise the power of the Company to buy back Shares at the last annual general meeting of the Company held on 19 May 2023. Such mandate will lapse at the conclusion of the forthcoming AGM. Therefore it is proposed that a fresh general mandate be granted to the Board to buy back Shares in the Company with an aggregate number of Shares not exceeding 10% of the total number of Shares in issue.

An explanatory statement, as required by the Listing Rules to be sent to the Shareholders in connection with the proposed ordinary resolution set out in item 5 of the Notice of AGM for the approval of the renewal of the general mandate for buy-back of Shares, is set out in Appendix I to this circular.

A general mandate was granted to the Board to exercise the power of the Company to issue Shares at the last annual general meeting of the Company held on 19 May 2023. Such mandate will lapse at the conclusion of the forthcoming AGM. Therefore it is proposed that a fresh general mandate be granted to the Board to issue Shares as more details are set out in item 6 of the Notice of AGM.

A resolution as set out in item 7 of the Notice of AGM will also be proposed at the AGM authorising the Directors to increase the maximum number of new Shares which may be issued under the general mandate for the issuance and allotment of Shares by adding to it the number representing the aggregate number of Shares bought back pursuant to the Buy-back Mandate.

3. PROPOSED RE-ELECTION OF DIRECTORS

Pursuant to article 101 of the Articles of Association, Ms. Li Yuzhuo and Mr. Cheung Wing Lam Linus will retire from office by rotation at the forthcoming annual general meeting of the Company, and shall be eligible for re-election. Besides, Pursuant to article 105 of the Articles of Association, Mr. Jian Qin and Mr. Fan Chun Wah Andrew, being the Directors appointed after the last annual general meeting of the Company, shall hold office until the forthcoming annual general meeting of the Company and shall then be eligible for re-election.

The biographies of Mr. Jian Qin, Ms. Li Yuzhuo, Mr. Cheung Wing Lam Linus and Mr. Fan Chun Wah Andrew (together, the “Directors for Re-Election”) are set out in the Appendix II to this circular.

Mr. Jian Qin has been acting as an Executive Director of the Company since April 2024. Ms. Li Yuzhuo has been acting as an Executive Director of the Company for approximately 2 years. Mr. Cheung Wing Lam Linus has been acting as an Independent Non-Executive Director of the Company for approximately 20 years. Mr. Fan Chun Wah Andrew has been acting as an Independent Non-Executive Director of the Company since April 2024. During the tenure of Mr. Cheung Wing Lam Linus and Mr. Fan Chun Wah Andrew as the Independent Non-Executive Directors of the Company, they have not engaged in the daily administrative management of the Group. They have expressed objective views and exercised independent judgements in fulfilling their duties to the Company as Independent Non-Executive Directors, and they continue to demonstrate the ability to provide an independent, balanced and objective view to the affairs of the Company. They have provided excellent advice on the affairs of the Company from time to time which

LETTER FROM THE BOARD

promoted and enhanced the management of the Company and standardised the corporate governance practice of the Company. Mr. Cheung Wing Lam Linus and Mr. Fan Chun Wah Andrew as the Independent Non-Executive Directors of the Company, have both confirmed to the Company that they are in compliance with the requirements of independence pursuant to Rule 3.13 of the Listing Rules (including the notes thereto) and have devoted sufficient time and attention to the affairs of the Company. The Company has conducted assessment on their independence, and is of the view that each of them complies with the guidelines on independence as set out in Rule 3.13 of the Listing Rules (including the notes thereto) and Mr. Cheung Wing Lam Linus and Mr. Fan Chun Wah Andrew are considered as independent in accordance with the provisions of the guidelines. Meanwhile, the Company is of the view that Mr. Cheung Wing Lam Linus and Mr. Fan Chun Wah Andrew performed their fiduciary duties as well as devoted sufficient time and attention to the affairs of the Company. Mr. Cheung Wing Lam Linus has extensive experience in telecommunications and management. Mr. Fan Chun Wah Andrew has extensive experience in finance and accounting. Mr. Fan Chun Wah Andrew is serving as Independent Non-Executive Director of seven listed companies (including the Company), he possesses vast experience in finance and accounting, and diverse experience and expertise through his involvement in different business sectors and public services. The re-election of Mr. Fan Chun Wah Andrew allows him to provide valuable and relevant insights and contribute to the diversity of the Board, in particular professional experience. Please refer to Appendix II for details.

