



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)

**FORM OF PROXY FOR EXTRAORDINARY GENERAL MEETING
TO BE HELD ON 18 DECEMBER 2009**

I/We¹, _____ of _____
being the registered holder(s) of² _____ share(s)
of HK\$0.1 each in the capital of China Travel International Investment Hong Kong Limited (the “Company”), **HEREBY APPOINT**³ the Chairman of the meeting or _____ (name)
of _____ (address)
as my/our proxy to vote for me/us on my/our behalf at the Extraordinary General Meeting of the Company to be held at 3:00 p.m. on Friday, 18 December 2009 at Cafe du Parc, 2/F, Metropark Hotel Causeway Bay Hong Kong, 148 Tung Lo Wan Road, Causeway Bay, Hong Kong and at any adjournment thereof on the undermentioned resolutions referred to in the notice convening the Extraordinary General Meeting, or if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTIONS		FOR ⁴	AGAINST ⁴
1.	to approve the agreement (the “Agreement”) entered into between Dean Glory Development Limited and the Company on 18 November 2009, the terms thereof, the execution and delivery thereof by the Company and the performance and implementation of the transactions contemplated thereunder;		
2.	to approve the performance and implementation of the general administration services (the “Travel Permit Administration”) provided in Hong Kong for the application of tourist visas and travel permits for entry into the PRC pursuant to the agency agreement dated 15 May 2001 entered into between China Travel Service (Hong Kong) Limited and China Travel Service (Holdings) Hong Kong Limited and the respective annual cap amounts as set out in the Company’s circular dated 3 December 2009;		
3.	to approve and authorise any one director of the Company for and on behalf of the Company to do all acts and things and to approve, execute and deliver all notices, documents, instruments or agreements as may be necessary, desirable or expedient to carry out or to give effect to any or all transactions contemplated under the Agreement and the Travel Permit Administration and to agree to such variations, amendments or waivers thereof as are, in the opinion of such Director, in the interests of the Company. If the use of common seal is required under the Agreement and the Travel Permit Administration, any two directors of the Company are authorised to sign and use the common seal.		

Signature(s)⁵: _____ Date: _____

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of shares registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the shares in the capital of the Company registered in your name(s).
3. Any shareholder entitled to attend and vote at the Extraordinary General Meeting is entitled to appoint another person as his proxy to attend and vote instead of him. A proxy need not be a shareholder of the Company.
4. **IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, TICK THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST THE RESOLUTION, TICK THE BOX MARKED “AGAINST”.** Failure to tick either box will entitle your proxy to cast your vote or abstain at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the said meeting other than those referred to in the notice convening the meeting.
5. This form of proxy must be signed by the appointer, or his attorney duly authorised in writing, or if such appointer be a corporation, either under its common seal or under the hand of an officer, attorney or other person so authorised.
6. Where there are joint holders of any share, any one of such joint holders may vote at the meeting, either personally or by proxy, in respect of such share as if he was solely entitled thereto; but if more than one of such joint holders are present at the meeting, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such share shall alone be entitled to vote in respect thereof.
7. To be valid, this form of proxy together with any power of attorney or other authority (if any) under which it is signed or a notorially certified copy of such power of authority must be deposited at the Company’s share registrar, Tricor Tengis Limited, 26th Floor, Tesbury Centre, 28 Queen’s Road East, Hong Kong, not less than 48 hours before the time of the meeting or any adjournment thereof.
8. Any alterations made in this form of proxy should be initialed by the person who signs it.
9. A shareholder who is the holder of two or more shares may appoint more than one proxy to attend and vote in his/her stead. Completion and return of the form of proxy will not preclude a shareholder from attending the meeting and voting in person. In such event, his/her form of proxy will be deemed to have been revoked.
10. In accordance with Chapter 14A of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”), China Travel Service (Holdings) Hong Kong Limited as substantial shareholder of the Company, and its associates (as defined in the Listing Rules) are required to abstain from voting on the above ordinary resolutions.
11. The ordinary resolutions as set out above will be voted by way of poll.