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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 ANNUAL GENERAL MEETING HELD ON JUNE 26, 2025

Reference is made to the circular of Tongcheng Travel Holdings Limited (the “**Company**”) dated May 30, 2025 incorporating, amongst others, the notice (the “**Notice**”) of annual general meeting of the Company (the “**AGM**”) (the “**Circular**”). Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE AGM

At the AGM held on June 26, 2025, all the proposed resolutions as set out in the Notice were taken by poll.

As at the date of the AGM, the total number of issued Shares of the Company was 2,340,586,954 Shares. There were no treasury Shares held by the Company (including any treasury Shares held or deposited with CCASS). There were no repurchased Shares which are pending cancellation and should be excluded from the total number of issued Shares for the purpose of the AGM. All Directors of the Company have attended the AGM either in person or by way 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 AGM, none of the Shareholders had any material interest in the matters considered at the AGM and was required to abstain from voting at the AGM. The trustee, which appointed by the Company in respect of the 2022 restricted share unit plan (“**2022 RSU Plan**”) held 34,662,453 Shares as at the date of the AGM, shall not exercise and accordingly, had not exercised any voting rights at the AGM pursuant to Rule 17.05A of the Listing Rules and the scheme rules of the 2022 RSU Plan. Accordingly, the total number of Shares entitling the holders to attend and vote on the resolutions proposed at the AGM was 2,305,924,501. There were no Shares of the Company entitling the holders to attend the AGM but abstain from voting in favour as set out in Rule 13.40 of the Listing Rules. Save as disclosed above, none of the Shareholders was required to abstain from voting on resolutions proposed at the AGM 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 AGM.

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

Ordinary Resolutions		Number of votes cast and approximate percentage of total number of votes cast	
		For	Against
1.	To receive and adopt the audited consolidated financial statements of the Company for the year ended December 31, 2024 and the reports of the Directors and auditor thereon.	1,121,059,230 99.943193%	637,200 0.056807%
2(a).	(i) To re-elect Mr. LIANG Jianzhang as a non-executive Director.	1,019,944,016 90.928703%	101,752,414 9.071297%
	(ii) To re-elect XIE Qing Hua as a non-executive Director.	1,049,614,361 93.573835%	72,082,069 6.426165%
	(iii) To re-elect Mr. YANG Chia Hung as an independent non-executive Director.	993,613,176 88.581291%	128,083,254 11.418709%
2(b).	To authorise the Board to fix the remuneration of the Directors.	1,121,388,430 99.972542%	308,000 0.027458%
3.	To re-appoint PricewaterhouseCoopers as auditor of the Company to hold office until the conclusion of the next annual general meeting of the Company and to authorize the Board to fix their remuneration for the year ending December 31, 2025.	1,078,757,484 96.171964%	42,938,946 3.828036%
4.	To declare a final dividend of HKD0.18 per share for the year ended December 31, 2024.	1,121,696,430 100.000000%	0 0.000000%
5(A).	To give a general mandate to the Directors to offer, allot, issue and deal with additional Shares in the Company (including any sale and transfer of treasury Shares) not exceeding 15% of the total number of issued Shares of the Company (excluding any treasury Shares).	835,739,881 74.489274%	286,220,149 25.510726%
5(B).	To give a general mandate to the Directors to repurchase Shares in the Company not exceeding 10% of the total number of issued Shares of the Company (excluding any treasury Shares).	1,121,671,649 99.997791%	24,781 0.002209%

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 resolutions, all of the above resolutions were duly passed at the AGM.

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

Hong Kong, June 26, 2025

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

Executive Directors

Wu Zhixiang (*Co-Chairman*)

Ma Heping (*Chief Executive Officer*)

Non-executive Directors

Liang Jianzhang (*Co-Chairman*)

Jiang Hao

Xie Qing Hua

Brent Richard Irvin

Independent non-executive Directors

Yang Chia Hung

Dai Xiaojing

Han Yuling