

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.

京 投 軌 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)

**MONTHLY UPDATE PURSUANT TO RULE 3.7 OF
THE TAKEOVERS CODE
IN RESPECT OF THE POSSIBLE PRIVATISATION OF
BII RAILWAY TRANSPORTATION TECHNOLOGY
HOLDINGS COMPANY LIMITED**

INTRODUCTION

This announcement is made by the board of directors (the “**Board**”) of BII Railway Transportation Technology Holdings Company Limited (the “**Company**”) pursuant to Rule 3.7 of the Code on Takeovers and Mergers issued by the Securities and Futures Commission of Hong Kong (the “**Takeovers Code**”).

References are made to (1) the announcement (the “**Rule 3.7 Announcement**”) issued by the Company dated 12 November 2020 pursuant to Rules 3.7 and 3.8 of the Takeovers Code, Rule 13.09 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited, and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and (2) the announcements of the Company dated 11 December 2020 and 11 January 2021 pursuant to Rule 3.7 of the Takeovers Code in relation to updates on the Possible Privatisation. Unless otherwise defined, capitalised terms used in this announcement have the same meanings as defined in the Rule 3.7 Announcement.

UPDATE ON THE POSSIBLE PRIVATISATION

The Company wishes to update its shareholders and potential investors that, as at the date of this announcement, the Company has not received any definitive Possible Privatisation proposal from BII HK. The Company understands that BII HK is in the process of considering the terms and conditions of the Possible Privatisation and its internal discussions in relation to the Possible Privatisation are still ongoing. The Company has been consulting various parties (including professional advisers) on the possible issues which may arise from the Possible Privatisation. As at the date of this announcement, no definitive agreement or other commitment has been made by BII HK as to whether to proceed with the Possible Privatisation. Accordingly, there is no certainty that the Possible Privatisation will proceed.

MONTHLY ANNOUNCEMENTS

In compliance with Rule 3.7 of the Takeovers Code, monthly announcement(s) setting out the progress of the Possible Privatisation will be made until an announcement is made of a firm intention to make an offer under Rule 3.5 of the Takeovers Code or of a decision not to proceed with the Possible Privatisation.

Further announcement(s) will be made as and when appropriate in accordance with the Listing Rules and/or the Takeovers Code (as the case may be).

WARNING: The Possible Privatisation may or may not materialise. Shareholders and investors of the Company should therefore exercise caution when dealing in the securities of the Company, and if in any doubt, they should consult their professional advisers.

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

Hong Kong, 8 February 2021

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

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statements in this announcement misleading.