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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)

NOTICE OF THE EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the extraordinary general meeting of China Travel International Investment Hong Kong Limited (the “**Company**”) will be held at Forum Wing, C/Floor, Metropark Hotel Mongkok, 22 Lai Chi Kok Road, Kowloon, Hong Kong on Friday, 14 November 2025 at 2:30 p.m. to consider as special business and, if thought fit, to pass with or without amendments the following resolutions. Unless the context otherwise requires, capitalized terms used in this notice shall have the same meanings as defined in the circular of the Company dated 28 October 2025:

SPECIAL RESOLUTION

1. “**THAT:**

- (A) conditional only upon the satisfaction of either one of the conditions set out in paragraph (B) of this resolution and subject to any conditions imposed in accordance with paragraph (C) of the this resolution, the reduction of the credit standing to the share capital account of the Company by an amount of HK\$8,500,000,000 from HK\$9,222,295,000 to HK\$722,295,000 without cancelling or extinguishing any ordinary shares (the “**Proposed Capital Reduction**”) pursuant to Subdivision 2, Division 3, Part 5 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) (the “**Companies Ordinance**”) be and is hereby approved and any Director be and is hereby authorised to transfer the credit arising from the Proposed Capital Reduction to retained profits of the Company and utilise it as a distributable reserve of the Company as and when he/she thinks fit in accordance with the articles of association of the Company and the Companies Ordinance;
- (B) the approval and authorisation set out in paragraph (A) of this resolution shall be conditional upon either (i) there being no application (the “**Application**”) to the Court of First Instance of the High Court of Hong Kong (the “**Court**”) for cancellation of the approval of the Proposed Capital Reduction, set out in this resolution, by members of the Company or creditors of the Company within five weeks from the date of this resolution; or (ii) if any such Application is made, the Court (or any relevant appeal court) making an order to confirm this resolution;

- (C) if such an Application is made and the Court makes an order to confirm this resolution upon the Application, the approval and authorisation in paragraph (A) of this resolution shall be subject to any conditions that may be imposed by the Court (or any relevant appeal court); and
- (D) any Director be, and is, authorised severally, for and on behalf of the Company, to submit or file all such relevant documents with the relevant regulatory authorities for approval, endorsement and/or registration as appropriate, and to do or authorise the doing of all such acts and things and to execute all such documents or deeds, including under seal where applicable, and deliver all such documents, instruments and agreements on behalf of the Company, as he/she may, in his/her absolute discretion, consider necessary, appropriate, desirable or expedient for the purpose of, or in connection with, the implementation of or giving effect to or the completion of any matters relating to the Proposed Capital Reduction.”

ORDINARY RESOLUTIONS

2. **“THAT:**

- (A) the Proposed Distribution (namely, the Distribution in Specie and the provision of a cash consideration of HK\$0.336 per Share under the Cash Alternative) be and is hereby approved and confirmed; and
- (B) any Director be, and is, authorised severally, for and on behalf of the Company, to execute and deliver such documents, do such acts and take such actions as he may deem necessary, appropriate, desirable to carry out the purpose of this resolution and all matters in furtherance thereof, and do all such other acts and things as such Director deems necessary, appropriate or desirable.”

3. **“THAT:**

- (A) the Possible Transaction be and is hereby approved and confirmed; and
- (B) any Director be, and is, authorised severally, for and on behalf of the Company, to execute and deliver such documents, do such acts and take such actions as he may deem necessary, appropriate, desirable to carry out the purpose of this resolution and all matters in furtherance thereof, and do all such other acts and things as such Director deems necessary, appropriate or desirable.”

By order of the Board
China Travel International Investment Hong Kong Limited
Wu Qiang
Chairman

Hong Kong, Tuesday, 28 October 2025

Notes:

- (1) A member entitled to attend and vote at the meeting convened by this notice is entitled to appoint one or more proxy(ies) to attend and, on a poll, vote instead of him. A proxy need not be a member of the Company.
- (2) A form of proxy for use at the meeting will be enclosed with the circular to be despatched to the Shareholders. Completion and return of the form of proxy will not preclude a member from attending and voting in person at the meeting or poll concerned if he so wishes. In the event of a member who has lodged a form of proxy attending the meeting, his form of proxy will be deemed to have been revoked.
- (3) In order to be valid, the instrument appointing a proxy together with a power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power of attorney or authority, must be deposited at the Company's share registrar, Tricor Investor Services Limited, 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not less than 48 hours before the time appointed for the holding of the meeting (or adjourned meeting or of the poll, as the case may be).
- (4) In the case of joint holders of a share, any one of such holders may vote at the meeting, either personally or by proxy, in respect of such shares as if he were solely entitled thereto; but if more than one of such joint holders be present at the meeting personally or by proxy, that one of such holders so present whose name stands first on the register of members in respect of such share shall alone be entitled to vote in respect thereof.
- (5) The record date for determining the entitlement of the holders of Shares to attend and vote at the meeting will be Friday, 14 November 2025. The Register of Members of the Company will be closed from Tuesday, 11 November 2025 to Friday, 14 November 2025 (both dates inclusive), for the purposes of ascertaining Shareholders' entitlement to attend and vote at the meeting. In order to be eligible to attend and vote at the meeting, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's share registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 4:30 p.m. on Monday, 10 November 2025.
- (6) The translation into Chinese language of this notice is for reference only. In case of any inconsistency, the English version shall prevail.
- (7) **BAD WEATHER ARRANGEMENTS**

If Typhoon Signal No.8 or above is or is expected to be hoisted or a Black Rainstorm Warning Signal or "extreme conditions" after super typhoons or other adverse weather conditions announced by the HKSAR Government is or is expected to be in force at any time after 12:00 noon on the day of the meeting, then the meeting will be postponed and the Shareholders will be informed of the date, time and venue of the postponed meeting by a supplementary notice to be posted on the Company's website and the website of the Stock Exchange.

If Typhoon Signal No.8 or above or a Black Rainstorm Warning Signal or "extreme conditions" after super typhoons or other adverse weather conditions announced by the HKSAR Government is cancelled at or before 12:00 noon on the day of the meeting and, where conditions permit, the meeting will be held as scheduled.

The meeting will be held as scheduled when an Amber or Red Rainstorm Warning Signal is in force. Shareholders should carefully consider the risk of physical attendance at the meeting under bad weather conditions having regard to their personal circumstances and if they should choose to do so, they are advised to exercise due care and caution.

As at the date of this notice, the board of directors of the Company comprises three executive Directors, namely Mr. Wu Qiang, Mr. Feng Gang and Mr. Li Pengyu; three non-executive Directors, namely Mr. Tsang Wai Hung, Mr. Zheng Jiang and Mr. Fan Zhishi; and three independent non-executive Directors, namely Mr. Song Dawei, Ms. Fang Xuan and Mr. Qian Jiannong.