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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) RESIGNATION OF NON-EXECUTIVE DIRECTOR;
(2) CHANGE OF CHAIRMAN AND COMPOSITION OF
BOARD COMMITTEES;
AND
(3) APPOINTMENT OF EXECUTIVE DIRECTOR

The Board announces that with effect from 30 November 2022:

1. Mr. Zhang Yanyou has resigned as a non-executive Director and ceased to be (i) the Chairman; (ii) the chairman of the Nomination Committee; and (iii) the chairman of the ESG Committee;
2. Mr. Guan Jifa has been appointed as (i) the Chairman; (ii) the chairman of the Nomination Committee; and (iii) the chairman of the ESG Committee; and
3. Mr. Liu Yu has been appointed as an executive Director.

RESIGNATION 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 30 November 2022, Mr. Zhang Yanyou (“**Mr. Zhang**”) has resigned as a non-executive Director in order to devote more time on his other commitments. As a result of his resignation, Mr. Zhang ceased to be (i) the chairman of the Board (the “**Chairman**”); (ii) the chairman of the nomination committee of the Board (the “**Nomination Committee**”); and (iii) the chairman of the environmental, social and governance committee of the Board (the “**ESG Committee**”).

Mr. Zhang has confirmed that he has no disagreement with the Board and there is no matter that needs to be brought to the attention to the shareholders of the Company (the “**Shareholders**”) in connection with his resignation.

The Board would like to express its sincere gratitude to Mr. Zhang for his valuable contribution to the Company during his tenure of office.

CHANGE OF CHAIRMAN AND COMPOSITION OF BOARD COMMITTEES

Following the resignation of Mr. Zhang, Mr. Guan Jifa (“**Mr. Guan**”) has been appointed as (i) the Chairman; (ii) the chairman of the Nomination Committee; and (iii) the chairman of the ESG Committee with effect from 30 November 2022.

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

Mr. Guan Jifa (關繼發), aged 57, was appointed as a non-executive Director on 28 October 2015. He was also appointed as the Chairman and the chairman of the Nomination Committee from 28 February 2017 to 14 December 2018. Since 30 March 2020, he has been appointed as a member of the remuneration committee of the Board. Mr. Guan graduated from Xi’an Institute of Metallurgy and Architecture (西安冶金建築學院) (currently known as Xi’an University of Architecture and Technology) with a bachelor’s degree in engineering in July 1987. He had taken a post-graduate course in the International Business School at the University of International Business and Economics from March 2002 to August 2004. He obtained a doctorate’s degree in engineering from Xi’an University of Architecture and Technology in December 2008. In September 1999, Mr. Guan obtained an engineer qualification certificate and was qualified as a senior engineer approved by Beijing Senior Specialised Technique Qualification Assessment Committee (北京市高級專業技術職務評審委員會). In July 2019, Mr. Guan obtained the qualifications of senior economist issued by Beijing Senior Professional and Technical Qualification Assessment Committee (北京市經濟系列高級專業技術資格評審委員會).

From July 1987 to August 1992, Mr. Guan worked at the Heilongjiang Metallurgical Design and Planning Institute (黑龍江冶金設計規劃院) as an engineer. From June 1994 to April 2005, Mr. Guan worked at Beijing Urban Construction No. 3 Development Co., Ltd (北京城建三建設發展有限公司) as a project manager and subsequently served as a deputy general manager. From April 2005 to January 2008, Mr. Guan acted as the deputy general manager and subsequently the general manager of Beijing Subway Construction Co., Ltd (北京地下鐵道建設公司). Mr. Guan served as the chairman of Beijing Jing Chuang Investment Ltd. (北京京創投資有限公司) from January 2008 to March 2010. From March 2010, Mr. Guan successively served as the general manager of the Land Development Department of Beijing Infrastructure Investment Co., Ltd.* (北京市基礎設施投資有限公司) (“**BII**”), the ultimate holding company of the Company, assistant to general manager of BII and now serves as the deputy general manager of BII. He also served as a non-executive director of Beijing Urban Construction Design & Development Group Co., Limited, a company listed on the Main Board of the Stock Exchange (stock code: 1599) from January 2016 to March 2022. Mr. Guan served as the director of Beijing Metro Co., Ltd.* (北京京城地鐵有限公司) from February 2016 to February 2017. Between 28 February 2019 and 13 June 2022, Mr. Guan was the chairman of Suzhou Huaqi Intelligent Technology Co., Ltd.* (蘇州華啟智能科技有限公司). He has been appointed as the chairman of Shanghai Oriental Maritime Engineering Technology Co., Ltd. (上海東方海事工程技術有限公司) with effect from December 2020. Since 8 October 2022, Mr. Guan has also been appointed as a non-executive director of Hua Xia Bank Co. Limited* (華夏銀行股份有限公司), a company listed on the Shanghai Stock Exchange (stock code: 600015.SH).

