

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



# 北京首都國際機場股份有限公司

## Beijing Capital International Airport Co.,Ltd.

*(a sino-foreign joint stock limited company incorporated in the People's Republic of China)*

(Stock Code: 00694)

### ANNOUNCEMENT

### CONTINUING CONNECTED TRANSACTIONS

### DOMESTIC RETAIL RESOURCES USAGE AGREEMENT

#### **DOMESTIC RETAIL RESOURCES USAGE AGREEMENT**

Reference is made to the announcements of the Company dated 28 December 2020, 13 August 2021 and 28 September 2022 and the circular of the Company dated 8 October 2021 in respect of, among other things, continuing connected transactions contemplated under the Former Domestic Retail Resources Usage Agreement (as amended by the Flexible Retail and F&B Resources Usage Agreement and the Former Supplemental Domestic Retail Resources Usage Agreement), which will expire on 31 December 2023. As the parties intend to continue to carry out the transactions of a similar nature from time to time after 31 December 2023, the Company entered into the Domestic Retail Resources Usage Agreement.

The Board announces that on 6 November 2023, the Company entered into the Domestic Retail Resources Usage Agreement with Beijing Airport Commercial and Trading, pursuant to which the Company permitted Beijing Airport Commercial and Trading to use the commercial retail resources (including the Adjusted Retail Resources) and the resources of taxable domestically manufactured goods situated in the domestic isolated area and the public area in Terminal One, Terminal Two and Terminal Three of Beijing Capital Airport for a term of three years commencing from 1 January 2024 to 31 December 2026.

#### **LISTING RULES IMPLICATIONS**

As at the date of this announcement, the Parent Company is the controlling shareholder of the Company, holding approximately 58.96% of the issued share capital of the Company. Since Beijing Airport Commercial and Trading is a wholly-owned subsidiary of the Parent Company, Beijing Airport Commercial and Trading is therefore a connected person of the Company. Accordingly, the transactions contemplated under the Domestic Retail Resources Usage Agreement constitute continuing connected transactions of the Company under Chapter 14A of the Listing Rules.

As the highest applicable percentage ratio (as defined under Rule 14.07 of the Listing Rules) in respect of the Domestic Retail Resources Usage Agreement is more than 5%, the transactions contemplated under the Domestic Retail Resources Usage Agreement are therefore subject to the reporting, annual review, announcement and Independent Shareholders' approval requirements under Chapter 14A of the Listing Rules.

### **ESTABLISHMENT OF INDEPENDENT BOARD COMMITTEE AND APPOINTMENT OF INDEPENDENT FINANCIAL ADVISER**

The Independent Board Committee has been established to advise the Independent Shareholders and Opus Capital has been appointed as the Independent Financial Adviser to advise the Independent Board Committee and the Independent Shareholders on (i) whether the terms of the Domestic Retail Resources Usage Agreement and the transactions contemplated thereunder, including the annual caps, are fair and reasonable; (ii) whether the transactions contemplated under the Domestic Retail Resources Usage Agreement are on normal commercial terms or better and in the ordinary and usual course of business of the Company, and whether they are in the interests of the Company and the Shareholders as a whole; and (iii) how to vote on the Domestic Retail Resources Usage Agreement and the transactions contemplated thereunder, including the annual caps.

### **EGM**

The EGM will be held to consider, among others, the Domestic Retail Resources Usage Agreement and the transactions contemplated thereunder, including the annual caps.

### **DESPATCH OF CIRCULAR**

Pursuant to Rule 14A.68(11) of the Listing Rules, the Circular is required to be despatched to the Shareholders within 15 business days after the publication of this announcement, being on or before 27 November 2023. As additional time is required by the Company to prepare and finalise certain information to be included in the Circular, it is expected that the Circular will be despatched to the Shareholders on or before 11 December 2023. If it is expected that there will be a delay to the despatch of the Circular, a further announcement will be published in accordance with the Listing Rules stating the reason for the delay and the new expected date of despatch of the Circular.

