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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 PROPOSED AMENDMENTS TO ARTICLES OF ASSOCIATION

In order to further enhance the corporate governance, improve the corporate governance level to promote the long-term development of TravelSky Technology Limited (the “**Company**”), subject to the Company’s actual situation, the board of directors (the “**Board**”) of the Company proposes to amend relevant articles in the Articles of Association of TravelSky Technology Limited (the “**Articles of Association**”). Please refer to the appendix of this announcement for the details of proposed amendments.

The Board considers that the proposed amendments to the Articles of Association are in the interests of the Company and the shareholders of the Company.

The proposed amendments to the Articles of Association are subject to consideration and approval by the shareholders of the Company at the general meeting of the Company, and the Company will send a circular setting out the details of the proposed amendments to the Articles of Association to the shareholders of the Company as soon as practicable.

By order of the Board
TravelSky Technology Limited
Cui Zhixiong
Chairman

Beijing, PRC
23 November, 2017

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

Executive Directors: **Mr. Cui Zhixiong (Chairman) and
Mr. Xiao Yinhong;**

Non-executive Directors: **Mr. Cao Jianxiong, Mr. Li Yangmin and
Mr. Yuan Xin'an;**

Independent non-executive Directors: **Mr. Cao Shiqing, Dr. Ngai Wai Fung and
Mr. Liu Xiangqun.**

No.	Article	Before amendment	After amendment
1	Article 1	<p>TravelSky Technology Limited (hereinafter referred to as the “Company”) is a joint stock limited company duly incorporated in accordance with the <i>Company Law of the People’s Republic of China</i> (hereinafter referred to as the “Company Law”), <i>Special Regulations of the State Council concerning the Offering and Listing of Shares Overseas by Joint Stock Limited Companies</i> (hereinafter referred to as the “Special Regulations”) as well as other relevant laws and administrative regulations and rules.</p> <p>The Company was established by way of promotion with the approval of [2000] No. 874 document issued by the State Economic and Trade Commission. The Company has undertaken registration with the State Administration for Industry and Commerce of the People’s Republic of China and obtained its business license with the license number of 100000000034410 on 18 October 2000.</p> <p>The promoters of the Company are:</p> <p>.....</p> <p>Shareholder Seven: Hainan Airlines Company Limited</p> <p>.....</p>	<p>TravelSky Technology Limited (hereinafter referred to as the “Company”) is a joint stock limited company duly incorporated in accordance with the <i>Company Law of the People’s Republic of China</i> (hereinafter referred to as the “Company Law”), <i>Special Regulations of the State Council concerning the Offering and Listing of Shares Overseas by Joint Stock Limited Companies</i> (hereinafter referred to as the “Special Regulations”) as well as other relevant laws and administrative regulations and rules.</p> <p>The Company was established by way of promotion with the approval of [2000] No. 874 document issued by the State Economic and Trade Commission. The Company has undertaken registration with the State Administration for Industry and Commerce of the People’s Republic of China and obtained its business license with <u>unified social credit code</u> the license number of <u>9111000071092729XP</u> 100000000034410 on 18 October 2000.</p> <p>The promoters of the Company are:</p> <p>.....</p> <p>Shareholder Seven: Hainan Airlines <u>Holding</u> Company Limited</p> <p>.....</p>
2	Article 7	<p>The Original Articles came into force on the date when the company was registered.</p> <p>The Articles shall come into force upon the approval by special resolution at the general meeting of shareholders of the Company and the approval by the examination and approval department as authorized by the State Council. The Original Articles shall be replaced by the Company’s Articles from the date when the Articles become effective.</p>	<p>The Original Articles came into force on the date when the company was registered.</p> <p>The Articles shall come into force upon the approval by special resolution at the general meeting of shareholders of the Company and the approval by the examination and approval department as authorized by the State Council <u>(if necessary)</u>. The Original Articles shall be replaced by the Company’s Articles from the date when the Articles become effective.</p>