Mr. Guan has entered into a letter of appointment with the Company for a term of three years commencing from 28 October 2021. According to the terms of appointment, no director's fee will be payable to Mr. Guan but Mr. Guan 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. Mr. Guan's remuneration will not be adjusted under his additional position in the Company, which was determined by the Board with reference to Mr. Guan's duties and level of responsibilities with the Group for the relevant positions.

Save as disclosed above, as at the date of this announcement, (i) Mr. Guan 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 relating to the appointment of Mr. Guan and there is no other matter that needs to be brought to the attention of the Shareholders.

APPOINTMENT OF EXECUTIVE DIRECTOR

The Board further announces that Mr. Liu Yu (“**Mr. Liu**”) has been appointed as an executive Director with effect from 30 November 2022.

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

Mr. Liu Yu (劉瑜), aged 48, obtained a master's degree in transportation planning and management from Beijing University of Technology (北京工業大學) in June 2008 and was qualified as a senior engineer. He joined the Group in May 2013 and has been appointed as the vice president of the Group since July 2014. From July 2005 to May 2013, Mr. Liu served as a manager of the Traffic Control Centre (線網指揮中心) (“**TCC**”) project department, head of TCC technical workshop, deputy director of technical engineering department, manager of information centre project department and deputy chief engineer of Beijing Metro Network Administration Co., Ltd.* (北京軌道交通路網管理有限公司). He also served as a director and vice general manager of BII Zhongfu Technology Company Limited* (京投眾甫科技有限公司) (a direct wholly-owned subsidiary of the Company) from August 2019 to February 2021, the general manager of BII Transportation Technology (Beijing) Co., Ltd.* (北京京投億雅捷交通科技有限公司) (“**BII-TTBJ**”) (an indirect wholly-owned subsidiary of the Company) from February 2019 to November 2021 and the chairman of the board of directors of Litmus Technologies (Beijing) Co., Ltd.* (北京樂碼仕智能科技有限公司) (an indirect non-wholly owned subsidiary of the Company) from December 2019 to December 2021.

Mr. Liu is currently responsible for the operation management of BII-TTBJ. He has served as (i) the vice general manager of BII Technology Development Co., Ltd.* (北京京投卓越科技發展有限公司) (an indirect wholly-owned subsidiary of the Company) since March 2021; (ii) the chairman of the board of directors of BII-TTBJ since February 2019; and (iii) a director of BII Transit Systems (HK) Co., Ltd* (京投交通科技(香港)有限公司) (an indirect wholly-owned subsidiary of the Company) since April 2021.

Mr. Liu has entered into a letter of appointment with the Company for a term of three years commencing from 30 November 2022 and is subject to retirement by rotation and re-election at the following annual general meeting of the Company in accordance with the articles of association of the Company. According to the terms of appointment, Mr. Liu is entitled to receive an annual emolument (inclusive of fixed salary, annual performance-based pay and tenure-based pay) of approximately RMB1,150,000 per annum. Such annual emolument is subject to (i) the review and approval of the Board every year; and (ii) the requirements of the Company's relevant financial policies. Such arrangement was determined by the Board with reference to Mr. Liu's duties and level of responsibilities with the Group for the relevant position.

Save as disclosed above, as at the date of this announcement, (i) Mr. Liu 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 relating to the appointment of Mr. Liu and there is no other matter that needs to be brought to the attention of the Shareholders.

The Board would like to extend a warm welcome to Mr. Liu 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, 30 November 2022

As at the date of this announcement, the executive Directors are Ms. Xuan Jing and Mr. Liu Yu; the non-executive Directors are Mr. Guan Jifa, Ms. Sun Fang, Mr. Cao Mingda and Ms. Hou Weiwei; and the independent non-executive Directors are Mr. Luo Zhenbang, Mr. Huang Lixin and Mr. Li Wei.

* *For identification purposes only*