## **DOMESTIC RETAIL RESOURCES USAGE AGREEMENT**

### **Background**

Reference is made to the announcements of the Company dated 28 December 2020, 13 August 2021 and 28 September 2022 and the circular of the Company dated 8 October 2021 in respect of, among other things, continuing connected transactions contemplated under the Former Domestic Retail

Resources Usage Agreement (as amended by the Flexible Retail and F&B Resources Usage Agreement and the Former Supplemental Domestic Retail Resources Usage Agreement), which will expire on 31 December 2023. As the parties intend to continue to carry out the transactions of a similar nature from time to time after 31 December 2023, the Company entered into the Domestic Retail Resources Usage Agreement.

The Board announces that on 6 November 2023, the Company entered into the Domestic Retail Resources Usage Agreement with Beijing Airport Commercial and Trading, pursuant to which the Company permitted Beijing Airport Commercial and Trading to use the commercial retail resources (including the Adjusted Retail Resources) and the resources of taxable domestically manufactured goods situated in the domestic isolated area and the public area in Terminal One, Terminal Two and Terminal Three of Beijing Capital Airport for a term of three years commencing from 1 January 2024 to 31 December 2026.

### **Material terms of the Domestic Retail Resources Usage Agreement**

#### ***Date***

6 November 2023

#### ***Parties***

- (a) the Company; and
- (b) Beijing Airport Commercial and Trading

#### ***Subject matter***

Pursuant to the Domestic Retail Resources Usage Agreement, the Company permitted Beijing Airport Commercial and Trading to use the commercial retail resources (including the Adjusted Retail Resources) and the resources of taxable domestically manufactured goods situated in the domestic isolated area and public area in Terminal One, Terminal Two and Terminal Three of Beijing Capital Airport. Upon the expiry of the Flexible Retail and F&B Resources Usage Agreement on 31 December 2023, the Adjusted Retail Resources contemplated thereunder will be incorporated into the scope of resources usage under the Domestic Retail Resources Usage Agreement, with a separate fee standard of resources usage fee for the Adjusted Retail Resources.

#### ***Term***

The Domestic Retail Resources Usage Agreement is for a term of three years commencing from 1 January 2024 to 31 December 2026.

### *Condition precedent*

The transactions contemplated under the Domestic Retail Resources Usage Agreement are subject to the approval by the Independent Shareholders at the EGM.

### *Consideration and payment*

- (a) In respect of the domestic retail resources at Beijing Capital Airport (other than the Adjusted Retail Resources), the resources usage fee payable by Beijing Airport Commercial and Trading to the Company shall be calculated as follows:

Guaranteed resources usage fee + commission for increase in resources usage fee (*Note 1*)

*Note 1:* Commission for increase in resources usage fee = (total rental income of Beijing Airport Commercial and Trading for the current year – total rental income of Beijing Airport Commercial and Trading for the preceding year) × 40%

Total rental income of Beijing Airport Commercial and Trading = actual amount of rental received from the sub-contracting of commerce and trading resources + rental for the self-operation of commerce and trading resources

#### *Guaranteed resources usage fee*

In principle, the actual amount of resources usage fee of the preceding year is used as the base of guaranteed resources usage fee. Further, guaranteed resources usage fee is related to the base of guaranteed unit resources usage fee per square meter, actual number of days for store operation, and size of the operation area. According to the anticipation for the increase in the domestic retail sales driven by the growth in passenger throughput, the base of guaranteed resources usage fee for 2024 will be calculated on the basis of a 5% increase based on the principle calculation.

The Company shall issue a written payment notice to Beijing Airport Commercial and Trading within three working days at the end of each month in respect of the guaranteed resources usage fee. Within seven working days from the beginning of the following month, Beijing Airport Commercial and Trading shall make such payment to the Company.

#### *Commission for increase in resources usage fee*

There will not be any commission for increase in resources usage fee for the year ending 31 December 2024. Subsequently, from the year ending 31 December 2025 onwards, Beijing Airport Commercial and Trading and the Company shall audit the commission for increase in resources usage fee for the preceding year on the first month of each year. Upon the

confirmation by Beijing Airport Commercial and Trading and the Company, the commission for the increase shall be paid together with the guaranteed resources usage fee in the following month.

- (b) In respect of the Adjusted Retail Resources at Beijing Capital Airport, the resources usage fee payable by Beijing Airport Commercial and Trading to the Company shall be calculated as follows:

Guaranteed resources usage fee + commission for increase (*Note 2*)

*Note 2:* Commission for increase = (total amount of rental payable by third party operators of the Adjusted Retail Resources – guaranteed resources usage fee) × 52%

*Guaranteed resources usage fee*

In principle, the actual amount of resources usage fee of the preceding year is used as the base of guaranteed resources usage fee. Further, guaranteed resources usage fee is related to the base of guaranteed unit resources usage fee per square meter, actual number of days for store operation and size of the operation area.