No.	Article	Before amendment	After amendment
3	Article 10	<p>The Company may invest in other limited liability companies and joint stock limited companies and shall assume responsibilities to an invested company with limitation to its capital contribution.</p> <p>The Company shall not become a shareholder that shall bear unlimited liabilities for the debts of other profit-making organizations in which it invests.</p> <p>Upon the approval by the examination and approval department as authorized by the State Council, the Company may be operated based on the needs of operation and management in accordance with a holding company as prescribed in Article 12 (2) of the Company Law.</p>	<p>The Company may invest in other limited liability companies and joint stock limited companies and shall assume responsibilities to an invested company with limitation to its capital contribution.</p> <p>The Company shall not become a shareholder that shall bear unlimited liabilities for the debts of other profit-making organizations in which it invests.</p> <p>Upon the approval by the examination and approval department as authorized by the State Council, the Company may be operated based on the needs of operation and management in accordance with a holding company as prescribed in Article 12 (2) of the Company Law.</p> <p><u>The Company may invest in other enterprises. However, unless the law stipulates otherwise, it shall not become a capital contributor that shall bear several and joint liabilities for the debts of the enterprises in which it invests.</u></p>
4	Article 28	<p>The Company must prepare a balance sheet and an inventory of assets when it reduces its registered capital.</p> <p>The Company shall notify its creditors within ten (10) days of adopting the resolution to reduce its registered capital and shall publish an announcement at least three (3) times in newspaper within thirty (30) days. A creditor shall have the right within thirty (30) days of receiving a written notice or, for those who have not received a written notice, within ninety (90) days since the date of the first public announcement, to require the Company to repay its debts or to provide a corresponding guarantee for such debt.</p> <p>The Company's registered capital shall not, after the reduction in capital, be less than the minimum amount as prescribed by law.</p>	<p>The Company must prepare a balance sheet and an inventory of assets when it reduces its registered capital.</p> <p>The Company shall notify its creditors within ten (10) days of adopting the resolution to reduce its registered capital and shall publish an announcement at least three (3) times in newspaper within thirty (30) days. A creditor shall have the right within thirty (30) days of receiving a written notice or, for those who have not received a written notice, within ninety (90) <u>forty-five (45)</u> days since the date of the first public announcement, to require the Company to repay its debts or to provide a corresponding guarantee for such debt.</p> <p>The Company's registered capital shall not, after the reduction in capital, be less than the minimum amount as prescribed by law.</p>

No.	Article	Before amendment	After amendment
5	Article 39	<p>The share certificates shall be signed by the chairman of the board. Where the stock exchange on which shares of the Company are listed requires other senior management personnel of the Company to sign on the share certificates, the share certificates shall also be signed by such personnel. The share certificates shall take effect after being affixed with the seal of the Company (or the Company's chop for securities). The share certificates shall only be sealed with the Company's seal or securities chop under the authorization of the board of directors. The signature of the chairman of the board or other senior management personnel of the Company may be printed in printed form.</p>	<p>The share certificates shall be signed by the chairman of the board. Where the stock exchange on which shares of the Company are listed requires other senior management personnel of the Company to sign on the share certificates, the share certificates shall also be signed by such personnel. The share certificates shall take effect after being affixed with the seal of the Company (or the Company's chop for securities). The share certificates shall only be sealed with the Company's seal or securities chop under the authorization of the board of directors. <u>The Company's seal or securities chop,</u> the signature of the chairman of the board or other senior management personnel of the Company may be printed in printed form.</p>
6	Article 81	<p>The general meetings of shareholders shall be convened by the board of directors and presided over by the chairman of the board. Where the chairman is unable or fails to perform his/her duties, the vice-chairman of the board shall chair the meeting. If the vice-chairman is unable or fails to perform his/her duties, then a director elected jointly by more than half (1/2) of the directors shall chair the meeting.</p> <p>.....</p>	<p>The general meetings of shareholders shall be convened by the board of directors and presided over by the chairman of the board. Where the chairman is unable or fails to perform his/her duties, the vice-chairman of the board shall chair the meeting. If the vice-chairman is unable or fails to perform his/her duties, then a director elected jointly by more than half (1/2) of the directors shall chair the meeting.</p> <p>.....</p>

