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**中國民航信息網絡股份有限公司**  
**TravelSky Technology Limited**

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

## **ANNOUNCEMENT**

### **(1) POLL RESULTS OF THE RESOLUTIONS PASSED AT THE ANNUAL GENERAL MEETING (2) CHANGE IN THE SUPERVISOR (3) DISTRIBUTION OF FINAL DIVIDEND FOR THE YEAR ENDED 31 DECEMBER 2022**

The Board announces that on 15 June 2023, the resolutions set out in the notice of the AGM dated 15 May 2023 were duly passed by way of poll at the AGM.

References are made to the circular dated 15 May 2023 (the “**Circular**”) of TravelSky Technology Limited (the “**Company**”) and the 2022 annual report of the Company. Unless the context requires otherwise, terms used herein shall have the same meanings as those defined in the Circular.

#### **I. POLL RESULTS OF THE AGM**

The Board announces that the AGM was duly held at 9:30 a.m. on Thursday, 15 June 2023, at which the resolutions set out in the notice of the AGM dated 15 May 2023 (the “**Notice of the AGM**”) were duly passed by the Shareholders by way of poll.

As at 15 June 2023, there were 2,926,209,589 Shares entitling the Shareholders to attend the AGM. The total number of Shares entitling the Shareholders to attend and vote for or against the resolutions as set out in the Notice of the AGM at the AGM was 2,926,209,589. There was no Share entitling the Shareholders to attend and abstain from voting in favour of the resolutions as set out in the Notice of the AGM at the AGM. There was no Share obliging any abstention from voting on any proposed resolutions at the AGM. No parties have stated their intention in the Circular to vote against the resolutions proposed at the AGM or to abstain from voting.

The executive Directors, being Mr. Huang Rongshun (Chairman) and Mr. Liu Jianping, and the independent non-executive Directors, being Mr. Liu Zehong, Mr. Chan Wing Tak Kevin and Mr. Xu Hongzhi, attended the AGM. The non-executive Directors, being Mr. Zhao Xiaohang, Mr. Xi Sheng and Mr. Luo Laijun, were unable to attend the AGM due to other work arrangements.

The Company has appointed BDO China SHU LUN PAN Certified Public Accountants LLP, the PRC auditor of the Company, as the scrutineer to monitor the vote-taking procedures at the AGM. The poll results of the AGM are as follows:

Ordinary Resolutions		Number of votes cast (percentage of total number of votes cast)		Total number of votes cast
		For	Against	
1	To consider and approve the resolution in relation to the report of the Board of the Company for the year ended 31 December 2022.	2,288,356,919 (99.94%)	1,427,856 (0.06%)	2,289,784,775
2	To consider and approve the resolution in relation to the report of the Supervisory Committee of the Company for the year ended 31 December 2022.	2,288,356,919 (99.94%)	1,427,856 (0.06%)	2,289,784,775
3	To consider and approve the resolution in relation to the audited financial statements of the Group (i.e. the Company and its subsidiaries) for the year ended 31 December 2022.	2,288,356,919 (99.94%)	1,427,856 (0.06%)	2,289,784,775
4	To consider and approve the resolution in relation to the allocation of profit and distribution of final dividend for the year ended 31 December 2022.	2,289,784,775 (100.00%)	0 (0.00%)	2,289,784,775
5	To consider and approve the resolution in relation to the appointment of PRC auditor for the year ending 31 December 2023 and the authorization to the Board to fix the remuneration thereof.	2,254,014,219 (98.44%)	35,727,468 (1.56%)	2,289,741,687
6	To consider and approve the resolutions in relation to the appointment of Mr. Bai Bin as the shareholder representative supervisor of the seventh Supervisory Committee (the term of office is the same as that of other members of the seventh Supervisory Committee) with effect from the conclusion of the AGM; and the cessation of Ms. Tang Lichao to serve as the shareholder representative supervisor of the Company with effect from the approval granted at the AGM.	2,213,014,956 (96.65%)	76,769,819 (3.35%)	2,289,784,775
Special Resolution		Number of votes cast (percentage of total number of votes cast)		Total number of votes cast
		For	Against	
7	To consider and approve the resolution in relation to the Proposed Amendments to the Articles of Association, details of which are more particularly described in the circular to the Shareholders dated 15 May 2023.	2,285,104,356 (99.80%)	4,637,331 (0.20%)	2,289,741,687

## **II. CHANGE IN THE SUPERVISOR**

Upon conclusion of the AGM, Mr. Bai Bin became the shareholder representative Supervisor of the Company. For the biographical details of Mr. Bai Bin, please refer to the announcement of the Company dated 23 March 2023.

Ms. Tang Lichao no longer serves as the shareholder representative Supervisor of the Company on the same date.

The Board would like to take this opportunity to express its appreciation for the valuable contribution of Ms. Tang Lichao towards the Company during her tenure of service and extend a warm welcome to Mr. Bai Bin for joining the Supervisory Committee.

## **III. DISTRIBUTION OF FINAL DIVIDEND FOR THE YEAR ENDED 31 DECEMBER 2022**

The distribution of a final cash dividend for the year ended 31 December 2022 (the “**2022 Dividend**”) amounting to RMB0.053 per Share (tax inclusive) to the Shareholders was approved at the AGM. The register of members of the Company for H Shares and Domestic Shares will be closed from Friday, 23 June 2023 to Wednesday, 28 June 2023 (both days inclusive). Holders of the H Shares and Domestic Shares whose names appeared on the register of members of the Company at the close of business on Wednesday, 28 June 2023 are entitled to receive the 2022 Dividend. Details of the arrangements for the payment of the 2022 Dividend to the Shareholders are set out as follows:

### **1. H Shareholders**

The 2022 Dividend to be distributed to the H Shareholders will be paid in Hong Kong dollars. The exchange rate for calculating such dividend shall be based on the average of the median exchange rates of RMB against Hong Kong dollars as quoted by the People’s Bank of China one calendar week preceding the date on which the dividend is declared (i.e. 15 June 2023). The amount of the 2022 Dividend payable per H Share is HK\$0.05822 (before tax).