The Company shall issue a written payment notice to Beijing Airport Commercial and Trading within three working days at the end of each month in respect of the guaranteed resources usage fee. Within seven working days from the beginning of the following month, Beijing Airport Commercial and Trading shall make such payment to the Company.

*Commission for increase*

The Adjusted Retail Resources involve (i) an international premium brand which has a higher level of brand influence and more significant potential for growth in retail income; and (ii) the operation of stores of gold and jewellery products which are subject to industry licence requirements and are expected to generate more stable rental income. Therefore, in order to better realise the resource value of the Adjusted Retail Resources, the commission for increase will be calculated on a different basis and at a higher rate of commission (i.e. 52%) as compared with the other domestic retail resources under the Domestic Retail Resources Usage Agreement.

Beijing Airport Commercial and Trading and the Company shall audit the commission for increase in resources usage fee for the preceding year on the first month of each year. Upon the confirmation by Beijing Airport Commercial and Trading and the Company, the commission for the increase shall be paid together with the guaranteed resources usage fee in the following month.

### ***Other material terms***

The Company shall be responsible for making commercial decisions on the allocation of retail resources in the designated area of Beijing Capital Airport, as well as the layout, format and category of retail brands.

Beijing Airport Commercial and Trading shall be responsible for the daily operation and managerial work in respect of the retailers. The scope of work includes safety, servicing, logistics, cashier, renovation, and managerial work of resources, premises and related leasing assets.

Beijing Airport Commercial and Trading shall be responsible for initiating tender invitation for retail business in Beijing Capital Airport. The tender result shall be reviewed by Beijing Airport Commercial and Trading and filed with the Company.

In respect of marketing, the Company shall be responsible for the overall marketing strategy. Beijing Airport Commercial and Trading will execute the marketing plan and store promotions in accordance with the overall marketing framework set by the Company.

### **Historical transaction amounts**

The following table shows the historical transaction amounts for the Former Domestic Retail Resources Usage Agreement:

	<b>For the year ended 31 December 2021 (RMB) (audited)</b>	<b>For the year ended 31 December 2022 (RMB) (audited)</b>	<b>For the year ending 31 December 2023 (RMB) (unaudited)</b>
Historical transaction amounts	86,991,000	36,240,000	90,000,000 (Note 3)
Annual caps	156,000,000	100,000,000	125,000,000

*Note 3:* Since the audited figure of the historical transaction amount for the year ending 31 December 2023 is not yet available, it is an estimated figure only. The unaudited figure of the transaction amount for the nine months ended 30 September 2023 was approximately RMB49,640,000. The Company expected that the actual transaction amount for the year ending 31 December 2023 will not exceed its annual cap.

## Annual caps

It is expected that the annual caps for the transactions contemplated under the Domestic Retail Resources Usage Agreement for the three years ending 31 December 2026 are as follows:

	<b>For the year ending 31 December 2024</b> <i>(RMB)</i>	<b>For the year ending 31 December 2025</b> <i>(RMB)</i>	<b>For the year ending 31 December 2026</b> <i>(RMB)</i>
Annual caps	190,000,000	200,000,000	220,000,000

The above annual caps are determined with reference to (i) the historical transaction amounts for the Former Domestic Retail Resources Usage Agreement in the past three years; (ii) the anticipated change in domestic passenger throughput at Beijing Capital Airport in the next three years and its possible impact on the domestic retail business; (iii) the expected change of rental income from the operating merchants of the domestic retail resources in the future; and (iv) the expected operating conditions of the domestic retail resources at Beijing Capital Airport in the future.

## Pricing policy

Since the Company is not aware of any similar or equivalent resources usage model for direct comparison, therefore, in determining the unit price of resources usage fee per square meter for calculation of the guaranteed resources usage fee under the Domestic Retail Resources Usage Agreement, the Company compared against the unit price (per square meter) of rental for retail outlets in other similar shopping malls in Beijing. It is currently estimated that the unit price (per square meter) of resources usage fee in respect of the domestic retail resources at Beijing Capital Airport under the Domestic Retail Resources Usage Agreement will be no less favourable to the Company as compared with such unit price of rental for retail outlets in other similar shopping malls in Beijing.

