

## Procedures for Shareholders to Propose a person for election as a Director

To nominate a candidate for election as a director, shareholders should contact the Company by phone at 8610 - 57650696 or via email at [ir@travelsky.com](mailto:ir@travelsky.com) to communicate with the Company in advance in respect of the following procedures:

- 1) At a meeting convened by the Company, any shareholder(s) who, by itself or jointly, hold(s) shares representing 3% or more of the Company may propose a motion to the Company, including one for nominating a candidate for election as a director. Such motion shall be served on the Company within 30 days from the date of dispatch of the notice of such general meeting.
- 2) The intention of such shareholder to nominate a candidate for election as a director, and the notice in writing of the nominee's consent to such nomination, shall be lodged with the Company after the dispatch of the notice convening the general meeting for the election of directors, and no later than seven days prior to the date of such general meeting.
- 3) The nominee shall satisfy the requirements in relation to qualification of directors stipulated under the laws and regulations of the PRC, the Rules Governing Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules") and Chapter 14 of the Articles of Association of the Company, such as Article 147 under Chapter 6 of the Company Law of the PRC, Rule 3.09 under Chapter 3 of the Listing Rules.
- 4) If the nominee is a candidate for election as an independent non-executive director, he shall satisfy every criterion regarding his independence set forth under Rule 3.13 of the Listing Rules.
- 5) The nominee shall provide to the Company his personal particulars pursuant to Rule 13.51(2) of the Listing Rules for disclosure, and provide such other information as may be requested by the Company.
- 6) The number of directors nominated by a shareholder shall comply with the requirements under the Articles of Association of the Company, and the election and replacement of directors shall be determined by the shareholders. The board of directors of the Company comprises nine directors, among whom, more than half are external directors and at least three are independent non-executive directors.