Pursuant to the PRC Individual Income Tax Law (《中華人民共和國個人所得稅法》), the Implementation Regulations of the Individual Income Tax Law (《中華人民共和國個人所得稅法實施條例》), the Notice on Collection and Administration of Individual Income Tax Issued by the State Taxation Administration after the repeal of the Document Guo Shui Fa [1993] No. 045 (《國家稅務總局關於國稅發[1993]045號文件廢止後有關個人所得稅徵管問題的通知》) and other relevant laws and regulations, the overseas resident individual shareholders of the stocks issued by domestic non-foreign invested enterprises in Hong Kong are entitled to the relevant preferential tax treatment pursuant to the provisions in the tax arrangements between the countries where they reside and China and the tax arrangements between China mainland and Hong Kong (Macau). Therefore, when the 2022 Dividend are to be distributed to the H Shareholders whose names appeared on the register of members of the Company at the close of business on Wednesday, 28 June 2023, the Company will withhold 10% of the 2022 Dividend as individual income tax unless otherwise specified by the relevant tax regulations and tax agreements, in which case the Company will withhold individual income tax of such dividend in accordance with the tax rates and according to the relevant procedures as specified by the relevant regulations.

Pursuant to the Corporate Income Tax Law of the People's Republic of China (《中華人民共和國企業所得稅法》) (the “CIT Law”), the Implementation Rules of the Corporate Income Tax Law of the People's Republic of China (《中華人民共和國企業所得稅法實施條例》) and the Notice of the State Administration of Taxation on the Issues Concerning Withholding and Payment of the Enterprises Income Tax on the Dividends Paid by Chinese Resident Enterprises to H Share Holders Who are Overseas Non-resident Enterprises (《國家稅務總局關於中國居民企業向境外H股非居民企業股東派發股息代扣代繳企業所得稅有關問題的通知》), non-resident enterprise shareholders (including enterprises holding H Shares as defined by the CIT Law) are subject to an enterprise income tax for its income arising within PRC's territory (which includes dividends they were entitled to as defined by the CIT Law). The applicable tax rate is 10% and the relevant amount will be withheld and paid by the Company.

Pursuant to the Notice of the Ministry of Finance, the State Administration of Taxation, the China Securities Regulatory Commission on Taxation Policies concerning the Pilot Program of an Interconnection Mechanism for Transactions in the Shanghai and Hong Kong Stock Markets (Cai Shui [2014] No. 81) (《財政部 國家稅務總局 證監會關於滬港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2014]81號)) and the Notice of the Ministry of Finance, the State Administration of Taxation, the China Securities Regulatory Commission on Taxation Policies concerning the Pilot Program of an Interconnection Mechanism for Transactions in the Shenzhen and Hong Kong Stock Markets (Cai Shui [2016] No. 127) (《財政部 國家稅務總局 證監會關於深港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2016]127號)), for dividends derived by individual investors in mainland China from investing in H share listed on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) through Shanghai-Hong Kong Stock Connect or Shenzhen-Hong Kong Stock Connect, the companies shall withhold individual income tax at a tax rate of 20% for the investors. For securities investment funds in mainland China investing in shares listed on the Stock Exchange through Shanghai-Hong Kong Stock Connect or Shenzhen-Hong Kong Stock Connect, the above rules also apply and individual income tax shall be levied on dividends derived therefrom. Dividends derived by enterprise investors in mainland China from investing in shares listed on

the Stock Exchange through Shanghai-Hong Kong Stock Connect or Shenzhen-Hong Kong Stock Connect shall be reported and paid by the enterprise investors themselves. The companies will not withhold or pay enterprise income tax on their behalf in the distribution of dividends. For dividends derived by resident enterprises in mainland China where the relevant H shares have been continuously held for more than 12 months, the enterprise income tax thereon may be exempt according to the tax law.

The Company has appointed Bank of China (Hong Kong) Trustees Limited as the receiving agent (the “**Receiving Agent**”) in Hong Kong and will pay to the Receiving Agent the 2022 Dividend declared in respect of the H Shares to be held, pending payment, in trust for the relevant H Shareholders. Such 2022 Dividend (after the applicable tax) will be paid by the Receiving Agent, and the relevant cheques will be dispatched by Hong Kong Registrars Limited, to the H Shareholders whose names appeared on the register of members of the Company at the close of business on Wednesday, 28 June 2023 by ordinary post at their own risk on or around 29 September 2023.

## **2. Domestic Shareholders**

From 29 September 2023, the Domestic Shareholders may contact the Company to collect the 2022 Dividend. Domestic Shareholders should carry out relevant taxation matters (if any) on their own in accordance with the PRC laws and regulations applicable to them.

Shareholders are recommended to consult their tax advisers regarding mainland China, Hong Kong and other tax implications arising from their holding and disposal of H Shares of the Company.

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

Beijing, the People’s Republic of China

15 June 2023

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

*Executive Directors:* **Mr. Huang Rongshun (Chairman) and Mr. Liu Jianping;**

*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.**