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# 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

### SUPPLY OF MISCELLANEOUS ENERGY SERVICES AGREEMENT

#### **SUPPLY OF MISCELLANEOUS ENERGY SERVICES AGREEMENT**

Reference is made to the announcements of the Company dated 3 November 2020 and 5 November 2020 and the circular of the Company dated 4 December 2020 in respect of, among other things, the Former Supply of Power and Energy Agreement, which will expire on 31 December 2023. After 31 December 2023, in addition to the supply of power and energy services for the operation of Beijing Capital Airport, the Company intends to procure energy management and conservation services from the Energy Saving Technology Company, which is a wholly-owned subsidiary of the Power and Energy Company.

The Board announces that on 6 November 2023, the Company entered into the Supply of Miscellaneous Energy Services Agreement with the Energy Service Suppliers, pursuant to which the Energy Service Suppliers agreed to provide power and energy services and energy management and conservation services to the Company at 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 the Power and Energy Company is a wholly-owned subsidiary of the Parent Company and the Energy Saving Technology Company is in turn a wholly-owned subsidiary of the Power and Energy Company, the Energy Service Suppliers are therefore connected persons of the Company. Accordingly, the Supply of Miscellaneous Energy Services Agreement and the transactions contemplated thereunder constitute continuing connected transactions of the Company under Chapter 14A of the Listing Rules.

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

## **EGM**

The EGM will be held to consider, among others, the Supply of Miscellaneous Energy Services Agreement and the transactions contemplated thereunder, including the annual caps.

## **INDEPENDENT BOARD COMMITTEE AND INDEPENDENT FINANCIAL ADVISER**

The Independent Board Committee has been formed 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 Supply of Miscellaneous Energy Services Agreement and the transactions contemplated thereunder, including the annual caps, are fair and reasonable; (ii) whether the transactions contemplated under the Supply of Miscellaneous Energy Services 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 Supply of Miscellaneous Energy Services 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 there is expected to be a delay in 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.

## **SUPPLY OF MISCELLANEOUS ENERGY SERVICES AGREEMENT**

### **Background**

Reference is made to the announcements of the Company dated 3 November 2020 and 5 November 2020 and the circular of the Company dated 4 December 2020 in respect of, among other things, the Former Supply of Power and Energy Agreement, which will expire on 31 December 2023. After 31 December 2023, in addition to the supply of power and energy services for the operation of Beijing

Capital Airport, the Company intends to procure energy management and conservation services from the Energy Saving Technology Company, which is a wholly-owned subsidiary of the Power and Energy Company.

The Board announces that on 6 November 2023, the Company entered into the Supply of Miscellaneous Energy Services Agreement with the Energy Service Suppliers, pursuant to which the Energy Service Suppliers agreed to provide power and energy services and energy management and conservation services to the Company at Beijing Capital Airport for a term of three years commencing from 1 January 2024 to 31 December 2026.

### **Material terms of the Supply of Miscellaneous Energy Services Agreement**

#### ***Date***

6 November 2023

#### ***Parties***

- (a) the Company; and
- (b) the Energy Service Suppliers

#### ***Services***

Pursuant to the Supply of Miscellaneous Energy Services Agreement, the Company agreed to engage the Energy Service Suppliers to provide the following services at Terminal One, Terminal Two, Terminal Three, the airfield area, the public area and other designated areas of Beijing Capital Airport:

- (i) provision of five types of energy services, namely electricity, water, natural gas, heating and cooling services;
- (ii) sewage services for buildings and facilities owned by the Company;
- (iii) provision of reclaimed water (recycled water) services for greening;
- (iv) energy management and conservation services; and
- (v) other related services as requested by the Company.

The Supply of Miscellaneous Energy Services Agreement is a framework agreement only. Depending on the demand of the Company for its daily operation and subject to the applicable laws and regulations (including but not limited to the Listing Rules), as well as the Company's relevant procurement management regulations and requirements, the Company will separately enter into

definitive service agreements with the Energy Service Suppliers for the provision of specific services to stipulate the rights and obligations of each party and the detailed terms (including but not limited to the relevant scope of services, price and payment). In case of any inconsistencies between the terms of the definitive service agreement(s) and the Supply of Miscellaneous Energy Services Agreement, the terms of the Supply of Miscellaneous Energy Services Agreement shall prevail.

### ***Term***

The Supply of Miscellaneous Energy Services Agreement is for a term of three years, commencing from 1 January 2024 to 31 December 2026.

