

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



Tongcheng Travel Holdings Limited

同程旅行控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 0780)

CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR, CHAIRMAN OF THE AUDIT COMMITTEE AND CHAIRMAN OF ENVIRONMENTAL, SOCIAL AND GOVERNANCE COMMITTEE

The board of directors (the “**Board**”) of Tongcheng Travel Holdings Limited (the “**Company**”) announces that with effect from June 6, 2022:

- (1) Mr. Wu Haibing will resign from his positions as the independent non-executive director, the chairman of the audit committee of the Board and the chairman of the environmental, social and governance committee of the Board; and
- (2) Mr. Yang Chia Hung will be appointed as an independent non-executive director of the Company, the chairman of the audit committee of the Board and the chairman of the environmental, social and governance committee of the Board.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR, CHAIRMAN OF THE AUDIT COMMITTEE AND CHAIRMAN OF THE ENVIRONMENTAL, SOCIAL AND GOVERNANCE COMMITTEE

Mr. Wu Haibing (“**Mr. Wu**”) will resign from his position as the independent non-executive director, the chairman of the audit committee of the Board and the chairman of the environmental, social and governance committee of the Board with effect from June 6, 2022 due to other work arrangement.

Mr. Wu has confirmed that he has no disagreement with the Board and there are no other matters with respect to his resignation that need to be brought to the attention of the shareholders of the Company (the “**Shareholders**”).

The Board would like to thank Mr. Wu for his beneficial contribution to the Company during his tenure of office.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR, CHAIRMAN OF THE AUDIT COMMITTEE AND CHAIRMAN OF THE ENVIRONMENTAL, SOCIAL AND GOVERNANCE COMMITTEE

The Board is pleased to announce that Mr. Yang Chia Hung (“**Mr. Yang**”) will be appointed as an independent non-executive director of the Company, the chairman of the audit committee and the chairman of the environmental, social and governance committee of the Board with effect from June 6, 2022.

Mr. Yang, aged 59, is the chief financial officer of TalkingData Group Holding Limited since December 2021. Prior to that, Mr. Yang was a co-founder of Black Fish Group Limited, and served as its president from November 2017 to February 2021. Mr. Yang was the chief financial officer of Tuniu Corporation (Nasdaq: TOUR) from January 2013 to November 2017, the chief financial officer of E-Commerce China Dangdang Inc., a previously NYSE-listed company, from March 2010 to July 2012, and the chief financial officer of AirMedia Group Inc., a Nasdaq-listed company, from March 2007 to March 2010. Mr. Yang was the chief executive officer of Rock Mobile Corporation from 2004 to 2007. From 1999 to 2004, Mr. Yang served as the chief financial officer of the Asia Pacific region for CellStar Asia Corporation. Mr. Yang was an executive director of Goldman Sachs (Asia) L.L.C. from 1997 to 1999. Prior to that, Mr. Yang was a vice president of Lehman Brothers Asia Limited from 1994 to 1996 and an associate at Morgan Stanley Asia Limited from 1992 to 1994. Mr. Yang currently serves as an independent director and chairman of audit committee of Ehang Holdings Limited (Nasdaq: EH) and I-Mab (Nasdaq: IMAB). Mr. Yang is also an independent director and member of audit committee of iQIYI, Inc. (Nasdaq: IQ). Mr. Yang received his master’s degree in business administration from the University of California, Los Angeles in 1992.

Upon his appointment, Mr. Yang has entered into a letter of appointment with the Company as an independent non-executive director for a term of one year, commencing from June 6, 2022, subject to the retirement and rotation provisions as set out in the articles of association of the Company. The letter of appointment could be terminated by no less than one month’s notice in writing served by either Mr. Yang or the Company. Mr. Yang is entitled to a director’s fee of HK\$100,000 per annum for his directorship in the Company, which was determined by the Board on the recommendation of the remuneration committee of the Company with reference to the Company’s remuneration policy.

Save as disclosed above, to the best knowledge of the Company, Mr. Yang does not have any other relationship with any other director, senior management, or substantial shareholder of the Company, and he does not have any other interests in the shares of the Company pursuant to Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed in this announcement, Mr. Yang does not hold any other position with the Company or its subsidiaries, has not held any directorships in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years prior to the date of his appointment and does not have other major appointments and professional qualifications.

Save as disclosed above, there is no other information required to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to 13.51(2)(v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, nor are there any other matters in relation to Mr. Yang's appointment that need to be brought to the attention of the Shareholders.

The Board would like to express its warmest welcome to Mr. Yang in joining the Board.

By order of the Board
Tongcheng Travel Holdings Limited
Ma Heping
*Executive Director and
Chief Executive Officer*

Hong Kong, May 19, 2022

As at the date of this announcement, the Board comprises the following:

Executive Directors

Wu Zhixiang (*Co-Chairman*)
Ma Heping (*Chief Executive Officer*)

Independent non-executive Directors

Wu Haibing
Dai Xiaojing
Han Yuling

Non-executive Directors

Liang Jianzhang (*Co-Chairman*)
Jiang Hao
Cheng Yun Ming Matthew
Brent Richard Irvin