No.	Article	Before amendment	After amendment
7	Article 84	<p>If votes are counted at a general meeting of shareholders, the result of the count shall be recorded in the minutes.</p> <p>The minutes of the general meeting of shareholders shall be recorded by the secretary and signed by the directors present at the meeting.</p> <p>The resolutions passed at the general meeting of shareholders shall be treated as the minutes of the meeting. The records and minutes of the meeting shall be written in Chinese. The meeting records, together with the shareholders' attendance lists and proxy forms, shall be kept at the domicile of the Company.</p>	<p>If votes are counted at a general meeting of shareholders, the result of the count shall be recorded in the minutes.</p> <p>The minutes of the general meeting of shareholders shall be recorded by the secretary <u>of the board of directors and</u> signed by the directors present at the meeting.</p> <p>The resolutions passed at the general meeting of shareholders shall be treated as the minutes of the meeting. The records and minutes of the meeting shall be written in Chinese. The meeting records, together with the shareholders' attendance lists and proxy forms, shall be kept at the domicile of the Company.</p>
8	Article 94	<p>The Company shall have a board of directors consisting of nine (9) directors. External directors (directors who do not assume an internal position of the Company, hereinafter the same) shall account for more than half (1/2) of the total number of directors in the board, of which at least three (3) shall be independent (non-executive) directors (directors who are independent from the Company and do not assume an internal position of the Company, hereinafter the same).</p> <p>There shall be one chairman in the board of directors.</p> <p>The board of directors shall set up special committees in respect of strategic decisions, audit, remuneration and other areas according to its needs.</p>	<p>The Company shall have a board of directors consisting of nine (9) directors. External directors (directors who do not assume an internal position of the Company, hereinafter the same) shall account for more than half (1/2) of the total number of directors in the board, of which at least three (3) shall be independent (non-executive) directors (directors who are independent from the Company and do not assume an internal position of the Company, hereinafter the same), <u>and at least one-third (1/3) of the members in the board of directors must be independent directors.</u></p> <p>There shall be one chairman in the board of directors.</p> <p>The board of directors shall set up special committees in respect of strategic decisions, audit <u>and risk management</u>, remuneration <u>and evaluation, nomination</u> and other areas according to its needs.</p>

No.	Article	Before amendment	After amendment
9	Article 96	<p>The board of directors shall be accountable to the general meeting of shareholders and shall assume the following functions and powers:</p> <p>.....</p> <p>(9) to appoint or remove the Company's president and to appoint or remove vice-presidents and Chief Financial Officer of the Company according to the recommendations of the president; to appoint or remove the secretary of the board of directors and decide on their remuneration matters;</p> <p>to appoint or replace the members of the board of director and the supervisory committee of its wholly-owned subsidiaries; to appoint, replace or recommend shareholders' proxies, directors and supervisors of its subsidiaries which are controlled or invested by the Company.</p> <p>.....</p> <p>(14) other functions and powers as conferred by the general meeting of shareholders and the Articles.</p> <p>.....</p>	<p>The board of directors shall be accountable to the general meeting of shareholders and shall assume the following functions and powers:</p> <p>.....</p> <p>(9) to appoint or remove the Company's president and to appoint or remove vice-presidents, and Chief Financial Officer <u>(or chief accountant) and general counsel</u> of the Company according to the recommendations of the president <u>and decide on their remuneration matters</u>; to appoint or remove the secretary of the board of directors <u>and/or company secretary</u> and decide on their remuneration matters;</p> <p>to appoint or replace the members of the board of director and the supervisory committee of its wholly-owned subsidiaries; to appoint, replace or recommend shareholders' proxies, directors and supervisors of its subsidiaries which are controlled or invested by the Company.</p> <p>.....</p> <p>(14) other functions and powers as conferred by the general meeting of shareholders and the Articles.</p> <p><u>The Board shall seek opinions from the Party committee before making decisions on the material issues of the Company.</u></p> <p>.....</p>