The Company has determined nomination policy. After considering the Company's need, the Nomination Committee considered the candidate on merit against objective criteria and with due regard to the benefits of diversity on the Board, which identified a wide range of candidates from within the Company and the human resources market and made recommendations to the Board. After having obtained the consent from candidates in relation to the relevant nomination and based on the Company's actual needs, the Board convened a meeting, attendees of which include non-executive Directors, to consider the qualifications of the candidates. Meanwhile, the Nomination Committee reviewed the Board's structure, size and composition with due regard to the benefits of diversity on the Board, and was of the view that the re-election of the four Directors to be Directors of the Company can continuously enhance the level of management of the Company and keep the diversity of Board composition (including but not limited to age, cultural and educational background, professional experience, skills, knowledge and duration of service) through leveraging their professional experience and knowledge. It can also promote the objective decision-making of the Board and contribute to the full and impartial supervision of the management of the Company in accordance with the interests of the Company and the Shareholders as a whole. The Board accepted the opinion and recommendation by the Nomination Committee. The Board recommended the four Directors to be re-elected at the AGM.

Except as noted in the biographies, (i) the Directors for Re-Election have not held any other directorships in any listed public companies in the last three years nor any post in an affiliated company of the Group; and (ii) none of the Directors for Re-Election is connected with any Directors, senior management, substantial shareholders (as defined under the Listing Rules) or controlling shareholders of the Company.

The Directors for Re-Election did not have any interest in the Shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

LETTER FROM THE BOARD

Please refer to the 2023 Annual Report of the Company for details of the remuneration of Ms. Li Yuzhuo and Mr. Cheung Wing Lam Linus in 2023. Mr. Jian Qin and Mr. Fan Chun Wah Andrew have been appointed as an Executive Director and an Independent Non-executive Director of the Company respectively in April 2024. The terms of services agreed between the Directors for Re-Election and the Company neither specify the length of service nor require the Company to give more than one year's advance notice or to make payments equivalent to more than one year's remuneration to terminate the service (other than statutory compensation). However, the Directors are subject to retirement at annual general meetings in accordance with the Articles of Association. The proposed remuneration package of directors of the Company will be determined by the Remuneration Committee, subject to approval by the Board and in compliance with applicable laws, regulations and policies, and taking into account the responsibilities of such person in the Company, his experience and performance as well as the prevailing market conditions. The Company will disclose as and when appropriate once the proposed remuneration packages for such persons have been determined.

Save as disclosed in this circular, each of the Directors for Re-Election has confirmed that there is no other matter that needs to be brought to the attention of the Shareholders of the Company and that there is no other information to be disclosed pursuant to Rule 13.51(2) of the Listing Rules.

4. PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Since the provisions of the Listing Rules in relation to the expansion of the paperless listing regime and the requirements for publication of corporate communications by electronic means (the "Amended Listing Rules") have come into effect on 31 December 2023, in order to improve the efficiency of electronic dissemination of corporate communications when there are no relevant restrictions under applicable laws and regulations in the future and to maintain the consistency of the Articles of Association with the Amended Listing Rules, the Board proposes the certain amendments to the existing Articles of Association of the Company.

A special resolution will be proposed at the Annual General Meeting to amend the Articles of Association. The proposed amendments are set out in "Appendix III — Explanatory Statement of Proposed Amendments to the Articles of Association" to this circular.

Shareholders are advised that the new Articles of Association are prepared in the English language and the Chinese translation is only for reference purpose. In case of any inconsistency, the English version shall prevail.

The Company's legal advisers have confirmed that the proposed amendments are in compliance with the requirements of the Listing Rules and the laws of Hong Kong. The Company also confirms that there is nothing unusual about the proposed amendments for a company listed in Hong Kong.

LETTER FROM THE BOARD

5. ANNUAL GENERAL MEETING

The AGM will be convened at 11:00 a.m. on 30 May 2024 at Mezzanine Level — Grand Hyatt Hong Kong, 1 Harbour Road, Wanchai, Hong Kong and China Unicom Building, 21 Financial Street, Xicheng District, Beijing, P.R.C. concurrently by electronic means. The Notice of AGM is set out on pages 17 to 21 of this circular. No Shareholders will be required to abstain from voting at the AGM. Voting will be taken by way of poll in accordance with the requirements of Listing Rules.

The proxy form is enclosed in this circular. Whether or not Shareholders intend to attend the AGM, they are advised to complete and return the enclosed proxy form to the Company's share registrar, Hong Kong Registrars Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, as soon as practicable and in any event by not later than 48 hours before the time appointed for holding the AGM. The completion and return of the proxy form will not preclude you from attending and voting in person at the AGM should you so wish.