## Internal control on pricing

The Company has implemented a management system to monitor the pricing standards for the transactions under the Domestic Retail Resources Usage Agreement to ensure that such terms are on normal commercial terms. Such system is described as below:

1. Prior to entering into the Domestic Retail Resources Usage Agreement, the relevant departments of the Company are responsible for gathering information on the historical transaction amounts under the Former Domestic Retail Resources Usage Agreement (as amended by the Flexible Retail and F&B Resources Usage Agreement and the Former Supplemental Domestic Retail Resources Usage Agreement) and conducting cross-checks against the quotations provided by at least three independent third parties for the provision of similar services.

2. Prior to the implementation of the transactions contemplated under the Domestic Retail Resources Usage Agreement, the principal officers in the relevant departments lodged applications within the Company, which were subject to a preliminary review conducted by the managers of the relevant departments of the Company, followed by a final review at the general manager office meeting in accordance with the internal control policies of the Company. Upon completion of the above internal review procedures, the relevant transactions contemplated under the Domestic Retail Resources Usage Agreement were considered and approved by the Board.
3. The independent non-executive Directors have reviewed and will continue to review the transactions contemplated under the Domestic Retail Resources Usage Agreement to ensure that such transactions are entered into on normal commercial terms, fair and reasonable, and carried out pursuant to its contractual terms.
4. The auditors of the Company will conduct annual review on the transactions contemplated under the Domestic Retail Resources Usage Agreement in relation to the pricing policy and annual caps contemplated thereunder in accordance with the Listing Rules.

#### **Internal control on review of annual caps**

The Company has implemented the following internal control measures to ensure that the annual caps for the transactions contemplated under the Domestic Retail Resources Usage Agreement will not be exceeded:

1. The finance department of the Company provides the secretariat to the Board with information in relation to the actual transaction amounts on a monthly basis.
2. The secretariat to the Board is responsible for monitoring such transactions to ensure that the total amount of transactions does not exceed the annual caps.
3. If such amount of transactions is estimated to exceed the relevant annual cap, the person-in-charge of the relevant department of the Company will be notified so that the scale of transactions in the future may be re-estimated and arrangements may be made to issue announcements and/or to obtain the relevant approvals from the Board and the Independent Shareholders in accordance with the requirements of the Listing Rules.

#### **Reasons for and benefits of entering into the Domestic Retail Resources Usage Agreement**

Beijing Airport Commercial and Trading is principally engaged in conducting trading and retail businesses. Since Beijing Airport Commercial and Trading has maintained a good cooperative relationship with the Company and has ample experience in conducting trading and retail businesses at Beijing Capital Airport, Beijing Airport Commercial and Trading will be able to operate the



designated retail resources in Beijing Capital Airport independently and more effectively. Meanwhile, this arrangement will also help to enhance business satisfaction and commercial service quality in Beijing Capital Airport.

In light of the above, the Directors (excluding the independent non-executive Directors whose views will be contained in the Circular after considering the advice of the Independent Financial Adviser) are of the view that the Domestic Retail Resources Usage Agreement is entered into on normal commercial terms that are fair and reasonable, and the transactions contemplated under the Domestic Retail Resources Usage Agreement are in the ordinary and usual course of business of the Company and in the interest of the Company and the Shareholders as a whole.

## **GENERAL**

The Company is principally engaged in the operation of Beijing Capital Airport.

The Parent Company is principally engaged in the provision of ground support services for domestic and international aviation enterprises and the provision of operation and management services, counter and premises rental services, car parking management, housing rental, property management, advertising agency services and other businesses to its subsidiaries. The ultimate beneficial owner of the Parent Company is the CAAC, which is a state bureau administered by the Ministry of Transport of the PRC.

Beijing Airport Commercial and Trading is principally engaged in conducting trading and retail businesses and it is a wholly-owned subsidiary of the Parent Company.

## **BOARD'S APPROVAL**

The Domestic Retail Resources Usage Agreement and the transactions contemplated thereunder, including the annual caps, were approved by the Board.

