

*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)**

### **POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON SEPTEMBER 8, 2022**

Reference is made to the circular of Tongcheng Travel Holdings Limited (the “**Company**”) dated August 18, 2022 incorporating, amongst others, the notice (the “**Notice**”) of an extraordinary general meeting of the Company (the “**EGM**”) (the “**Circular**”). The EGM was held at 3:00 p.m. on September 8, 2022 at Meeting Room Zhuozheng, 2/F, Four Points by Sheraton Suzhou, No. 8 Moon Bay Road, Suzhou Industrial Park, Jiangsu, China. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

At the EGM held on September 8, 2022, all the proposed resolutions as set out in the Notice were taken by poll.

As at the date of the EGM, the total number of issued Shares of the Company was 2,226,340,065 Shares, which was the total number of Shares entitling the holders to attend and vote for or against the resolutions proposed at the EGM. Shareholders or their proxies who represent a total of 1,921,588,808 voting Shares of the Company, representing approximately 86.31% of the total issued Shares of the Company as at the date of the EGM, attended the EGM. All Directors of the Company attended the EGM in person or by means of electronic communication.

To the best knowledge, information and belief of the Board after having made all reasonable enquiries, there were no restrictions on any Shareholders to cast votes on any of the resolutions at the EGM, none of the Shareholders has any material interest in the matters considered at the EGM and is required to abstain from voting at the EGM. There were no Shares of the Company entitling the holders to attend the EGM but abstain from voting in favour as set out in Rule 13.40 of the Listing Rules. None of the Shareholders is required to abstain from voting on resolutions proposed at the EGM in accordance with the Listing Rules. None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions proposed at the EGM.

The Company’s Hong Kong share registrar, Computershare Hong Kong Investor Services Limited was appointed as the scrutineer at the EGM for the purpose of vote-taking. The poll results in respect of the respective resolutions proposed at the EGM were as follows:

Ordinary Resolution	Number of votes cast and approximate percentage of total number of votes cast	
	For	Against
To re-elect Mr. Yang Chia Hung (楊嘉宏) as an independent non-executive director of the Company.	1,887,569,216 98.229611%	34,019,592 1.770389%
Special Resolution	Number of votes cast and approximate percentage of total number of votes cast	
	For	Against
To approve the proposed amendments to the third amended and restated memorandum of association and the third amended and restated articles of association of the Company and to adopt the fourth amended and restated memorandum of association and the fourth amended and restated articles of association of the Company (please refer to the Notice for the full text of the special resolution).	1,878,905,545 97.778751%	42,683,263 2.221249%

Please refer to the Notice for the full text of the resolutions.

As more than 50% of votes were cast in favour of the above ordinary resolution and not less than three-fourths of the votes were cast in favour of the above special resolution, all of the above resolutions were duly passed at the EGM.

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

Hong Kong, September 8, 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***

Yang Chia Hung  
Dai Xiaojing  
Han Yuling

***Non-executive Directors***

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