6. RECOMMENDATION

The Board considers that the resolutions as set out in the Notice of AGM are all in the best interests of the Company and the Shareholders as a whole. Accordingly, the Board recommends you to vote in favour of all of the resolutions at the AGM.

By Order of the Board
China Unicom (Hong Kong) Limited
Chen Zhongyue
Chairman and Chief Executive Officer

This explanatory statement contains all the information required under Rule 10.06(1)(b) of the Listing Rules and also constitutes a memorandum required under section 239 of the Companies Ordinance.

EXERCISE OF THE BUY-BACK MANDATE

The Directors believe that the flexibility afforded by the Buy-back Mandate would be beneficial to the Company. It is proposed that up to 10% of the total number of issued and outstanding Shares on the date of the passing of the ordinary resolution (subject to adjustment in the case of any subdivision and consolidation of Shares after the relevant general meeting) to approve the Buy-back Mandate may be bought back. As at the Latest Practicable Date, 30,598,124,345 Shares were in issue and outstanding. On the basis of such figure, the Directors would be authorised to buy back up to 3,059,812,434 Shares during the period up to the date of the next annual general meeting in 2025, or the expiration of the period within which the next annual general meeting of the Company is required by law to be held, or the revocation or variation of the Buy-back Mandate by an ordinary resolution of the Shareholders at a general meeting, whichever of these three events occurs first.

REASONS FOR BUY-BACKS

Buy-backs of Shares will only be made when the Directors believe that they will benefit the Company and its Shareholders. Such buy-backs may, depending on the market conditions and funding arrangements at the time, lead to an enhancement of the net asset value of the Company and its assets and/or its earnings per Share.

FUNDING OF BUY-BACKS

Buy-backs pursuant to the Buy-back Mandate would be financed entirely from the Company's available cash flow or working capital facilities. Any buy-backs will be made out of funds of the Company legally permitted to be utilised for such purpose in accordance with its Articles of Association and the laws of Hong Kong, including distributable profits. Under the Companies Ordinance, a company's distributable profits, in relation to the making of a payment by the company, are those profits out of which the company could lawfully make a distribution equal in value to the payment.

There might be a material adverse impact on the working capital or gearing position of the Company (as compared with the position disclosed in its most recent published audited accounts for the year ended 31 December 2023) in the event that the Buy-back Mandate is exercised in full.

However, the Directors do not propose to exercise the Buy-back Mandate to such an extent as would, in the circumstances, have a material adverse effect on the Company's working capital or gearing position, which in the opinion of the Directors are from time to time appropriate for the Company.

DISCLOSURE OF INTERESTS

None of the Directors, and to the best of their knowledge, having made all reasonable enquires, none of their close associates (as defined under the Listing Rules), have any present intention to sell Shares to the Company or its subsidiaries if the Buy-back Mandate is approved by the Shareholders. No core connected persons (as defined under the Listing Rules) of the Company have notified the Company that they (i) have a present intention to sell Shares to the Company or (ii) have undertaken not to sell Shares to the Company, if the Buy-back Mandate is approved by the Shareholders.

GENERAL

The Directors will exercise the Buy-back Mandate in accordance with the Listing Rules and the applicable laws of Hong Kong.

SHARE BUY-BACKS MADE BY THE COMPANY

No buy-backs of Share have been made by the Company (whether on the Stock Exchange or otherwise) during the six months preceding the date of this circular.

TAKEOVERS CODE CONSEQUENCES

If as a result of a buy-back of Shares by the Company, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition for the purpose of the Takeovers Code. As a result, a Shareholder, or group of Shareholders acting in concert, depending on the level of increase of its or their shareholding, could obtain or consolidate control of the Company and become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code.

