

TRIP.COM GROUP LIMITED
NOTICE OF REPURCHASE OF NOTES
AT OPTION OF HOLDERS
1.50% EXCHANGEABLE SENIOR
NOTES DUE 2027
CUSIP No. G9066FAA9¹
ISIN USG9066FAA96

The Bank of New York Mellon, as Trustee, Transfer Agent, and Paying Agent
240 Greenwich Street
New York, NY 10286, United States of America
Attention: Global Corporate Trust – Trip.com Group Limited
Facsimile No.: +1 212-815-5915

With a copy to:
The Bank of New York Mellon, Hong Kong Branch
Level 26, Three Pacific Place
1 Queen’s Road East, Hong Kong
Attention: Corporate Trust – Trip.com Group Limited
Facsimile No.: +852-2295-3283

Holders of 1.50% Exchangeable Senior Notes due 2027 issued by Trip.com Group Limited

Ladies and Gentlemen:

Reference is made to the Indenture dated as of July 20, 2020 (the “*Indenture*”) and the Supplemental Indenture dated as of December 15, 2020 (the “*Supplemental Indenture*,” together with the Indenture, the “*Indentures*”) between Trip.com Group Limited, an exempted company with limited liability incorporated under the laws of the Cayman Islands, as issuer (the “*Company*”), and The Bank of New York Mellon, as trustee (the “*Trustee*”), relating to the Company’s 1.50% Exchangeable Senior Notes due 2027 (the “*Exchangeable Notes*”). This notice (the “*2023 Repurchase Right Notice*”) is being delivered to the Trustee, the Transfer Agent, the Paying Agent, and to each Holder (and to beneficial owners as required by applicable law) of the Exchangeable Notes pursuant to Section 15.01 of the Indentures. Capitalized terms used but not otherwise defined in this 2023 Repurchase Right Notice have the meanings given to them in the Indentures.

1 The CUSIP number is included herein solely for the convenience of the registered owners of the Exchangeable Notes. No representation is made as to the correctness or accuracy of the CUSIP number either as appearing on the Exchangeable Notes or on this notice.

Notice is hereby given pursuant to Section 15.01 of the Indentures that, at the option of each Holder, the Company will repurchase for cash on July 1, 2023 (the “**2023 Repurchase Date**”) all of such Holder’s Exchangeable Notes, or any portion thereof that is equal to US\$200,000 or an integral multiple of US\$1,000 in excess thereof, at a repurchase price that is equal to 100% of the principal amount of the Exchangeable Notes to be repurchased, *plus* any accrued and unpaid interest on the 2023 Repurchase Date, subject to the terms and conditions of the Indentures and the Exchangeable Notes, as amended and supplemented from time to time (the “**2023 Repurchase Right**”). The 2023 Repurchase Date is an interest payment date under the terms of the Indentures and the Exchangeable Notes. Accordingly, on July 1, 2023, being the interest payment date, the Company will pay accrued and unpaid interest on all of the Exchangeable Notes through June 30, 2023, to all holders who are holders of record at 5:00 p.m., New York City time, on Thursday, June 15, 2023, regardless of whether the 2023 Repurchase Right is exercised with respect to such Exchangeable Notes. On the 2023 Repurchase Date, there will be no accrued and unpaid interest on the Exchangeable Notes. As July 1, 2023 is a Saturday, the Company will pay the repurchase price for the Exchangeable Notes tendered and the accrued interest on all of the Exchangeable Notes on Monday, July 3, 2023, the next succeeding business day following the 2023 Repurchase Date, pursuant to the Indentures. To exercise its 2023 Repurchase Right, a Holder must deliver a duly completed notice (the “**Repurchase Notice**”) in the form attached hereto as Annex B, if the Exchangeable Notes are Physical Notes, or in compliance with the procedures of the Depository Trust Company (“DTC”), if the Exchangeable Notes are Global Notes, at any time between 9:00 a.m., New York City time, on Friday, May 26, 2023 (the “**2023 Repurchase Open Time**”) and 5:00 p.m., New York City time, on Thursday, June 29, 2023 (the “**2023 Repurchase Expiration Time**”), which is the second Business Day immediately preceding the 2023 Repurchase Date.

