

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Annual General Meeting of TravelSky Technology Limited (the "Company") will be held at 10:00 a.m. on Tuesday, April 29, 2003 at the Conference Room, 2nd Floor, Wangfujing Grand Hotel, 57 Wangfujing Da Jie, Dongcheng District, Beijing, the People's Republic of China for the following purposes:

1. to consider and approve the report of the Directors for the year ended December 31, 2002;
2. to consider and approve the report of the Supervisory Committee for the year ended December 31, 2002;
3. to review the auditors' report for the year ended December 31, 2002 and to consider and approve the audited financial statements of the Company for the year ended December 31, 2002;
4. to consider and approve the distribution of a final dividend and the calculation of such distribution of the Company for the year ended December 31, 2002;
5. to consider and approve the appointment of PricewaterhouseCoopers and PricewaterhouseCoopers Zhong Tian CPAs Ltd. Co. as the international and PRC auditors of the Company, respectively, for the year ending December 31, 2003, and to authorize the Directors to fix the remuneration thereof; and
6. to consider and approve other matters, if any.

By Order of the Board
Ding Weiping
Company Secretary

March 14, 2003

Notes:

1. The Register of Members of the Company will be closed from Monday, March 31, 2003 to Tuesday, April 29, 2003 (both days inclusive), during which time no share transfers will be effected. Holders of the Company's H shares and domestic shares whose names appear on the Register of Members of the Company at the close of business on Friday, March 28, 2003 are entitled to attend the Annual General Meeting. Transfers of H shares must be lodged with the share registrar of the Company's H shares by 4:00 p.m. on Friday, March 28, 2003 in order to entitle the transferee to attend the Annual General Meeting.

The address of the share registrar of the Company's H shares is:

Hong Kong Registrars Limited
Room 1712-1716, 17/F Hopewell Centre
183 Queen's Road East
Wanchai
Hong Kong

2. Each Shareholder who is entitled to attend and vote at the Annual General Meeting may appoint one or more proxies to attend and vote on his or her behalf at the Annual General Meeting. A proxy need not be a Shareholder.
3. Shareholders or their proxies should produce proof of identity and other documents as required under the Articles of Association of the Company when attending the Annual General Meeting. A proxy of a Shareholder who has appointed more than one proxy may only vote on a poll.
4. The instrument appointing a proxy must be in writing under the hand of the appointer or his attorney duly authorized in writing, or in the case of a legal person, must either be executed under its seal or under the hand of a legal representative or other attorney duly authorized to sign the same. If that instrument is signed by an attorney of the appointer, the power of attorney authorising that attorney to sign, or other document of authorisation, must be notarially certified. To be valid, for holders of domestic shares, the notarially certified power of attorney, or other document of authorisation, and the form of proxy must be delivered to the registered address of the Company not less than 24 hours before the time appointed for the holding of the Annual General Meeting. In order to be valid, for holders of H shares, the above documents must be delivered to Hong Kong Registrars Limited within the same period of time.
5. Shareholders who intend to attend the Annual General Meeting in person or by proxy should return the reply slip for attending the Annual General Meeting to the registered address of the Company on or before Tuesday, April 8, 2003 in person, by mail or by fax.
6. The Annual General Meeting is expected to last for half a day. Shareholders (or their proxies) attending the Annual General Meeting are responsible for their own transportation and accommodation expenses.
7. The registered address of the Company is as follows:

TravelSky Technology Limited
No. 128, Zhichun Road
Haidian District
Beijing 100086, PRC

Contact person: Ding Weiping
Tel: 86 10 - 8401 9073 / 6254 8382
Fax: 86 10 - 8401 9340 / 6254 8402
Post office box: No. 638 Beijing, PRC