As at the Latest Practicable Date, the immediate controlling shareholders of the Company are, Unicom BVI and Unicom Group BVI. Unicom BVI was recorded in the register required to be kept by the Company under Part XV of the Securities and Futures Ordinance as having an interest in 16,376,043,282 Shares, representing approximately 53.52% of the total number of issued and outstanding Shares as at that date. If the Buy-back Mandate is exercised in full, Unicom BVI will be interested in approximately 59.47% of the reduced number of issued and outstanding Shares based on Unicom BVI's interest in the issued and outstanding Shares and the total number of issued and outstanding Shares as at the Latest Practicable Date. Unicom Group BVI was recorded in the register required to be kept by the Company under Part XV of the Securities and Futures Ordinance as having a beneficial interest in 8,082,130,236 Shares, representing approximately 26.41% of the total number of issued and outstanding Shares of the Company as at that date. If the Buy-back Mandate is exercised in full, Unicom Group BVI will be interested in approximately 29.35% of the reduced number of issued and outstanding Shares based on Unicom Group BVI's beneficial interest in the issued and outstanding Shares and the total number of issued and outstanding Shares as at the Latest Practicable Date. Unicom BVI and Unicom Group BVI are presumed to be acting in concert with each other in respect of their aggregate 79.93% shareholding in the Company pursuant to class (1) of the definition of "acting in concert" in the Takeovers Code as they are both ultimately controlled by Unicom Group. Therefore, as the aggregate shareholding in the Company held by Unicom BVI and Unicom Group BVI, being persons acting in concert, exceeds 50%, exercise of the Buy-back Mandate should, subject to the specific circumstances in the particular case, not result in a mandatory offer obligation upon Unicom BVI and Unicom Group BVI under Rule 26 of the Takeovers Code. Save as disclosed above, the Directors are not aware of any other consequences that may arise under the Takeovers Code as a result of a buy-back of the Shares. Neither the proposed share repurchase nor the Explanatory Statement has any unusual features.

MARKET PRICES

The highest and lowest prices at which the Shares have traded on the Stock Exchange during each of the previous twelve months preceding the Latest Practicable Date are as follows:

	Traded market price	
	Highest <i>HKD</i>	Lowest <i>HKD</i>
2023		
April	6.52	5.64
May	6.58	5.62
June	6.01	4.86
July	5.76	5.10
August	5.83	5.40
September	5.92	5.32
October	5.75	4.68
November	5.13	4.82
December	5.06	4.45
2024		
January	5.66	4.68
February	5.75	5.23
March	5.82	5.36
April (up to the latest practicable 22 April 2024)	6.13	5.57

BIOGRAPHIES OF THE DIRECTORS FOR RE-ELECTION AT THE AGM**Mr. Jian Qin***Executive Director and President*

Aged 58, a postgraduate with a doctorate degree in Economics, was appointed in April 2024 as an Executive Director and President of the Company. Mr. Jian served as Chairman and General Manager of China Mobile Group Jiangxi Co., Ltd., China Mobile Group Sichuan Co., Ltd. and China Mobile Group Guangdong Co., Ltd., Vice President of China Mobile Communications Group Co., Ltd. and China Mobile Limited, Director and Vice President of China Mobile Communication Co., Ltd., non-executive director of Phoenix Media Investment (Holdings) Limited, Director of China Post Group Corporation Limited. Mr. Jian also serves as a Director and General Manager of China United Network Communications Group Company Limited (“Unicom Group”), the President of China United Network Communications Limited (“A Share Company”), as well as a Director and President of China United Network Communications Corporation Limited (“CUCL”). Mr. Jian has extensive experience in management and the telecommunications industry.

Ms. Li Yuzhuo*Executive Director and Chief Financial Officer*

Aged 51, a postgraduate with a master’s degree in Business Administration, was appointed in February 2022 as an Executive Director and Chief Financial Officer of the Company. Ms. Li served as Director of the Finance Department of China ENFI Engineering Corporation Limited, Vice President of China ENFI Engineering Corporation, Head of the Capital Department and Secretary of the Board of Directors of China Metallurgical Group Corporation (Metallurgical Corporation of China Limited), and Head of the Capital Operation Department of China Minmetals Corporation. Ms. Li is currently Chief Accountant of Unicom Group, Board Secretary and Financial Controller of A Share Company, the Director and the Chief Financial Officer of CUCL, as well as Director of certain member of the Group. Ms. Li has extensive experience in financial investment and capital operation.

Mr. Cheung Wing Lam Linus*Independent Non-Executive Director*

Aged 75, was appointed in May 2004 as an Independent Non-Executive Director of the Company. Mr. Cheung is an Independent Non-Executive Director of HKR International Limited (listed on the Hong Kong Stock Exchange). Mr. Cheung was a member of the University of Hong Kong Council, Chairman of the University of Hong Kong School of Professional and Continuing Education, Chairman of Asia Television Limited, Deputy Chairman of PCCW Limited, Independent Non-Executive Directors of Taikang Life Insurance Company Limited and Sotheby’s, as well as President of the Chartered Institute of Marketing (Hong Kong Region). Prior to the merger of Pacific Century Cyberworks Limited and Hong Kong Telecom Limited, Mr. Cheung was the Chief Executive of Hong Kong Telecom Limited and an Executive Director of Cable & Wireless plc in the United Kingdom. Mr. Cheung worked at Cathay Pacific Airways for 23 years, leaving as Deputy Managing Director. He was appointed an Official Justice of the Peace in 1990 and a Non-official Justice of the Peace in 1992. Mr. Cheung received a bachelor’s degree in social sciences and a diploma in management studies from the University of Hong Kong. He is also an Honorary Fellow of the University of Hong Kong and of The Chartered Institute of Marketing in the United Kingdom.

