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**香港中旅國際投資有限公司**  
**CHINA TRAVEL INTERNATIONAL INVESTMENT HONG KONG LIMITED**  
*(incorporated in Hong Kong with limited liability)*  
**(Stock Code: 308)**

## ANNUAL GENERAL MEETING HELD ON 20 MAY 2015 – POLL RESULTS

Reference is made to the circular of China Travel International Investment Hong Kong Limited (the “Company”) dated 17 April 2015 (the “Circular”) and the notice of the AGM dated 17 April 2015 (the “AGM Notice”). Capitalised terms used in this announcement shall have the same meanings as defined in the Circular unless the content herein requires otherwise.

The Board of Directors (the “Board”) of the Company is pleased to announce that at the AGM held on 20 May 2015, a poll was demanded by the Chairman of the AGM for voting on all proposed resolutions as set out in the AGM Notice. The poll results in respect of the resolutions proposed at the AGM were as follows:

| ORDINARY RESOLUTIONS |   | Number of Votes (%)       |                         |
|----------------------|---|---------------------------|-------------------------|
|                      |   | For                       | Against                 |
| 1.                   | To receive and consider the audited financial statements and the reports of the directors of the Company (the “Directors”) and the Auditor for the year ended 31 December 2014. | 3,969,060,617<br>(100%)   | 0<br>(0%)               |
| 2.                   | To declare a final dividend of HK5 cents per share and a special final dividend of HK2 cents per share.   | 3,969,676,617<br>(100%)   | 0<br>(0%)               |
| 3.                   | (a) To re-elect Lo Sui On as an Executive Director.   | 3,955,544,390<br>(99.65%) | 14,032,227<br>(0.35%)   |
|                      | (b) To re-elect Wong Man Kong, Peter as an Independent Non-Executive Director.  | 3,540,618,598<br>(89.19%) | 429,058,019<br>(10.81%) |
|                      | (c) To re-elect Chan Wing Kee as an Independent Non-Executive Director.   | 3,568,469,725<br>(89.90%) | 401,106,892<br>(10.10%) |
|                      | (d) To authorise the board of directors (the “Board”) to fix the Directors’ fees.   | 3,964,233,794<br>(99.86%) | 5,442,823<br>(0.14%)    |
| 4.                   | To re-appoint PricewaterhouseCoopers as Auditor of the Company and to authorize the Board to fix the Auditor’s remuneration.  | 3,969,576,617<br>(100%)   | 0<br>(0%)               |

| ORDINARY RESOLUTIONS |  | Number of Votes (%)       |                         |
|----------------------|--|---------------------------|-------------------------|
|                      |  | For                       | Against                 |
| 5.                   | To approve the disposal agreement and the transaction contemplated therein.*   | 726,083,889<br>(99.95%)   | 346,000<br>(0.05%)      |
| 6.                   | To grant the general mandate to the Directors to buy back shares of the Company (Ordinary Resolution No. 6 of the AGM Notice).                         | 3,969,220,617<br>(99.99%) | 368,000<br>(0.01%)      |
| 7.                   | To grant the general mandate to the Directors to allot and issue new shares in the Company (Ordinary Resolution No. 7 of the AGM Notice).              | 3,409,500,905<br>(85.89%) | 560,187,712<br>(14.11%) |
| 8.                   | To extend the general mandate to allot and issue new shares by adding the shares repurchased by the Company (Ordinary Resolution No. 8 of AGM Notice). | 3,423,910,100<br>(86.25%) | 545,778,517<br>(13.75%) |

\* *The full text of the resolution was set out in the AGM Notice.*

**As more than 50% of the votes were cast in favour of each of the above resolutions, all the resolutions were duly passed as ordinary resolutions.**

As at the date of the AGM, a total of 5,641,237,525 Shares were in issue and entitled the holders of which to attend and vote at the AGM. Pursuant to the Listing Rules and as stated in the Circular, CTS (Holdings) and its associates, which in aggregate held 3,231,822,728 shares of the Company, representing approximately 57.29% of the total issued share capital of the Company, have abstained from voting on the resolution no. 5 at the AGM. Accordingly, the number of shares entitling the Independent Shareholders to attend and vote on resolution no. 5 at the AGM was 2,409,414,797 shares, representing approximately 42.71% of the total issued share capital of the Company.

Save as disclosed above, there were no Shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Listing Rules and there were no Shareholders that were required under the Listing Rules to abstain from voting at the AGM. No Shareholder has stated his/her intention in the Circular to vote against the resolutions or to abstain from voting at the AGM.

Tricor Tengis Limited, the share registrar of the Company, was appointed as the scrutineer at the AGM for the vote-taking

By Order of the Board  
**China Travel International Investment Hong Kong Limited**  
**Xu Muhan**  
*Executive Director and General Manager*

Hong Kong, 20 May 2015

*As at the date of this announcement, the Board comprises five executive Directors, namely Ms. Jiang Yan, Mr. Lo Sui On, Mr. Zhang Fengchun, Mr. Xu Muhan and Mr. Fu Zhuoyang and four independent non-executive Directors, namely Dr. Fong Yun Wah, Mr. Wong Man Kong, Peter, Mr. Sze, Robert Tsai To and Mr. Chan Wing Kee.*