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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)

CHANGE OF REGISTERED ADDRESS, PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND CLOSURE OF REGISTER OF MEMBERS

CHANGE OF REGISTERED ADDRESS

The board (the “**Board**”) of directors (the “**Directors**”) of China Tourism Group Duty Free Corporation Limited (the “**Company**”) hereby announces that the Board has approved the change of the Company’s registered address from “8/F, Building A, No. A2 Dongzhimenwai Xiaojie, Dongcheng District, Beijing” to “Room 1116, 11/F, Building 2, Taiping Financial Industry Port, No. 198 Yingbin Road, Jiyang District, Sanya, Hainan Province” on August 28, 2023 (“**Change of Registered Address**”). The Change of Registered Address is subject to the completion of the registration with the industrial and commercial registration authorities.

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Given the Change of Registered Address as well as the Company’s actual situation, the Board proposed to make the following corresponding amendments to the articles of association of the Company (the “**Articles of Association**”).

Details of the proposed amendments to the Articles of Association are set out below:

No.	Existing articles	Amended articles
1	<p>Article 5 Address of the Company: 8/F, Building A, No. A2 Dongzhimenwai Xiaojie, Dongcheng District, Beijing; Postal Code:100027; Tel no.: 010-84478888; Fax no.: 010-84479797.</p>	<p>Article 5 Address of the Company: Room 1116, 11/F, Building 2, Taiping Financial Industry Port, No. 198 Yingbin Road, Jiyang District, Sanya, Hainan Province; Postal Code:572022.</p>
2	<p>Article 134 The Party Committee of the Company shall play a leading role in supervising the Company’s direction of development, monitoring the whole picture and ensuring implementation, performing decision-making or gate-keeping duties in making decisions on significant matters, implementing the decision-making and deployment of the Party Central Committee and implementing the national development strategy. Major operational and management issues must be studied and discussed by the Party committee of the Company before the board of directors makes decisions in accordance with the terms of reference and prescribed procedures. The board of directors and the management shall consciously safeguard the leadership role of the Party Committee of the Company, and the Party Committee of the Company shall respect and support the board of directors and the management to exercise their rights.</p>	<p>Article 134 The Party Committee of the Company shall play a leading role in supervising the Company’s direction of development, monitoring the whole picture and securing implementation, performing decision-making or gate-keeping duties in making decisions on significant matters, implementing the decision-making and deployment of the Party Central Committee and implementing the national development strategy. Major operational and management issues must be studied and discussed by the Party committee of the Company before the board of directors makes decisions in accordance with the terms of reference and prescribed procedures. The board of directors and the management shall consciously safeguard the leadership role of the Party Committee of the Company, and the Party Committee of the Company shall respect and support the board of directors and the management to exercise their rights.</p>

3	<p>Article 152 The board of the directors of Company has established the Strategy Committee, the Audit Committee, the Nomination Committee and the Remuneration and Appraisal committee. All members of the special committees shall be directors, among which, a majority of the members of Audit Committee, Nomination Committee and Remuneration and Appraisal Committee shall be independent directors. All members of the Audit Committee shall be non-executive directors, at least one of whom shall be an independent director who possesses appropriate professional qualifications provided in the Hong Kong Listing Rules or possesses appropriate accounting or relevant financial management expertise. The convener of the audit committee shall be an independent director who is an accounting professional. Chairman of each of the special committees shall be appointed and dismissed by the board of directors. The board of directors is responsible for formulating the rules of procedure of the special committees and stipulating the composition, functions and procedures of the special committees.</p>	<p>Article 152 The board of the directors of Company has established the Audit and Risk Management Committee, the Nomination Committee, the Remuneration and Appraisal committee and the Strategy Committee. All members of the special committees shall be directors, among which, a majority of the members of Audit and Risk Management Committee, Nomination Committee and Remuneration and Appraisal Committee shall be independent directors. All members of the Audit and Risk Management Committee shall be directors not employed as senior management, at least one of whom shall be an independent director who possesses appropriate professional qualifications provided in the Hong Kong Listing Rules or possesses appropriate accounting or relevant financial management expertise. The convener of the Audit and Risk Management Committee shall be an independent director who is an accounting professional. Chairman of each of the special committees shall be appointed and dismissed by the board of directors. The board of directors is responsible for formulating the rules of procedure of the special committees and stipulating the composition, functions and procedures of the special committees.</p>
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The Change of Registered Address and the proposed amendments to the relevant articles to the Articles of Association shall ultimately be subject to approval result of the market supervision and administration department.

Save as the proposed amendments to the Articles of Association set out above, other provisions in the Articles of Association remain unchanged.

GENERAL

The proposed amendments to the Articles of Association are subject to shareholders' approval at the shareholders' general meeting of the Company by special resolution. A circular containing, inter alia, relevant details will be dispatched to the shareholders of the Company in due course.

CLOSURE OF REGISTER OF MEMBERS

An extraordinary general meeting of the Company (the "EGM") will be convened on Tuesday, September 19, 2023 to consider and, if thought fit, approve the proposed amendments to the Articles of Association.

For the purpose of determining the eligibility to attend and vote at the EGM, the register of members of the Company will be closed from Thursday, September 14, 2023 to Tuesday, September 19, 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 H shares of the Company on Thursday, September 14, 2023 will be entitled to attend the EGM. In order to be eligible to attend and vote at the EGM, holders of the 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 Wednesday, September 13, 2023.

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

Beijing, the PRC
August 28, 2023

As at the date of this announcement, the members of the Board comprise Mr. LI Gang, Mr. CHEN Guoqiang and Mr. WANG Xuan as the executive directors, and Mr. GE Ming, Ms. WANG Ying and Mr. WANG Qiang as the independent non-executive directors.