

---

---

**Tongcheng Travel Holdings Limited  
Shareholders' Communication Policy**

---

---

## **Chapter I General Provisions**

- Article 1 This Policy aims to set out the principles of the Company in relation to the shareholders' communications, with the objective of ensuring equal, timely, effective, transparent, accurate and open communications between Tongcheng Travel Holdings Limited (the "Company") and its shareholders (the "Shareholders").
- Article 2 Information is communicated to the Shareholders mainly through the Company's interim reports, annual reports, quarterly reports, annual general meetings and other general meetings that may be convened, as well as by making available the disclosures submitted to The Stock Exchange of Hong Kong Limited (the "Stock Exchange") for publication and corporate communications and other corporate publications on the Stock Exchange's website at [www.hkexnews.hk](http://www.hkexnews.hk) and the Company's website at [www.tongchengir.com](http://www.tongchengir.com).

## **Chapter II Communication Channels**

- Article 3 The contact details of the Company are set out in the Company's website, in order to enable the Shareholders to make any query and communication that they may have with respect to the Company. The Company takes the Shareholders' inquiries and communications seriously to ensure smooth communication between the Shareholders and the Company.
- Article 4 Shareholders should direct their enquiries about their shareholdings to the Company's Hong Kong share registrar. Their details are as follows:
- Hong Kong Share Registrar: Computershare Hong Kong Investor Services Limited;  
Address: Shops 1712-1716, 17<sup>th</sup> Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong
- Article 5 Shareholders may at any time make a request for the Company's information to the extent such information is publicly available.
- Article 6 Corporate Communications have the meaning ascribed thereto in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules"), which include but are not limited to (i) the directors' report, the annual accounts together with a copy of the auditor's report, (ii) the interim report, (iii) a notice of meeting, (iv) a circular, and (v) a form of proxy.
- Article 7 Corporate Communications should be made available to the Shareholders in a timely manner. They should be in plain language and in both English and Chinese versions to facilitate the Shareholders' understanding.
- Article 8 Shareholders can elect to receive separate Corporate Communications in the printed form or through electronic means and in the language(s) selected (either English or Chinese). They may change their election at any time by notifying the Company by post or by email.
- Article 9 Shareholders who have elected to receive the Corporate Communications by electronic means have the right to obtain printed copies of the Corporate Communications free of charge.

- Article 10 Shareholders are encouraged to provide, amongst other things, their contact details, in particular, their email address to the Hong Kong share registrar of the Company in order to facilitate timely and effective communications.
- Article 11 The Company's website provides the Shareholders with the corporate information, such as principal business activities and latest development of the Company and its subsidiaries (collectively the "Group"). Also, it provides information on corporate governance of the Group as well as the compositions and functions of the board of directors of the Company (the "Board") and the Board committees.
- Article 12 The Company publishes its results announcement on the Stock Exchange's and the Company's website after the results have been approved by the Board. The results announcement contains the performance and results of the Group, details on the recommended dividend payment (if any) and closure of the register of members and any other information required to be disclosed under the Listing Rules from time to time.
- Article 13 Information released by the Company for publication on the website of the Stock Exchange is also posted on the Company's website immediately thereafter. Such information includes but is not limited to interim reports, annual reports, quarterly reports, announcements, circulars, notices of general meetings and associated explanatory documents (if any) and any other information required to be published under the Listing Rules from time to time.
- Article 14 Press releases and newsletters issued by the Company from time to time are also available on the Company's website.
- Article 15 Information on the Company's website is updated on a regular basis.
- Article 16 General meetings provide an opportunity for constructive communication between the Company and the Shareholders. Shareholders are encouraged to participate in general meetings or to appoint proxies to attend and vote at the meetings for and on their behalf if they are unable to attend the meetings.
- Article 17 Appropriate arrangements for the general meetings shall be in place to encourage Shareholders' participation.
- Article 18 Notices of annual general meeting ("AGM") will be distributed to the Shareholders not less than 21 clear days prior to the respective AGM. Notices of extraordinary general meeting ("EGM") will be distributed to the Shareholders not less than 14 clear days prior to the respective EGM. However, if permitted by the Articles of Association and the Listing Rules, a general meeting may be convened with consent on shorter notice period where permitted by the relevant legislation and where the Company can demonstrate that it can give reasonable notice in writing at shorter time. The notices shall specify the time and place of the meetings and details of the proposals to be considered at the meetings. The forms of proxy will also be provided to the Shareholders for appointing proxies to attend and vote at the general meetings on their behalf.
- Article 19 Board members, in particular, the chairmen of the Board committees or their delegates, appropriate senior executives and external auditor will attend the AGM to answer the Shareholders' questions.

Article 20 Proceedings of the Company's general meetings will be reviewed from time to time to ensure that they are in compliance with the requirements under the articles of association of the Company, the Listing Rules and the applicable laws of the Cayman Islands, and follow the good corporate governance practices. Separate resolution on each substantially separate issue will be proposed for voting at the general meeting. The chairman of the general meeting will propose to vote the resolutions (except resolutions which relate purely to procedural or administrative matters) by poll in accordance with the articles of association of the Company. Scrutineer will be appointed for the vote taking at the general meeting. The voting results will be published on the websites of the Company and of the Stock Exchange subsequent to the close of the general meeting.

### **Chapter III Shareholder Privacy**

Article 21 The Company recognizes the importance of Shareholders' privacy and will not disclose Shareholders' information without their consent, unless required by the Stock Exchange, the Securities and Futures Commission, or by applicable laws and regulations to do so.

### **Chapter IV Supplementary Provisions**

Article 22 The Board will review this Policy in due course to ensure its effectiveness.

Article 23 This Policy shall come into effect as of the date of the consideration and approval by the Board.