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(A joint stock limited company incorporated in the People's Republic of China with limited liability) (Stock Code: 00696)

## NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting (the "**EGM**") of TravelSky Technology Limited (the "**Company**") will be held at the conference room of Headquarters Building, TravelSky High-tech Industrial Park, Shunyi District, Beijing, the PRC at 9:30 a.m. on Thursday, 25 January 2024 to consider and, if thought fit, approve the following resolutions of the Company:

## **ORDINARY RESOLUTIONS**

- 1. To consider and, if thought fit, to approve the Phase III H Share appreciation rights scheme of the Company (the "**Scheme**"), and authorize the Board to (a) grant the share appreciation rights to the incentive recipients of the Company within a particular period and under certain conditions in accordance with the Scheme and the relevant legal requirements; (b) make corresponding adjustments to the exercise prices and number of share appreciation rights if there is any change in the shareholding structure of the Company as stipulated in the Scheme; (c) amend the Scheme, and to decide and formulate any matters relating to the Scheme during the effective period of Scheme; and (d) proceed with the examination, registration, filing, approval and consent procedures with relevant regulatory authorities and to sign, execute, amend, terminate and complete documents to be submitted to relevant regulatory authorities, organizations and individuals and to do all acts, matters and things deemed necessary, appropriate or expedient in relation to the Scheme;
- 2. To consider and approve the resolution in relation to the appointment of Mr. Sun Yuquan as a non-executive Director of the seventh session of the Board of the Company for the same term as other members of the seventh session of the Board commencing from the conclusion of the EGM, and the authorization to the Board to determine his remuneration; and the termination of the office of Mr. Zhao Xiaohang as a non-executive Director of the Company, with effect from the approval granted at the EGM; and

3. To consider and approve the resolution in relation to the appointment of Mr. Qu Guangji as a non-executive Director of the seventh session of the Board of the Company for the same term as other members of the seventh session of the Board commercing from the conclusion of the EGM, and the authorization to the Board to determine his remuneration; and the termination of the office of Mr. Luo Laijun as a non-executive Director of the Company, with effect from the approval granted at the EGM.

By order of the Board **TravelSky Technology Limited Huang Rongshun** *Chairman* 

Beijing, the PRC 5 January 2024

Notes:

- 1. Details of the above resolutions are set out in the circular of the Company dated 5 January 2024.
- 2. For the purpose of determining Shareholders' entitlement to attend the EGM, the Domestic Shares and the H Shares register of members of the Company will be closed from Monday, 22 January 2024 to Thursday, 25 January 2024 (both days inclusive), during which period no transfer of any Shares will be registered. In order to attend the EGM, all share transfers, accompanied by the relevant share certificates, must be lodged for registration at the liaison office of the Company in Beijing, at A1–805, TravelSky Hightech Industrial Park, Tianbei Road, Houshayu Town, Shunyi District, Beijing, the PRC (for Domestic Shareholders) or the Registrar of the Company, Hong Kong Registrars Limited, at Shops 1712–1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong (for H Shareholders), no later than 4:30 p.m. on Friday, 19 January 2024. Domestic Shareholders and H Shareholders whose names appear on the Register of Members of the Company on Thursday, 25 January 2024 will be eligible to attend the EGM.
- 3. Each shareholder who is entitled to attend and vote at the EGM may appoint one or more proxies to attend and vote on behalf of him/her. A proxy needs not to be a Shareholder of the Company.
- 4. In order to be valid, the instrument appointing a proxy together with the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of such power of attorney or authority, should be completed and deposited at the liaison office of the Company in Beijing (for Domestic Shareholders) or the Registrar of the Company (for H Shareholders), at least 24 hours before the EGM or any adjourned meeting thereof. Completion and return of the proxy form will not preclude a Shareholder from attending in person and voting at the EGM or any adjournment thereof should he/she so wish.

- 5. In case of joint shareholdings and the shareholder or the proxy attending the EGM is more than one person, the vote of the senior joint shareholder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint shareholder(s) and for this purpose seniority will be determined by the order in which the names appear in the register of members of the Company in respect of the joint shareholdings.
- 6. The EGM is expected to last for half a day. Shareholders (or their proxies) attending the EGM shall bear their own travelling and accommodation expenses. Shareholders or their proxies shall produce their identity documents when they attend the EGM.
- 7. All times and dates specified herein refer to local times and dates of Beijing, the PRC.

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

Executive Director:	Mr. Huang Rongshun (Chairman);
Non-executive Directors:	Mr. Zhao Xiaohang, Mr. Xi Sheng and Mr. Luo Laijun;
Independent non-executive Directors:	Mr. Liu Zehong, Mr. Chan Wing Tak Kevin and Mr. Xu Hongzhi.