No.	Article	Before amendment	After amendment
10	Article 106	<p>The Company shall have one secretary of the board of directors, being a senior management personnel.</p> <p>The board of directors may establish its secretarial department when necessary.</p>	<p>The Company shall have one secretary of the board of directors, being a senior management personnel, <u>whom shall be nominated by the chairman, and shall be elected, appointed or dismissed by the board of directors. Such appointment or dismissal shall not be dealt by written resolutions. The secretary of the board of directors of the Company shall be served as "company secretary" (if applicable) at the same time.</u></p> <p>The board of directors may establish its secretarial department when necessary.</p>
11	Article 111	<p>The president shall be accountable to the board of directors and exercise the following functions and powers:</p> <p>.....</p> <p>(6) to formulate basic rules and regulations of the Company;</p> <p>(7) to propose the appointment or dismissal of the Company's vice-presidents and Chief Financial Officer;</p> <p>.....</p>	<p>The president shall be accountable to the board of directors and exercise the following functions and powers:</p> <p>.....</p> <p>(6) to formulate basic <u>the specific</u> rules and regulations of the Company;</p> <p>(7) to propose the appointment or dismissal of the Company's vice-presidents, and Chief Financial Officer <u>and general counsel</u>;</p> <p>.....</p>

No.	Article	Before amendment	After amendment
12	Article 117	<p>The supervisory committee shall comprise five (5) supervisors. External supervisors (supervisors who do not assume an internal position of the Company, hereinafter the same) shall account for more than half (1/2) of the total number of supervisors in the committee, of which at least one (1) shall be independent supervisor (a supervisor who is independent from the Company shareholders and do not assume an internal position of the Company, hereinafter the same). The proportion of staff supervisors shall not be less than one-third (1/3) of the total number of supervisors.</p> <p>The supervisory committee shall have a term of three (3) years and the term is renewable upon re-election. Where a supervisor has not been timely re-elected at the expiry of the term of office or a supervisor has resigned during the term of office as a result of which the number of members in the supervisory committee falls below the quorum, the original supervisor shall perform his/her duties as a supervisor, prior to the assumption by the re-elected supervisor, in accordance with the laws, administrative regulations and rules as well as the provisions of the Articles.</p> <p>There shall be one (1) chairman and one (1) vice-chairman in the supervisory committee. The chairman and vice-chairman of the supervisory committee shall be appointed and removed through election by more than half (1/2) of all the supervisors.</p> <p>.....</p>	<p>The supervisory committee shall comprise five (5) supervisors. External supervisors (supervisors who do not assume an internal position of the Company, hereinafter the same) shall account for more than half (1/2) of the total number of supervisors in the committee, of which at least one (1) shall be independent supervisor (a supervisor who is independent from the Company shareholders and do not assume an internal position of the Company, hereinafter the same). The proportion of staff supervisors shall not be less than one-third (1/3) of the total number of supervisors.</p> <p>The supervisory committee shall have a term of three (3) years and the term is renewable upon re-election. Where a supervisor has not been timely re-elected at the expiry of the term of office or a supervisor has resigned during the term of office as a result of which the number of members in the supervisory committee falls below the quorum, the original supervisor shall perform his/her duties as a supervisor, prior to the assumption by the re-elected supervisor, in accordance with the laws, administrative regulations and rules as well as the provisions of the Articles.</p> <p>There shall be one (1) chairman and one (1) vice-chairman in the supervisory committee. <u>The appointment and removal of The chairman and vice-chairman of the supervisory committee shall be appointed and removed through election by more than half (1/2) of all the supervisors. passed by not less than two-third (2/3) (inclusive) of members of the supervisory committee.</u></p> <p>.....</p>

APPENDIX	DETAILS OF PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION
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No.	Article	Before amendment	After amendment
13	Article 122	<p>Resolutions of the supervisory committee shall be passed by more than two-third (2/3) of all of its members.</p> <p>Minutes shall be taken for all supervisors' meetings and be signed by all attending supervisors.</p>	<p>Resolutions of the supervisory committee shall be passed by more than two-third (2/3) (inclusive) of all of its members.</p> <p>Minutes shall be taken for all supervisors' meetings and be signed by all attending supervisors.</p>

