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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)**

**POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING  
HELD ON THURSDAY, 3 MARCH 2022**

Reference is made to the circular (the “**Circular**”) of BII Railway Transportation Technology Holdings Company Limited (the “**Company**”) dated 11 February 2022. Unless otherwise defined herein, terms used in this announcement shall have the same meanings as defined in the Circular.

At the EGM held on 3 March 2022, voting on the proposed ordinary resolutions (the “**Resolutions**”) as set out in the notice of the EGM contained in the Circular was conducted by poll. The Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, acted as scrutineer for the vote-taking at the EGM. All Directors attended the EGM in person or by video conference, except Mr. Zheng Yi, a non-executive Director, who was unable to attend the EGM due to other business engagements.

The Board is pleased to announce that the Resolutions were duly passed at the EGM. The poll results in respect of the Resolutions are as follows:

Ordinary resolutions		No. of votes (%)	
		For	Against
1.	<p>(a) the services framework agreement dated 17 December 2021 between the Company and BII (the “<b>New BII Services Framework Agreement</b>”), the terms and conditions thereof and the transactions contemplated thereunder, and the relevant proposed annual cap amounts of the transactions contemplated under the New BII Services Framework Agreement for the three years ending 31 December 2022, 2023 and 2024 as shown in the Company’s circular dated 11 February 2022 be and are hereby approved, confirmed and ratified; and</p> <p>(b) Mr. Zhang Yanyou (the chairman of the board of directors (the “<b>Director(s)</b>”) of the Company and a non-executive Director) or Ms. Xuan Jing (an executive Director) be and is hereby authorised to do all such acts and things and to sign and execute all such other documents or instrument for and on behalf of the Company (including the affixation of the common seal of the Company where required) as he or she may consider necessary, appropriate, expedient or desirable in connection with, or to give effect to the New BII Services Framework Agreement and to implement the transactions contemplated thereunder and to agree to such variations, amendments or waivers of matters relating thereto that are of administrative nature and ancillary to the implementation of the New BII Services Framework Agreement and any other transactions contemplated under or incidental to the New BII Services Framework Agreement.</p>	257,005,815 (100%)	0 (0%)

Ordinary resolutions		No. of votes (%)	
		For	Against
2.	<p>(a) the services framework agreement dated 17 December 2021 between the Company and Beijing Information (the “<b>Beijing Information Services Framework Agreement</b>”), the terms and conditions thereof and the transactions contemplated thereunder, and the relevant proposed annual cap amounts of the transactions contemplated under the Beijing Information Services Framework Agreement for the three years ending 31 December 2022, 2023 and 2024 as shown in the Company’s circular dated 11 February 2022 be and are hereby approved, confirmed and ratified; and</p> <p>(b) Mr. Zhang Yanyou (the chairman of the board of Directors and a non-executive Director) or Ms. Xuan Jing (an executive Director) be and is hereby authorised to do all such acts and things and to sign and execute all such other documents or instrument for and on behalf of the Company (including the affixation of the common seal of the Company where required) as he or she may consider necessary, appropriate, expedient or desirable in connection with, or to give effect to Beijing Information Services Framework Agreement and to implement the transactions contemplated thereunder and to agree to such variations, amendments or waivers of matters relating thereto that are of administrative nature and ancillary to the implementation of Beijing Information Services Framework Agreement and any other transactions contemplated under or incidental to Beijing Information Services Framework Agreement.</p>	1,169,982,900 (100%)	0 (0%)

*Notes:*

1. The percentage of votes is based on the total number of Shares held by the Shareholders who voted at the EGM in person or by corporate representative or proxy.

2. Based on the total number of Shares held by the Shareholders who voted at the EGM in person or by corporate representative or proxy, 1,414,640,715 Shares were voted for resolution numbered 2. Among 1,414,640,715 Shares, 244,657,815 Shares voted for resolution numbered 2 were held by More Legend Limited. In accordance with the Listing Rules, Mr. Cao and his associates were required to abstain from voting on resolution numbered 2. Therefore, 244,657,815 Shares voted and held by More Legend Limited, a company which is wholly owned by Mr. Cao as at the date of this announcement, were not counted for the purpose of calculating the votes on resolution numbered 2. Accordingly, 1,169,982,900 Shares in total were counted for calculating the votes on resolution numbered 2.

The total number of issued Shares as at the date of the EGM was 2,097,146,727. As at the date of the EGM, (i) BII HK held 1,157,634,900 Shares, representing approximately 55.20% of the issued share capital of the Company. In accordance with the Listing Rules, BII HK was required to abstain from voting on the resolution numbered 1; and (ii) Mr. Cao and his associates held 245,457,815 Shares, representing approximately 11.70% of the issued share capital of the Company. In accordance with the Listing Rules, Mr. Cao and his associates were required to abstain from voting on the resolution numbered 2. As at the date of the EGM, the total number of Shares held by the Shareholders that shall abstain from voting in respect of resolution numbered 1 and resolution numbered 2 as set out in the above table at the EGM are 1,157,634,900 and 245,457,815 Shares respectively. Save as disclosed, none of the Shareholders was required under the Listing Rules to abstain from voting on the Resolutions proposed at the EGM.

The total number of Shares entitling (i) the BII Independent Shareholders to attend and vote for or against the resolution numbered 1 at the EGM was 939,511,827, representing 44.80% of the total issued share capital of the Company as at the date of the EGM; and (ii) the Beijing Information Independent Shareholders to attend and vote for or against resolution numbered 2 at the EGM was 1,851,688,912, representing 88.30% of the total issued share capital of the Company as at the date of the EGM. There were no Shares entitling the holders to attend and abstain from voting in favour of the Resolutions proposed at the EGM as set out in Rule 13.40 of the Listing Rules. None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on the Resolutions at the EGM or any adjournment thereof.

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

Hong Kong, 3 March 2022

*As at the date of this announcement, the executive Director of the Company is Ms. Xuan Jing, the non-executive Directors of the Company are Mr. Zhang Yanyou, Mr. Cao Wei, Mr. Guan Jifa, Mr. Zheng Yi and Ms. Gu Xiaohui, the independent non-executive Directors of the Company are Mr. Bai Jinrong, Mr. Luo Zhenbang and Mr. Huang Lixin.*