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China Tourism Group Duty Free Corporation Limited
中國旅遊集團中免股份有限公司

(a joint stock company incorporated in the People's Republic of China with limited liability)
(stock code: 1880)

NOTICE OF 2022 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2022 annual general meeting (the “AGM”) of China Tourism Group Duty Free Corporation Limited (the “Company”) will be held at 2 p.m. on Thursday, June 29, 2023 at conference hall, Yuyang Hotel, No. 18 Xinyuan Xili Middle Street, Chaoyang District, Beijing or any adjournment thereof, for the purpose of considering and, if thought fit, approving the following resolutions. Unless the context otherwise indicated, the capitalized terms and expressions used herein shall have the same meanings as those defined in the circular of the Company dated June 9, 2023 (the “Circular”).

ORDINARY RESOLUTIONS

1. To consider and approve the Work Report of the Board of Directors of the Company for the Year 2022.
2. To consider and approve the Work Report of the Supervisory Board of the Company for the Year 2022.
3. To consider and approve the Work Report of the Independent Directors of the Company for the Year 2022.
4. To consider and approve the Final Financial Report of the Company for the Year 2022.
5. To consider and approve the 2022 Annual Report of the Company.
6. To consider and approve the Profit Distribution Proposal of the Company for the Year 2022.
7. To consider and approve the Resolution on the Deposit Services and the Renewal of Annual Caps under the Financial Services Agreement with CTG Finance Company Limited.

8. To consider and approve the Resolution on the Election of New Session of the Supervisory Board.
 - 8.01 To elect Mr. LIU Defu as a shareholder representative Supervisor of the fifth session of the Supervisory Board.
9. To consider and approve the Resolution on the Appointment of Auditors for the Year 2023.
10. To consider and approve the Resolution on the Election of New Session of the Board of Directors (Non-independent Directors).
 - 10.01 To elect Mr. LI Gang as an executive Director of the fifth session of the Board of Directors.
 - 10.02 To elect Mr. CHEN Guoqiang as an executive Director of the fifth session of the Board of Directors.
 - 10.03 To elect Mr. WANG Xuan as an executive Director of the fifth session of the Board of Directors.
11. To consider and approve the Resolution on the Election of New Session of the Board of Directors (Independent Directors).
 - 11.01 To elect Mr. GE Ming as an independent non-executive Director of the fifth session of the Board of Directors.
 - 11.02 To elect Ms. WANG Ying as an independent non-executive Director of the fifth session of the Board of Directors.
 - 11.03 To elect Mr. WANG Qiang as an independent non-executive Director of the fifth session of the Board of Directors.

By order of the Board
China Tourism Group Duty Free Corporation Limited
Mr. LI Gang
Chairman of the Board

Hong Kong, June 9, 2023

As at the date of this notice, the members of the board of directors of the Company comprises Mr. LI Gang, Mr. CHEN Guoqiang and Mr. WANG Xuan as the executive directors, and Mr. ZHANG Rungang, Mr. WANG Bin, Ms. LIU Yan and Mr. GE Ming as the independent non-executive directors.

Notes:

1. The voting at the AGM will be conducted by way of poll.
2. In order to determine the Shareholders' eligibility to attend the AGM, the register of members of the Company will be closed from Monday, June 26, 2023 to Thursday, June 29, 2023, both days inclusive. During such period, no transfer of the Company's H Shares will be registered. Holders of the H Shares of the Company whose names appear on register of members of the Company on Monday, June 26, 2023 will be entitled to attend the AGM. In order to be eligible to attend and vote at the AGM, holders of H Shares of the Company whose transfers of Shares have not been registered shall deposit the transfer documents together with the relevant share certificates with the H share registrar of the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 4:30 p.m. on Friday, June 23, 2023.
3. Each Shareholder entitled to attend and vote at the AGM may appoint one or more proxies to attend and vote on his or her behalf. A proxy needs not be a Shareholder.
4. Ordinary resolution at a general meeting shall be passed by one half or above of the voting rights held by shareholders (including their proxies) attending the general meeting.
5. In respect of the resolutions 10 to 11, cumulative voting system shall be adopted. Please indicate by inserting the number of votes in the space provided as to how you wish your votes to be cast. You shall be entitled to such number of votes as shall be equal to the number of Shares held by him/her multiplied by the total number of Directors upon whom you can vote, when electing the Directors. Such votes may only be voted for the candidates of the Directors of the Company, and the candidates who have the most votes shall be appointed. The total number of votes cast by you for one or several candidate(s) for Directors shall not be in excess of the number of votes to which you are entitled, otherwise such vote shall be invalid. Where the total number of votes cast for one or several candidate(s) for Directors is less than the number of votes to which you are entitled, such vote shall be valid, and the voting rights attached to the difference between the votes actually cast and the votes which you are entitled to cast shall be deemed to have been waived.
6. The form of proxy must be signed by the Shareholder or his/her attorney duly authorized in writing. If the Shareholder is a corporation, the instrument must be either under its common seal or signed by the director or his/her attorney duly authorized. If the instrument is signed by an attorney of the Shareholder, the power of attorney authorizing that attorney to sign or other authorization document must be notarized.
7. In order to be valid, the form of proxy of the holders of H Shares together with the power of attorney or other authorization document (if any) signed by the authorized person or notorially certified power of attorney must be deposited at the H share registrar of the Company, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 24 hours before the time appointed for holding the AGM or any adjournment thereof (as the case may be). Completion and return of a form of proxy will not preclude a Shareholder from attending and voting in person at the AGM if he/she so wishes.
8. Individual shareholders attending the AGM in person shall produce their identity cards or other valid proof or evidence of their identities as well as stock account cards and, in the case of attendance by proxies, the proxies shall produce valid proof of their identities, copies of identity cards of their appointers, the letters of proxy from shareholders as well as stock account cards. In case of attendance by legal representatives of corporate shareholders, they shall produce their identity cards, valid proof of their capacities as legal representatives and copies of business licenses and, in the case of attendance by proxies of such legal representatives, such proxies shall produce their identity cards, the letters of proxy duly issued by such legal representatives of the corporate shareholders and copies of business licenses.
9. The AGM is expected to last for no more than half a day. Shareholders or their proxies attending the meeting are responsible for their own transportation and accommodation expenses. Shareholders or their proxies attending the meeting shall produce their identity documents.
10. In order to determine the list of Shareholders who are entitled to the final dividend, the register of members of the Company will be closed from Saturday, July 15, 2023 to Thursday, July 20, 2023, both days inclusive. During such period, no transfer of the Company's H Shares will be registered. In order for the Shareholders to qualify for the final dividend, all completed transfer documents accompanied by the relevant share certificates must be lodged with the H share registrar of the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, no later than 4:30 p.m. on Friday, July 14, 2023 for registration.
11. All times refer to Hong Kong local time, except as otherwise stated.