Mr. Fan Chun Wah Andrew*Independent Non-Executive Director*

Aged 45, was appointed in April 2024 as an Independent Non-Executive Director of the Company. Mr. Fan is an independent non-executive director of Chuang's China Investments Limited, Culturecom Holdings Limited, Nameson Holdings Limited, China Aircraft Leasing Group Holdings Limited, Sing Tao News Corporation Limited and China Overseas Grand Oceans Group Limited (all listed on the Main Board of the Hong Kong Stock Exchange). Mr. Fan is also a member of the 14th National Committee of the Chinese People's Political Consultative Conference, the Vice Chairman of the 10th to 12th Committees of the Zhejiang Province United Young Association, a Standing Committee member of the 12th to 13th Committee of the All-China Youth Federation. Mr. Fan served as an independent non-executive director of Fulum Group Holdings Limited and Space Group Holdings Limited (all are listed on the Main Board of the Hong Kong Stock Exchange). Mr. Fan was appointed as a Justice of the Peace by the Hong Kong Special Administrative Region Government in 2016. Mr. Fan is a practicing certified public accountant in Hong Kong with over 18 years of experience. He holds a Bachelor Degree of Business Administration (Accounting and Finance) from The University of Hong Kong and a Bachelor Degree in Laws from the University of London. Mr. Fan is a fellow member of the Association of Chartered Certified Accountants in the United Kingdom and the Hong Kong Institute of Certified Public Accountants.

The Company proposes to amend the Articles of Association, details of which are set out as follows:

Existing Articles of Association (Article provisions before amendments)	New Articles of Association (Article provisions after amendments)
<p>148. (a) The Directors shall, from time to time, in accordance with the Ordinance, cause to be prepared and to be laid before its annual general meeting the reporting documents required by the Ordinance. The Directors may also cause to be prepared a summary financial report if they think fit, which may be provided to members and/or debenture holders instead of the reporting documents in circumstances permitted by the Ordinance, the Listing Rules and any other applicable laws, rules and regulations.</p> <p>(b) A copy of the reporting documents or the summary financial report shall, not less than twenty-one (21) days before the meeting, be sent to the registered address of every member and debenture holder of the Company, or in the case of a joint holding to the member or debenture holder (as the case may be) whose name stands first in the appropriate Register in respect of the joint holding. No accidental non-compliance with the provisions of this Article shall invalidate the proceedings at the meeting.</p>	<p>148. (a) The Directors shall, from time to time, in accordance with the Ordinance, cause to be prepared and to be laid before its annual general meeting the reporting documents required by the Ordinance. The Directors may also cause to be prepared a summary financial report if they think fit, which may be provided to members and/or debenture holders instead of the reporting documents in circumstances permitted by the Ordinance, the Listing Rules and any other applicable laws, rules and regulations.</p> <p>(b) <u>Subject to the provisions of paragraph (c) of this Article,</u> aA copy of the reporting documents or the summary financial report shall, not less than twenty-one (21) days before the meeting, be sent to the registered address of every member and debenture holder of the Company, or in the case of a joint holding to the member or debenture holder (as the case may be) whose name stands first in the appropriate Register in respect of the joint holding. No accidental non-compliance with the provisions of this Article shall invalidate the proceedings at the meeting.</p>

Existing Articles of Association (Article provisions before amendments)	New Articles of Association (Article provisions after amendments)
	<p>(c) <u>Where a member or debenture holder of the Company has, in accordance with the Ordinance, the Listing Rules and any other applicable laws, rules and regulations from time to time, consented or is deemed to have so consented to treat the publication of the reporting documents and/or the summary financial report on the Company's website or the publication or distribution of the reporting documents and/or the summary financial report in any other manner, including by way of any other form of electronic communication, as discharging the Company's obligation under the provisions of paragraph (b) of this Article to send a copy of the relevant reporting documents and/or the summary financial report, then subject to compliance with the publication and notification requirements of the Ordinance, the Listing Rules and any other applicable laws, rules and regulations from time to time, publication of the reporting documents and/or the summary financial report on the Company's website or the publication or distribution of the reporting documents and/or the summary financial report in such other manner not less than twenty-one (21) days before the meeting shall, in relation to each such member or debenture holder of the Company, be deemed to discharge the Company's obligations under the provisions of paragraph (b) of this Article.</u></p>

