



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)

**FORM OF PROXY FOR EXTRAORDINARY GENERAL MEETING TO BE HELD
ON 12 DECEMBER 2012**

I/We ^(note 1) _____

of _____

being the registered holder(s) of ^(note 2) _____ share(s) of HK\$0.10 each in the capital of China Travel International Investment Hong Kong Limited (“the Company”), **HEREBY APPOINT** ^(note 3) the Chairman of the Meeting or _____ (name) of _____ (address)

as my/our proxy to attend and act for me/us on my/our behalf at the Extraordinary General Meeting of the Company to be held at Cafe du Parc, 2/F, Metropark Hotel Causeway Bay Hong Kong, 148 Tung Lo Wan Road, Causeway Bay, Hong Kong on Wednesday, 12 December 2012 at 2:30 p.m. and at any adjournment thereof on the undermentioned resolution referred to in the notice convening the Extraordinary General Meeting, or if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTION	FOR ^(note 4)	AGAINST ^(note 4)
To approve the performance and implementation of the general administration services (the “Travel Permit Administration”) provided in Hong Kong for the application of tourist visas and travel permits for entry into the PRC pursuant to the agency agreement dated 15 May 2001 entered into between China Travel Service (Hong Kong) Limited and China Travel Service (Holdings) Hong Kong Limited and the respective annual cap amounts as set out in the Company’s circular dated 26 November 2012		

Signature(s) ^(note 5) _____

Date _____

- Notes:
- Full name(s) and address(es) must be inserted in **BLOCK CAPITALS**.
 - Please insert the number of shares of the Company to which the proxy relates registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the shares of the Company registered in your name(s).
 - If a proxy (or proxies) other than the Chairman of the Meeting is to be appointed, please delete the words “the Chairman of the Meeting or” and insert the full name(s) and address(es) of the proxy (or proxies) desired in the space provided. If not completed, the Chairman of the meeting will act as your proxy. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON(S) WHO SIGNS IT.**
 - IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, TICK IN THE RELEVANT BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST THE RESOLUTION, TICK IN THE RELEVANT BOX MARKED “AGAINST”.** Failure to tick either box will entitle your proxy to cast your vote at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the said meeting other than those referred to in the notice convening the meeting.
 - This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either under its common seal or under the hand of any officer or attorney duly authorised.
 - In the case of joint registered holders of any share, any one of such persons may vote at the meeting either personally or by proxy in respect of such share but if more than one of such joint holders is present at the meeting personally or by proxy the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holder(s), and for this purpose seniority will be determined by the order in which the names stand in the register of members in respect of the joint holding.
 - In order to be valid, this form of proxy, 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, Tricor Tengis Limited, 26th Floor, Tesbury Centre, 28 Queen’s Road East, Wanchai, Hong Kong, not less than 48 hours before the time of the meeting or any adjournment thereof.
 - The proxy need not be a member of the Company but must attend the meeting in person to represent you.
 - Completion and delivery of the form of proxy will not preclude you from attending and voting at the meeting if you so wish.
 - If a shareholder has any query about the validity of his proxy form deposited, he may contact the Company’s share registrar at 2980-1333.
 - The ordinary resolution as set out above will be voted by way of poll.