As at the date of this announcement, there are no overlapping directors between the Company and Beijing Airport Commercial and Trading. Moreover, while the executive Directors and the non-executive Directors concurrently serve as directors or senior management of the Parent Company, none of the Directors personally has any material interest in the transactions contemplated under the Domestic Retail Resources Usage Agreement entered into between the Company and Beijing Airport Commercial and Trading. Therefore, none of the Directors has abstained from voting at the Board meeting to approve the Domestic Retail Resources Usage Agreement and the transactions contemplated thereunder.

## **LISTING RULES IMPLICATIONS**

As at the date of this announcement, the Parent Company is the controlling shareholder of the Company, holding approximately 58.96% of the issued share capital of the Company. Since Beijing Airport Commercial and Trading is a wholly-owned subsidiary of the Parent Company, Beijing

Airport Commercial and Trading is therefore a connected person of the Company. Accordingly, the transactions contemplated under the Domestic Retail Resources Usage Agreement constitute continuing connected transactions of the Company under Chapter 14A of the Listing Rules.

As the highest applicable percentage ratio (as defined under Rule 14.07 of the Listing Rules) in respect of the Domestic Retail Resources Usage Agreement is more than 5%, the transactions contemplated under the Domestic Retail Resources Usage Agreement are therefore subject to the reporting, annual review, announcement and Independent Shareholders' approval requirements under Chapter 14A of the Listing Rules.

## **EGM**

The EGM will be held to consider, among others, the Domestic Retail Resources Usage Agreement and the transactions contemplated thereunder, including the annual caps.

## **ESTABLISHMENT OF INDEPENDENT BOARD COMMITTEE AND APPOINTMENT OF INDEPENDENT FINANCIAL ADVISER**

The Independent Board Committee has been established to advise the Independent Shareholders and Opus Capital has been appointed as the Independent Financial Adviser to advise the Independent Board Committee and the Independent Shareholders on (i) whether the terms of the Domestic Retail Resources Usage Agreement and the transactions contemplated thereunder, including the annual caps, are fair and reasonable; (ii) whether the transactions contemplated under the Domestic Retail Resources Usage Agreement are on normal commercial terms or better and in the ordinary and usual course of business of the Company, and whether they are in the interests of the Company and the Shareholders as a whole; and (iii) how to vote on the Domestic Retail Resources Usage Agreement and the transactions contemplated thereunder, including the annual caps.

## **DESPATCH OF CIRCULAR**

Pursuant to Rule 14A.68(11) of the Listing Rules, the Circular is required to be despatched to the Shareholders within 15 business days after the publication of this announcement, being on or before 27 November 2023. As additional time is required by the Company to prepare and finalise certain information to be included in the Circular, it is expected that the Circular will be despatched to the Shareholders on or before 11 December 2023. If it is expected that there will be a delay to the despatch of the Circular, a further announcement will be published in accordance with the Listing Rules stating the reason for the delay and the new expected date of despatch of the Circular.

## DEFINITIONS

“Adjusted Retail Resources”	the relevant parts of Beijing Capital Airport which have been adjusted for use as retail resources by Beijing Airport Commercial and Trading under the Flexible Retail and F&B Resources Usage Agreement, namely the (i) domestic store of Louis Vuitton in T3C; and (ii) China Gold store in T3C
“associate(s)”	has the same meaning ascribed to it in the Listing Rules
“Beijing Capital Airport”	Beijing Capital International Airport
“Beijing Airport Commercial and Trading”	Beijing Capital Airport Commercial and Trading Company Limited* (北京首都機場商貿有限公司), a limited liability company incorporated in the PRC and a wholly-owned subsidiary of the Parent Company
“Board”	the board of Directors
“CAAC”	Civil Aviation Administration of China
“Circular”	the circular of the Company containing, among other matters, details of the Domestic Retail Resources Usage Agreement and the letters of advice from the Independent Board Committee and the Independent Financial Adviser
“Company”	Beijing Capital International Airport Company Limited (北京首都國際機場股份有限公司), a sino-foreign joint stock limited company incorporated in the PRC with limited liability, and the H Shares of which are listed on the Stock Exchange
“connected person(s)”	has the same meaning ascribed to it in the Listing Rules
“controlling shareholder”	has the same meaning ascribed to it in the Listing Rules
“Director(s)”	the director(s) of the Company