Existing Articles of Association (Article provisions before amendments)	New Articles of Association (Article provisions after amendments)
<p>153. Any notice or document (including any “corporate communication” within the meaning ascribed thereto in the Listing Rules) given or issued by or on behalf of the Company:</p> <p>(a) if sent by post, shall be deemed to have been served or delivered on the day following that on which the envelope or wrapper containing the same is put into a post office situated within Hong Kong and in proving such service it shall be sufficient to prove that the envelope or wrapper containing the notice or document was properly prepaid, addressed and put into such post office (airmail if posted from Hong Kong to an address outside Hong Kong) and a certificate in writing signed by the Secretary or other person appointed by the Board that the envelope or wrapper containing the notice or document was so properly prepaid, addressed and put into such post office shall be conclusive evidence thereof;</p> <p>(b) if not sent by post but delivered or left at a registered address by the Company, shall be deemed to have been served or delivered on the day it was so left;</p> <p>(c) if published by way of a newspaper advertisement, shall be deemed to have been served or delivered on the date on which it is advertised in one English language newspaper and one Chinese language newspaper in Hong Kong;</p>	<p>153. Any notice or document (including any “corporate communication” within the meaning ascribed thereto in the Listing Rules) given or issued by or on behalf of the Company:</p> <p>(a) if sent by post, shall be deemed to have been served or delivered on the day following that on which the envelope or wrapper containing the same is put into a post office situated within Hong Kong and in proving such service it shall be sufficient to prove that the envelope or wrapper containing the notice or document was properly prepaid, addressed and put into such post office (airmail if posted from Hong Kong to an address outside Hong Kong) and a certificate in writing signed by the Secretary or other person appointed by the Board that the envelope or wrapper containing the notice or document was so properly prepaid, addressed and put into such post office shall be conclusive evidence thereof;</p> <p>(b) if not sent by post but delivered or left at a registered address by the Company, shall be deemed to have been served or delivered on the day it was so left;</p> <p>(c) if published by way of a newspaper advertisement, shall be deemed to have been served or delivered on the date on which it is advertised in one English language newspaper and one Chinese language newspaper in Hong Kong;</p>

Existing Articles of Association (Article provisions before amendments)	New Articles of Association (Article provisions after amendments)
<p>(d) if sent as an electronic communication (other than by making it available on a website), shall be deemed to have been served at the end of the prescribed period after the notice, document or information is sent or otherwise in accordance with the Ordinance; and</p> <p>(e) if made available on a website, shall be deemed to have been served at the later of (i) the time when it is first made available on the website and (ii) the time when the entitled person is deemed to have received a notification of such availability, or otherwise in accordance with the Ordinance.</p>	<p>(d) if sent as an electronic communication (other than by making it available on a website), shall be deemed to have been served at the end of the prescribed period after the notice, document or information is sent or otherwise in accordance with the Ordinance; and</p> <p>(e) if made available on a website, shall be deemed to have been served: <u>(i) in the case where a notification of such availability is required by the Ordinance, the Listing Rules and any other applicable laws, rules and regulations, at the time when such notification of availability is served;</u> or <u>(ii) in any other case, at the time when the notice or document first made available on the website.</u> at the later of (i) the time when it is first made available on the website and (ii) the time when the entitled person is deemed to have received a notification of such availability, or otherwise in accordance with the Ordinance.</p>



CHINA UNICOM (HONG KONG) LIMITED
中國聯合網絡通信(香港)股份有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 762)

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of China Unicom (Hong Kong) Limited (the “Company”) will be held on 30 May 2024 at 11:00 a.m. at Mezzanine Level — Grand Hyatt Hong Kong, 1 Harbour Road, Wanchai, Hong Kong and China Unicom Building, 21 Financial Street, Xicheng District, Beijing, P.R.C. concurrently by electronic means, for the following purposes:

AS ORDINARY BUSINESS:

1. To receive and consider the financial statements and the Reports of the Directors and of the Independent Auditor for the year ended 31 December 2023.
2. To declare a final dividend for the year ended 31 December 2023.
3. To re-elect Directors and to authorise the Board of Directors to fix the remuneration of the Directors.
4. To re-appoint Deloitte Touche Tohmatsu as the auditor of the Group for Hong Kong financial reporting purposes, and to authorise the Board of Directors to fix their remuneration for the year ending 31 December 2024.