No.	Article	Before amendment	After amendment
<u>New Chapter 15 Labour Protection and Staff Democratic Management</u>			
14	<u>New Article 143</u>		<p><u>The Company must protect the legal rights of its employees, conclude employment contracts with the employees, buy social insurances, reinforce labour protection and implement safe production in accordance with the law.</u></p> <p><u>The Company shall provide various career education and training programs for its employees so as to enhance their quality.</u></p>
15	<u>New Article 144</u>		<p><u>The employees of the Company have the right to form a trade union for organization of union activities and protection of legal rights of the employees (in accordance with the Trade Union Law of the People's Republic of China). The Company shall provide necessary convenience for the trade union to organize activities. The trade union of the Company shall represent the employees in entering into collective agreement with the Company in relation to issues including wages, working hours, benefits, insurance, and labour safety and health in accordance with the law.</u></p>
16	<u>New Article 145</u>		<p><u>According to the Constitution and other relevant laws, the Company exercises democratic management through employees' representatives meeting or other means.</u></p> <p><u>The Company shall seek advice from the trade union of the Company before making any material decision on its reform and operation and formulation of material regulations and shall convene employees representatives' meeting or by other means to collect opinions and suggestions of the employees.</u></p>

No.	Article	Before amendment	After amendment
<u>New Chapter 16 Party Organization</u>			
17	<u>New Article 146</u>		<p><u>In accordance with the relevant regulations of the Constitution of the Communist Party of China, organization of the Communist Party of China shall be established. The Party organization shall play a core role in leadership and politics, and shall carry out the works by holding the general direction, controlling the general situation and ensuring implementation. The Company shall set up a working organ for the Party, allocate sufficient staff to deal with Party affairs and guarantee sufficient funds to operate the Party organisation.</u></p>
18	<u>New Article 147</u>		<p><u>The Company shall establish the Party committee consisting of one (1) secretary and several other members. The chairman of the board of directors and the secretary of the Party committee shall be assumed by the same person, and one (1) deputy secretary shall be designated to assist the secretary in carrying out the Party building work. Eligible members of the Party committee may take seats in the board of directors, the supervisory committee and the senior management through legal procedures, while eligible Party members of the board of directors, the supervisory committee and the senior management may take seats in the Party committee in accordance with relevant rules and procedures. Meanwhile, a discipline inspection committee shall be established in accordance with relevant requirements.</u></p>

No.	Article	Before amendment	After amendment
19	<u>New Article 148</u>		<p data-bbox="935 251 1351 400"><u>The Party committee of the Company shall perform its duties in accordance with the internal laws and regulations of the Party including the <i>Constitution of the Communist Party of China</i>.</u></p> <p data-bbox="935 431 1351 729"><u>(1) To ensure and supervise the Company's implementation of policies and guidelines of the Party and the State, and implement major strategic decisions of the Central Committee of the Party and the State Council, as well as important work arrangements of Party committee of State-owned Assets Supervision and Administration Commission and the Party organizations of higher levels.</u></p> <p data-bbox="935 761 1351 1208"><u>(2) To adhere to the principle of the Party exercising leadership over the cadres, the principle of the legitimate selection of operators by the Board, and the exercise of power as regards the right of cadres' appointment by the operators in accordance with laws. The Party committee shall deliberate and give opinions on the proposed candidates nominated by the Board or the general manager or recommend candidates to be nominated to the Board or the general manager as well as assess the proposed candidates and give opinions collectively upon inspection over such candidates with the Board.</u></p> <p data-bbox="935 1240 1351 1421"><u>(3) To research and discuss the stable reform and development of the Company, major operational and management issues and major issues concerning employees' interests, and provide comments and suggestions.</u></p> <p data-bbox="935 1453 1351 1836"><u>(4) To undertake the main responsibility of comprehensive and strict Party management; to lead the Company's ideological and political work, the united front work, the spiritual civilization construction, the corporate culture cultivation as well as the work of groups such as the trade union and the Communist Youth League; to lead the construction of the Party's working style and its clean and honest administration, and support the discipline inspection committee in earnestly performing its supervisory responsibilities.</u></p>

Note: As there are additions to certain articles and clauses, there would be corresponding adjustments in the number of articles and clauses in the existing Articles of Association.

Note: In the Articles of Association, the Chinese version shall prevail and the English translation is for reference only.