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香港中旅國際投資有限公司
CHINA TRAVEL INTERNATIONAL INVESTMENT HONG KONG LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock Code: 308)

INSIDE INFORMATION
CHANGE IN CONTROLLING SHAREHOLDER'S
SHAREHOLDING STRUCTURE OF THE COMPANY

This announcement is made by the board (the “Board”) of directors (the “Directors”) of China Travel International Investment Hong Kong Limited (the “Company”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities (the “Listing Rules”) on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “SFO”).

The Company was informed by China Travel Service (Holdings) Hong Kong Limited (“CTS (Holdings)”), the controlling shareholder of the Company, that on 24 December 2015 (after trading hours of the Stock Exchange), CTS (Holdings) and GUOXIN International Investment Corporation Limited (“GUOXIN International Investment”) entered into an investment agreement (the “Investment Agreement”), pursuant to which CTS (Holdings) and GUOXIN International Investment will, through their respective wholly-owned subsidiaries, invest in Alliance Power Resources Ltd. (the “JV Company”), a company incorporated in the British Virgin Islands with limited liability and a wholly-owned subsidiary of CTS (Holdings) as at the date of this announcement. CTS (Holdings) injected approximately 20.10% of the issued shares of the Company into the JV Company and will inject other assets into the JV Company on or before the completion of the Investment Agreement (the “Completion”) and GUOXIN International Investment will inject cash into the JV Company on Completion. Immediately after Completion, CTS (Holdings), through its wholly-owned subsidiary, will hold 60% of the ordinary shares and certain non-voting preferred shares of the JV Company and GUOXIN International Investment, through its wholly-owned subsidiary, will hold 40% of the ordinary shares and certain non-voting preferred shares of the JV Company.

As at the date of this announcement, the JV Company, wholly owned by CTS (Holdings), is interested in approximately 20.10% of the issued shares of the Company. CTS (Holdings) is deemed to be interested in the shares of the Company in which the JV Company is interested pursuant to Part XV of the SFO and as such, CTS (Holdings) is interested in approximately 58.78% of the issued shares of the Company. Immediately after Completion, the JV Company will continue to be interested in

approximately 20.10% of the issued shares of the Company and as it will be indirectly controlled by CTS (Holdings) and GUOXIN International Investment, both CTS (Holdings) and GUOXIN International Investment will be deemed to be interested in the shares of the Company in which the JV Company will be interested pursuant to Part XV of the SFO. As a result, upon Completion, CTS (Holdings) will continue to be interested in approximately 58.78% of the issued shares of the Company and GUOXIN International Investment will be interested in approximately 20.10% of the issued shares of the Company.

GUOXIN International Investment is a financial investment company incorporated in Hong Kong with limited liability. To the best of the Directors' knowledge, information and belief having made all reasonable enquiry, before the entering into of the Investment Agreement, GUOXIN International Investment and its beneficial owners are third parties independent of the Company and connected persons of the Company.

Completion is conditional upon fulfillment of certain conditions precedent and expected to take place on or around 28 December 2015. The Company will make further announcements in relation to the transactions under the Investment Agreement as and when appropriate. **Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.**

By Order of the Board
China Travel International Investment Hong Kong Limited
Xu Muhan
Executive Director and General Manager

Hong Kong, 24 December 2015

As at the date of this announcement, the Board of the Company comprises five executive Directors, namely Ms. Jiang Yan, Mr. Lo Sui On, Mr. Zhang Fengchun, Mr. Xu Muhan and Mr. Fu Zhuoyang and four independent non-executive Directors, namely Dr. Fong Yun Wah, Mr. Wong Man Kong, Peter, Mr. Sze, Robert Tsai To and Mr. Chan Wing Kee.