To exercise your 2023 Repurchase Right and receive the repurchase price, you must deliver the Exchangeable Notes through the transmittal procedures of the DTC between the 2023 Repurchase Open Time and the 2023 Repurchase Expiration Time. The Exchangeable Notes delivered through the transmittal procedures of DTC for purchase may be withdrawn at any time between the 2023 Repurchase Open Time and the 2023 Repurchase Expiration Time, by complying with the withdrawal procedures of DTC. The exchange of the Exchangeable Notes is subject to the provisions regarding exchange contained in the Indentures and the Exchangeable Notes. If a Holder has already delivered a Repurchase Notice with respect to an Exchangeable Note, such Holder may not surrender that Exchangeable Note for exchange until the Holder has withdrawn the Repurchase Notice in accordance with the Indentures. The surrender by a Holder of any Exchangeable Notes to DTC via the transmittal procedures of DTC’s Automated Tender Offer Program (“ATOP”) will constitute delivery of a Repurchase Notice that satisfies such Holder’s notice requirements for its exercise of its 2023 Repurchase Right. More detailed procedures to be followed by Holders electing to exercise the 2023 Repurchase Right is summarized in Annex A attached hereto. Holders of the Exchangeable Notes should refer to the Indentures for a complete description of repurchase procedures.

The Trustee has informed the Company that, as of the date of this 2023 Repurchase Right Notice, all custodians and beneficial holders of the Exchangeable Notes hold the Exchangeable Notes through DTC accounts and that there are no certificated Exchangeable Notes in non-global form.

None of the Company, its board of directors, or its executive management is making any recommendation to Holders as to whether to exercise the 2023 Repurchase Right or refrain from exercising the 2023 Repurchase Right. Each Holder must make such Holder's own decision as to whether to exercise the 2023 Repurchase Right with respect to such Holder's Exchangeable Notes and, if so, the principal amount of Exchangeable Notes for which the 2023 Repurchase Right should be exercised.

The Trustee, Transfer Agent, Exchange Agent, and Paying Agent is

The Bank of New York Mellon

and for purposes of this 2023 Repurchase Right Notice, the address is:

By Mail, Overnight Courier, or Email:

By Facsimile (for Eligible Institutions only):

BNY Mellon

+1 (732) 667-9408

ATTN: CT REORG

111 Sanders Creek Pkwy

For Information or Confirmation by Telephone:

E. Syracuse, NY 13057

CT_Reorg_Unit_Inquiries@bnymellon.com

+1 (315) 414-3317

Additional copies of this 2023 Repurchase Right Notice may be obtained from the Paying Agent at its addresses set forth above.

Date: May 26, 2023

Annex A

Procedures to be Followed by Holders Electing to Exercise the 2023 Repurchase Right

Holder will not be entitled to receive the repurchase price for their Exchangeable Notes unless they elect to exercise the 2023 Repurchase Right by delivering their Repurchase Notice between 9:00 a.m., New York City time, on Friday, May 26, 2023 and 5:00 p.m., New York City time, on Thursday, June 29, 2023 and have not withdrawn the Repurchase Notice prior to 5:00 p.m., New York City time, on Thursday, June 29, 2023. Holders may exercise the 2023 Repurchase Right with respect to some or all of their Exchangeable Notes. Any Repurchase Notice must specify the portion of the principal amount of Exchangeable Notes to be repurchased by the Company, which must be US\$200,000 or an integral multiple of US\$1,000 in excess thereof. If Holders do not elect to exercise the 2023 Repurchase Right, their Exchangeable Notes will remain outstanding subject to the existing terms of the Indentures and the Exchangeable Notes.

Method of Delivery. The Trustee has informed the Company that, as of the date of this 2023 Repurchase Right Notice, all custodians and beneficial holders of the Exchangeable Notes hold the Exchangeable Notes through DTC accounts and that there are no certificated Exchangeable Notes in non-global form. Accordingly, unless physical certificates are issued following the date hereof, all Exchangeable Notes surrendered for repurchase hereunder must be delivered through DTC's ATOP system. Valid delivery of Exchangeable Notes via ATOP will constitute delivery of a Repurchase Notice that satisfies such Holder's notice requirements for its exercise of its 2023 Repurchase Right. Delivery of Exchangeable Notes and all other required documents, including delivery and acceptance through ATOP, is at the election and risk of the person surrendering such Exchangeable Notes.