“Domestic Retail Resources Usage Agreement”	the domestic retail resources usage agreement dated 6 November 2023 entered into between the Company and Beijing Airport Commercial and Trading, pursuant to which the Company permitted Beijing Airport Commercial and Trading to use the commercial retail resources (including the Adjusted Retail Resources) and the resources of taxable domestically manufactured goods situated in the domestic isolated area and public area in Terminal One, Terminal Two and Terminal Three of Beijing Capital Airport
“EGM”	the extraordinary general meeting of the Company to be convened and held to approve, among others, the Domestic Retail Resources Usage Agreement and the transactions contemplated thereunder, including the annual caps
“Flexible Retail and F&B Resources Usage Agreement”	the tripartite domestic retail and food and beverage resources usage agreement dated 13 August 2021 entered into among the Company, Beijing Airport Commercial and Trading, and Beijing Capital Airport Food Management Company Limited* (北京首都機場餐飲發展有限公司), details of which were disclosed in the announcement of the Company dated 13 August 2021 and the circular of the Company dated 8 October 2021
“Former Domestic Retail Resources Usage Agreement”	the domestic retail resources usage agreement dated 28 December 2020 entered into between the Company and Beijing Airport Commercial and Trading, pursuant to which the Company permitted Beijing Airport Commercial and Trading to use the commercial retail resources and the resources of taxable domestically manufactured goods in domestic isolated area and public area at Beijing Capital Airport, details of which were disclosed in the announcement of the Company dated 28 December 2020
“Former Supplemental Domestic Retail Resources Usage Agreement”	the supplemental agreement dated 28 September 2022 entered into between the Company and Beijing Airport Commercial and Trading to amend certain terms of the Former Domestic Retail Resources Usage Agreement, details of which were disclosed in the announcement of the Company dated 28 September 2022

“Independent Board Committee”	an independent committee of the Board comprising all independent non-executive Directors, namely Mr. Zhang Jiali, Mr. Stanley Hui Hon-chung, Mr. Wang Huacheng and Ms. Duan Donghui, established to advise the Independent Shareholders in respect of the Domestic Retail Resources Usage Agreement and the transactions contemplated thereunder, including the annual caps
“Independent Financial Adviser” or “Opus Capital”	Opus Capital Limited, a licensed corporation to carry on Type 6 (advising on corporate finance) regulated activity under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), being the independent financial adviser appointed by the Company to advise the Independent Board Committee and the Independent Shareholders in respect of the Domestic Retail Resources Usage Agreement and the transactions contemplated thereunder, including the annual caps
“H Share(s)”	overseas listed foreign share(s) of nominal value of RMB1.00 each in the registered share capital of the Company
“Independent Shareholders”	the Shareholders other than the Parent Company, its associates and any other Shareholder who has a material interest in the transactions contemplated under the Domestic Retail Resources Usage Agreement
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Parent Company”	Capital Airports Holdings Limited* (首都機場集團有限公司) (formerly known as Capital Airports Holding Company* (首都機場集團公司)), an enterprise established in the PRC and the controlling shareholder of the Company
“PRC”	the People’s Republic of China
“RMB”	Renminbi, the lawful currency of the PRC
“Share(s)”	share(s) of RMB1.00 each in the registered share capital of the Company
“Shareholder(s)”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

“Terminal One”	the passenger terminal numbered one which forms part of Beijing Capital Airport
“Terminal Three”	the passenger terminal numbered three which forms part of Beijing Capital Airport
“Terminal Two”	the passenger terminal numbered two which forms part of Beijing Capital Airport
“T3C”	zone C of Terminal Three
“%”	per cent

By order of the Board  
**Li Bo**  
*Secretary to the Board*

Beijing, the PRC  
6 November 2023

As at the date of this announcement, the Directors of the Company are:

*Executive Directors:* Mr. Wang Changyi and Mr. Han Zhiliang

*Non-executive Directors:* Mr. Jia Jianqing, Mr. Song Kun and Mr. Du Qiang

*Independent non-executive Directors:* Mr. Zhang Jiali, Mr. Stanley Hui Hon-chung, Mr. Wang Huacheng and Ms. Duan Donghui

*An announcement containing details of the matter is available for viewing on the website of Hong Kong Exchanges and Clearing Limited at <http://www.hkexnews.hk> under “Latest Listed Company Information” and the website of the Company at <http://www.bcia.com.cn>.*

\* *For identification purpose only*