And as Special Business, to consider and, if thought fit, to pass the following resolutions as ordinary resolutions:

ORDINARY RESOLUTIONS

5. **“THAT:**
 - (a) subject to paragraphs (b) and (c) below, the exercise by the Directors during the Relevant Period (as hereinafter defined) of all the powers of the Company to purchase shares in the capital of the Company (the “Shares”) on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) or any other stock exchange recognised for this purpose by the Securities and Futures Commission of Hong Kong and the Stock Exchange in accordance with all applicable laws including the Code on Share Buy-backs and the Rules Governing the Listing of Securities on the Stock Exchange (the “Listing Rules”) as amended from time to time be and is hereby generally and unconditionally approved;

NOTICE OF ANNUAL GENERAL MEETING

(b) the aggregate number of Shares which may be purchased or agreed conditionally or unconditionally to be purchased by the Directors pursuant to the approval in paragraph (a) above shall not exceed 10% of the total number of the Shares in issue at the date of passing this Resolution, and the said approval shall be limited accordingly;

(c) for the purpose of this Resolution:

“Relevant Period” means the period from the passing of this Resolution until the earlier of:

- (i) the conclusion of the next annual general meeting of the Company;
- (ii) the expiry of the period within which the next annual general meeting of the Company is required by the Company’s articles of association (the “Articles of Association”) or the Companies Ordinance to be held; and
- (iii) the revocation or variation of the authority given to the Directors under this Resolution by ordinary resolution of the Company’s shareholders in general meeting.”

6. **“THAT:**

(a) subject to paragraph (c) below, the exercise by the Directors during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue and deal with additional Shares and to make or grant offers, agreements, options which might require the exercise of such powers be and are hereby generally and unconditionally approved;

(b) the approval in paragraph (a) shall authorise the Directors during the Relevant Period to make or grant offers, agreements, options and awards which might require the exercise of such powers after the end of the Relevant Period;

(c) the aggregate number of Shares allotted, issued and dealt with or agreed conditionally or unconditionally to be allotted, issued and dealt with (whether pursuant to an option or award or otherwise) by the Directors pursuant to the approval in paragraph (a), otherwise than pursuant to (i) a Rights Issue (as hereinafter defined), (ii) the exercise of options or purchase of shares under the awards granted under any share scheme adopted by the Company or (iii) any scrip dividend or similar arrangement providing for the allotment of Shares in lieu of the whole or part of a dividend on Shares in accordance with the Articles of Association, shall not exceed the aggregate of: (1) 20% of the total number of Shares in issue at the date of passing this Resolution, plus (2) (if the Directors are so authorised by a separate ordinary resolution of the shareholders of the Company) the aggregate number of Shares bought back by the Company subsequent to the passing of this Resolution (up to a maximum number equivalent to 10% of the total number of Shares in issue at the date of passing this Resolution), and the said approval shall be limited accordingly; and

NOTICE OF ANNUAL GENERAL MEETING

(d) for the purpose of this Resolution:

“Relevant Period” means the period from the passing of this Resolution until the earlier of:

- (i) the conclusion of the next annual general meeting of the Company;
- (ii) the expiry of the period within which the next annual general meeting of the Company is required by the Articles of Association or the Companies Ordinance to be held; and
- (iii) the revocation or variation of the authority given to the Directors under this Resolution by ordinary resolution of the Company’s shareholders in general meeting; and

“Rights Issue” means an offer of shares open for a period fixed by the Directors to holders of Shares on the register of members on a fixed record date in proportion to their then holdings of such Shares on such record date (subject to such exclusion or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements or having regard to any legal or practical restrictions or obligations under the laws of, or the requirements of, any recognised regulatory body or any stock exchange in any territory applicable to the Company) and an offer, allotment or issue of shares by way of rights shall be construed accordingly.”

7. “**THAT** the Directors be and are hereby authorised to exercise the powers of the Company referred to in paragraph (a) of Resolution 6 in respect of the share capital of the Company referred to in sub-paragraph (2) of paragraph (c) of such resolution.”