HOLDERS THAT HOLD EXCHANGEABLE NOTES THROUGH DTC ACCOUNTS MAY ONLY EXERCISE THE 2023 REPURCHASE RIGHT BY COMPLYING WITH THE TRANSMITTAL PROCEDURES OF DTC AND SHOULD NOT SUBMIT A PHYSICAL REPURCHASE NOTICE.

Agreement to Be Bound by the Terms of the 2023 Repurchase Right. By exercising the 2023 Repurchase Right with respect to any portion of your Exchangeable Notes, you acknowledge and agree as follows:

- such Exchangeable Notes shall be repurchased as of the 2023 Repurchase Date pursuant to the terms and conditions set forth in this 2023 Repurchase Right Notice;
- you agree to all of the terms of this 2023 Repurchase Right Notice;
- you have received this 2023 Repurchase Right Notice and acknowledge that this 2023 Repurchase Right Notice provides the notice required pursuant to the Indentures;
- upon the terms and subject to the conditions set forth in this 2023 Repurchase Right Notice, the Indentures, and the Exchangeable Notes, and effective upon the acceptance for payment thereof, you (i) irrevocably sell, assign, and transfer to the Company all right, title, and interest in and to all the Exchangeable Notes surrendered, (ii) release

and discharge the Company and its directors, officers, employees, and affiliates from any and all claims you may now have, or may have in the future, arising out of, or related to, the Exchangeable Notes, including, without limitation, any claims that you are entitled to receive additional principal or interest payments with respect to the Exchangeable Notes or to participate in any redemption or defeasance of the Exchangeable Notes, and (iii) irrevocably constitute and appoint the Paying Agent as your true and lawful agent and attorney-in-fact with respect to any such surrendered Exchangeable Notes, with full power of substitution and resubstitution (such power of attorney being deemed to be an irrevocable power coupled with an interest) to (a) deliver certificates representing such Exchangeable Notes, or transfer ownership of such Exchangeable Notes on the account books maintained by DTC, together, in any such case, with all accompanying evidences of transfer and authenticity, to the Company, (b) present such Exchangeable Notes for transfer on the relevant security register, and (c) receive all benefits or otherwise exercise all rights of beneficial ownership of such Exchangeable Notes (except that the Paying Agent will have no rights to, or control over, funds from the Company, except as agent for the Company for the repurchase price of any surrendered Exchangeable Notes that are purchased by the Company), all in accordance with the terms set forth in this 2023 Repurchase Right Notice;

- you represent and warrant that you (i) own the Exchangeable Notes surrendered and are entitled to surrender such Exchangeable Notes and (ii) have full power and authority to surrender, sell, assign, and transfer the Exchangeable Notes surrendered hereby and that when such Exchangeable Notes are accepted for purchase and repayment by the Company, the Company will acquire good title thereto, free and clear of all liens, restrictions, charges, and encumbrances and not subject to any adverse claim or right;
- you agree, upon request from the Company, to execute and deliver any additional transfer documents deemed by the Paying Agent or the Company to be necessary or desirable to complete the sale, assignment, and transfer of the Exchangeable Notes surrendered;
- you understand that all Exchangeable Notes properly surrendered for purchase prior to 5:00 p.m., New York City time, on Thursday, June 29, 2023 for which a Repurchase Notice has been delivered and not withdrawn prior to 5:00 p.m., New York City time, on Thursday, June 29, 2023, will be purchased at a repurchase price, in cash, pursuant to the terms and conditions of the Indentures, the Exchangeable Notes, this 2023 Repurchase Right Notice, and related notice materials, as amended and supplemented from time to time;
- surrendered Exchangeable Notes may be withdrawn by complying with the withdrawal procedures of DTC at any time prior to 5:00 p.m., New York City time, on Thursday, June 29, 2023; and
- all authority conferred or agreed to be conferred pursuant to your exercise of the 2023 Repurchase Right hereby shall survive your death or incapacity and every obligation of yours shall be binding upon your heirs, personal representatives, executors,

administrators, successors, assigns, trustees in bankruptcy, and other legal representatives.

Exercise of 2023 Repurchase Right; Delivery of Exchangeable Notes.

