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京投轨道交通科技控股有限公司

BII Railway Transportation Technology Holdings Company Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1522)

(1) CHANGE OF NON-EXECUTIVE DIRECTOR; AND (2) CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE IN MEMBERS OF BOARD COMMITTEES

The Board announces that with effect from 11 April 2022:

1. Mr. Cao Wei has resigned as a non-executive Director and ceased to be the vice chairman of the Board;
2. Mr. Cao Mingda has been appointed as a non-executive Director;
3. Mr. Bai Jinrong has resigned as an independent non-executive Director and ceased to be the chairman of the Remuneration Committee, member of the Audit Committee and member of the Nomination Committee; and
4. Mr. Li Wei has been appointed as an independent non-executive Director, chairman of the Remuneration Committee, member of the Audit Committee and member of the Nomination Committee.

CHANGE OF NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Director(s)**”) of BII Railway Transportation Technology Holdings Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that with effect from 11 April 2022, Mr. Cao Wei has resigned as a non-executive Director in order to devote more time on his other commitments. As a result of his resignation as a non-executive Director, Mr. Cao Wei ceased to be the vice-chairman of the Board.

Mr. Cao Wei has confirmed that he has no disagreement with the Board and there is no matter that needs to be brought to the attention of the shareholders of the Company in connection with his resignation.

Following the resignation of Mr. Cao Wei as a non-executive Director, Mr. Cao Mingda has been appointed as a non-executive Director with effect from 11 April 2022.

Set out below are the biographical details of Mr. Cao Mingda:

Mr. Cao Mingda (曹明達), aged 30, has been the director of Shenyang Metro Technology Co., Ltd.* (瀋陽地鐵科技有限公司) since April 2021. He has also been (i) the supervisor of Beijing Maglihe Liquor Trade Co., Ltd.* (北京瑪格麗河酒業商貿有限公司) since January 2012; (ii) the business manager of Beijing Ruyi Technology Co., Ltd.* (北京如易行科技有限公司) since March 2017; and (iii) the director and deputy vice manager of Dalian Yixing Technology Co., Ltd.* (大連易行科技有限公司) since October 2018. Mr. Cao Mingda obtained a bachelor's degree in commerce (finance) at Curtin University in Australia in 2014 and a master's degree in business information systems at Monash University in Australia in 2016. Between May 2016 and March 2017, Mr. Cao Mingda was the operations manager of Beijing En'an Futong Technology Co., Ltd.* (北京恩安付通科技有限公司). Mr. Cao Mingda is the son of Mr. Cao Wei, the actual controller of More Legend Limited, one of the shareholders of the Company.

Mr. Cao Mingda has entered into a letter of appointment with the Company for a term of three years commencing from 11 April 2022 and is subject to retirement by rotation and re-election at the upcoming annual general meeting of the Company in accordance with the articles of association of the Company. According to the terms of appointment, no director's fee will be payable to Mr. Cao Mingda but Mr. Cao Mingda is entitled to reimbursement of all reasonable out-of-pocket expenses incurred in relation to the discharge of his duties to the Company for a total amount not exceeding HK\$240,000 per annum and subject to the requirements of the Company's relevant financial policies.

Save as disclosed above, as at the date of this announcement, (i) Mr. Cao Mingda did not have any relationship with any Directors, senior management or substantial or controlling shareholders of the Company; (ii) he did not have any interest in the shares or underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (iii) he did not hold any other directorships in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; and (iv) he did not hold other positions with other members of the Group.

There is no other information which is required to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to 13.51(2)(v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**") relating to the appointment of Mr. Cao Mingda and there is no other matter that needs to be brought to the attention of the shareholders of the Company.

CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE IN COMPOSITION OF BOARD COMMITTEES

The Board further announces that with effect from 11 April 2022, Mr. Bai Jinrong ("**Mr. Bai**") has resigned as an independent non-executive Director, in order to devote more time on his other commitments. As a result of his resignation as an independent non-executive Director, Mr. Bai ceased to be the chairman of the remuneration committee (the "**Remuneration Committee**"), member of the audit committee (the "**Audit Committee**") and member of the nomination committee (the "**Nomination Committee**") of the Company.

Mr. Bai has confirmed that he has no disagreement with the Board and there is no matter that needs to be brought to the attention of the shareholders of the Company in connection with his resignation.

Following the resignation of Mr. Bai as an independent non-executive Director, Mr. Li Wei (“**Mr. Li**”) has been appointed as an independent non-executive Director, chairman of the Remuneration Committee, member of the Audit Committee and member of the Nomination Committee with effect from 11 April 2022.

Set out below are the biographical details of Mr. Li:

Mr. Li Wei (李偉), aged 64, obtained his engineer qualification certificate in May 1989, and was approved by the Beijing Senior Professional and Technical Job Evaluation Committee* (北京市高級專業技術職務評審委員會) in December 1994 to qualify as a senior economist. Mr. Li obtained a bachelor’s degree in precision mechanical engineering from Hefei University of Technology (合肥工業大學) in 1982 and a master’s degree in economics from the Beijing Institute of Economics* (北京經濟學院) (currently known as Capital University of Economics and Business (首都經濟貿易大學)) in 1990. Mr. Li was a consultant of the MTR Corporation Limited (香港鐵路有限公司), a company listed on the Main Board of the Stock Exchange (stock code: 0066.HK), from February 2002 to December 2021. Between February 2006 and December 2021, he was also a part-time consultant of Beijing MTR Corporation Limited (北京京港地鐵有限公司). Prior to his roles as a consultant, from February 1982 to August 1987, Mr. Li worked as an engineer in the design division of Beijing Instrument Factory* (北京儀器廠設計科). From April 1990 to April 1996, Mr. Li served as the director of the Beijing Municipal Planning Commission (Development and Reform Commission) Foreign Economics Office* (北京市計劃委員會(發改委)外經處). From May 1996 to January 2002, Mr. Li was the general manager of the investment division of Hong Kong Asia Co., Ltd* (香港亞聯有限公司) and a part-time lawyer at Beijing Huatong Law Firm* (北京市華通律師事務所).

Mr. Li has entered into a letter of appointment with the Company for a term of three years commencing from 11 April 2022 and is subject to retirement by rotation and re-election at the upcoming annual general meeting of the Company in accordance with the articles of association of the Company. According to the terms of appointment, director’s fee of HK\$240,000 per annum will be payable to Mr. Li.

Save as disclosed above, as at the date of this announcement, (i) Mr. Li did not have any relationship with any Directors, senior management or substantial or controlling shareholders of the Company; (ii) he did not have any interest in the shares or underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (iii) he did not hold any other directorships in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; and (iv) he did not hold other positions with other members of the Group.

There is no other information which is required to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules relating to the appointment of Mr. Li and there is no other matter that needs to be brought to the attention of the shareholders of the Company.

The Board would like to express its sincere gratitude to Mr. Cao Wei and Mr. Bai for their valuable contribution to the Company during their tenure of office and would like to extend a warm welcome to Mr. Cao Mingda and Mr. Li on joining the Company.

By Order of the Board
**BII Railway Transportation Technology
Holdings Company Limited**
Xuan Jing
Executive Director
Chief Executive Officer

Hong Kong, 11 April 2022

As at the date of this announcement, the executive Director is Ms. Xuan Jing; the non-executive Directors are Mr. Zhang Yanyou, Mr. Guan Jifa, Mr. Zheng Yi and Mr. Cao Mingda; and the independent non-executive Directors are Mr. Luo Zhenbang, Mr. Huang Lixin and Mr. Li Wei.

* *for identification purposes only*