SPECIAL RESOLUTION

8. “**THAT** the Articles of Association of the Company be and are hereby amended as detailed in the explanatory statement of the proposed amendments to the Articles of Association, which is contained in the circular of the Company dated 30 April 2024 and that the new Articles of Association produced to the Annual General Meeting and initialled by the chairman of the Annual General Meeting for the purposes of identification be and is hereby approved and adopted, and **THAT** any Director or the Company Secretary of the Company be and is hereby authorized to do all things necessary to effect and record the adoption of the Company’s new Articles of Association.”

By Order of the Board of
China Unicom (Hong Kong) Limited
Chan Ngar Wai
Company Secretary

Hong Kong, 30 April 2024

NOTICE OF ANNUAL GENERAL MEETING

Notes:

1. Any member entitled to attend and vote at the Annual General Meeting is entitled to appoint one or more proxies to attend and vote on his/her behalf. The proxy needs not be a member of the Company.
2. Details of the resolutions stated above are set out in the 2023 annual report and the circular dated 30 April 2024 of the Company.
3. In order to be valid, a proxy form together with the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy thereof, must be deposited at the Company's share registrar, Hong Kong Registrars Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, at least 48 hours before the time for holding the Annual General Meeting. Completion and return of a proxy form will not preclude a member from attending and voting in person if he/she is subsequently able to be present.
4. The Directors have recommended a final dividend for the year ended 31 December 2023 of RMB0.1336 per share (the "2023 Final Dividend") and subject to the passing of the Resolution 2 above, the 2023 Final Dividend is expected to be paid in Hong Kong dollars on or about 26 June 2024 to those shareholders whose names appear on the Company's register of shareholders on 7 June 2024.
5. For the purpose of ascertaining the shareholders' rights to attend and vote at the Annual General Meeting (and any adjournment thereof), and entitlement to the 2023 Final Dividend, the register of members of the Company will be closed for registration of transfer of shares. Details of such closures are set out below:

- (1) For ascertaining the shareholders' rights to attend and vote at the Annual General Meeting:

Latest time to lodge transfer documents for registration	4:30 p.m. of 22 May 2024
Closure of register of members	From 23 May 2024 to 30 May 2024
Record date	23 May 2024

- (2) For ascertaining the shareholders' entitlement to the 2023 Final Dividend:

Latest time to lodge transfer documents for registration	4:30 p.m. of 6 June 2024
Closure of register of members	7 June 2024
Final dividend record date	7 June 2024

During the above closure periods, no transfer of shares will be registered. To be eligible to attend and vote at the Annual General Meeting, and to qualify for the 2023 Final Dividend, all transfers, accompanied by the relevant certificates, must be lodged with the Company's Share Registrar, Hong Kong Registrars Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, by no later than the aforementioned latest times.

6. In relation to the Ordinary Resolution set out in item 3 of the Notice, Mr. Jian Qin, Ms. Li Yuzhuo, Mr. Cheung Wing Lam Linus and Mr. Fan Chun Wah Andrew will retire at the Annual General Meeting and, being eligible, offer themselves for re-election.
7. All resolutions proposed at the Annual General Meeting will be voted by poll. The poll results will be published on the Company's and The Stock Exchange of Hong Kong Limited's websites after the Annual General Meeting.
8. Shareholders are suggested to call our Share Registrar's hotline at (852) 2862 8648 for arrangements of the Annual General Meeting in the event, such as a No. 8 (or above) typhoon or black rainstorm warning signal is hoisted or "extreme conditions after super typhoon" announced by the Government is in force in Hong Kong on the day of the Annual General Meeting. Shareholders should decide on their own whether they would attend the Annual General Meeting under bad weather conditions bearing in mind their own situation.

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9. The Annual General Meeting's attendance is subject to the capacity limit of the venue.
10. No refreshments or drinks will be served at the Annual General Meeting. Members or proxies who attend the Annual General Meeting in person will each receive a small souvenir as a token of appreciation. If a member is also appointed as a proxy of other member(s), or a proxy represents multiple members, the number of souvenirs each of the aforesaid member or proxy will receive is still limited to ONE.
11. If Shareholders have any questions relating to the arrangement of Annual General Meeting, please contact the Company's Share Registrar.

Hong Kong Registrars Limited
17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong
Tel: 852 2862 8555
Fax: 852 2865 0990
Website: www.computershare.com/hk/contact

As at the date of this announcement, the board of directors of the Company comprises:

Executive directors : Chen Zhongyue, Jian Qin, Wang Junzhi and Li Yuzhuo

Independent non-executive directors : Cheung Wing Lam Linus, Chung Shui Ming Timpson, Law Fan Chiu Fun Fanny and Fan Chun Wah Andrew