Exchangeable Notes Held Through a Custodian. If you wish to exercise the 2023 Repurchase Right with respect to any of your Exchangeable Notes and your Exchangeable Notes are held by a broker, dealer, commercial bank, trust company, or other nominee, you must contact such nominee and instruct such nominee to surrender the Exchangeable Notes for purchase on your behalf through the transmittal procedures of DTC as set forth below in “Exchangeable Notes Held by a DTC Participant” on or prior to the deadline set by such nominee to permit such nominee to surrender the Exchangeable Notes by 5:00 p.m., New York City time, on Thursday, June 29, 2023.

Exchangeable Notes Held by a DTC Participant. If you are a DTC participant who wishes to exercise the 2023 Repurchase Right with respect to any of your Exchangeable Notes, you must electronically transmit your acceptance through DTC’s ATOP system, subject to the terms and procedures of that system, between 9:00 a.m., New York City time, on Friday, May 26, 2023 to 5:00 p.m., New York City time, on Thursday, June 29, 2023.

In exercising the 2023 Repurchase Right through ATOP, the electronic instructions sent to DTC by you or by a broker, dealer, commercial bank, trust company, or other nominee on your behalf, and transmitted by DTC to the Paying Agent, will acknowledge, on behalf of you and DTC, your receipt of and agreement to be bound by the terms of the 2023 Repurchase Right, including those set forth above under “Agreement to Be Bound by the Terms of the 2023 Repurchase Right.”

Exchangeable Notes Held in Certificated Non-Global Form. While the Company does not expect any Exchangeable Notes to be issued to a Holder other than DTC or its nominee in physical certificates after the date hereof, in the event that physical certificates evidencing the Exchangeable Notes are issued to such a Holder, then, in order to exercise the 2023 Repurchase Right with respect to such Exchangeable Notes, any such Holder of the Exchangeable Notes must complete and sign a Repurchase Notice in the form attached hereto as Annex B in accordance with the instructions set forth therein, have the signature thereon guaranteed and deliver such manually signed Repurchase Notice to the Paying Agent between 9:00 a.m., New York City time, on Friday, May 26, 2023 and 5:00 p.m., New York City time, on Thursday, June 29, 2023. For such a Holder to receive payment of the repurchase price for such Exchangeable Notes with respect to the 2023 Repurchase Right so exercised, the Holder must deliver such Exchangeable Notes to the Paying Agent prior to, on or after the 2023 Repurchase Date together with all necessary endorsements.

All signatures on a Repurchase Notice and endorsing the Exchangeable Notes must be guaranteed by a recognized participant in the Securities Transfer Agents Medallion Program, the NYSE Medallion Signature Program, or the Stock Exchange Medallion Program (each, an “Eligible Institution”); *provided, however*, that signatures need not be guaranteed if such Exchangeable Notes are tendered for the account of an Eligible Institution. If a Repurchase Notice or any Exchangeable Note is signed by a trustee, executor, administrator, guardian, attorney-in-

fact, agent, officer of a corporation, or other person acting in a fiduciary or representative capacity, such person must so indicate when signing, and proper evidence satisfactory to the Company of the authority of such person so to act must be submitted.

You bear the risk of untimely surrender of your Exchangeable Notes. You must allow sufficient time for completion of the necessary DTC or Paying Agent procedures, as applicable, before 5:00 p.m., New York City time, on Thursday, June 29, 2023.

Annex B

To: TRIP.COM GROUP LIMITED

THE BANK OF NEW YORK MELLON, as Transfer Agent

The undersigned registered owner of this Note hereby acknowledges receipt of a notice from Trip.com Group Limited (the “**Company**”) regarding the right of Holders to elect to require the Company to repurchase the entire principal amount of this Note, or the portion thereof (that is US\$200,000 principal amount or an integral multiple of US\$1,000 in excess thereof) below designated, in accordance with the applicable provisions of the Indenture referred to in this Note, at the Repurchase Price to the registered Holder hereof.

In the case of certificated Notes, the certificate numbers of the Notes to be purchased are as set forth below:

Certificate Number(s): _____

Dated: _____

Signature(s)

Social Security or Other Taxpayer
Identification Number

Principal amount to be repaid (if less
than all): US\$_____,000

NOTICE: The above signature(s) of
the Holder(s) hereof must correspond
with the name as written upon the face
of the Note in every particular without
alteration or enlargement or any
change whatever.