### ***Condition precedent***

The Supply of Miscellaneous Energy Services Agreement and the transactions contemplated thereunder shall be subject to approval by the Independent Shareholders at the EGM.

### ***Consideration and payment***

The methods of calculating the service fees to be charged by the Energy Service Suppliers under the Supply of Miscellaneous Energy Services Agreement are set out below:

- (i) in respect of the supply of electricity, the method of calculation is as follows:

$$\text{Electricity tariffs} = \text{unit price of electricity supply}^{(\text{Note 1})} \times \text{actual volume incurred}$$

*Note 1:* In the event of adjustments to the electricity tariffs in Beijing municipality during the term of the Supply of Miscellaneous Energy Services Agreement, the parties will settle based on the adjusted amount of electricity tariffs.

- (ii) in respect of the supply of natural gas, the method of calculation is as follows:

$$\text{Natural gas tariffs} = \text{unit price of natural gas}^{(\text{Note 2})} \times \text{actual volume incurred}$$

*Note 2:* In the event of adjustments to natural gas tariffs during the term of the Supply of Miscellaneous Energy Services Agreement, the parties will settle based on the adjusted amount of natural gas tariffs.

- (iii) in respect of the supply of water and reclaimed water (recycled water), the method of calculation is as follows:

$$\text{Water tariffs} = \text{unit price of water supply}^{(\text{Note 3})} \times \text{actual volume incurred}$$

$$\text{Reclaimed water (recycled water) fees} = \text{unit price of reclaimed water (recycled water) supply}^{(\text{Note 3})} \times \text{actual volume incurred}$$

*Note 3:* In the event of adjustments to water tariffs and/or reclaimed water (recycled water) fees during the term of the Supply of Miscellaneous Energy Services Agreement, the parties will settle based on the adjusted amount of water tariffs and/or reclaimed water (recycled water) fees.

(iv) in respect of the provision of heating services, the method of calculation is as follows:

*Heating fees = unit price of heating supply of the relevant district <sup>(Note 4)</sup> x area of heating supply x days of heating supply*

*Note 4:* In the event of changes in the pricing standard(s) of heating fees made by the relevant government authorities during the term of the Supply of Miscellaneous Energy Services Agreement, the parties will make adjustments to the heating fees accordingly.

(v) in respect of the provision of cooling services, the method of calculation is as follows:

*Cooling fees = unit price of cooling supply <sup>(Note 5)</sup> x area of cooling supply x days of cooling supply*

*Note 5:* There is no existing pricing standard in relation to the unit price of cooling supply issued by the relevant government authorities of Beijing municipality. Its pricing is calculated based on the prevailing market conditions with reference to factors such as power consumption of cooling equipment and the proportion of large space area.

(vi) in respect of the provision of energy management and conservation services, the method of calculation is as follows:

*Energy management and conservation service fees = energy cost savings x sharing ratio <sup>(Note 6)</sup>*

*Note 6:* The amount of energy cost savings is calculated in accordance with the relevant standards and specifications or energy efficiency confirmation sheet while the sharing ratio is determined through negotiation of the parties with reference to the prevailing market condition.

For the provision of natural gas, water, reclaimed water (recycled water) and heating services under the Supply of Miscellaneous Energy Services Agreement, the unit price will be determined in accordance with the relevant pricing standards prescribed by the relevant government authorities, including documents such as Jing Fa Gai [2022] No. 1420, Jing Fa Gai [2019] No. 1545 and Jing Fa Gai [2018] No. 115, which were issued by the Beijing Municipal Commission of Development and Reform and provide for, among others, the increase in the water and natural gas tariffs for non-resident entities in Beijing. In respect of the supply of electricity services under the Supply of Miscellaneous Energy Services Agreement, the unit price is determined according to the relevant pricing standards formulated by the relevant government authorities (State Grid Beijing Electric Power Company), which regulated the extent of increase in the electricity prices for companies within the electricity grid of Beijing. In addition, in respect of the supply of water and electricity services under the Supply of Miscellaneous Energy Services Agreement, in addition to the relevant pricing

standards formulated by the government authorities, the deferred costs incurred by the Power and Energy Company in relation to the supply of water and electricity were also taken into consideration (Note 7).

*Note 7: Deferred costs are calculated as follows: Maintenance costs incurred by the Power and Energy Company in relation to the supply of water and electricity x (Annual energy fee incurred by the Company / Total annual energy fee incurred by all users of the Power and Energy Company's services).*

For the provision of cooling services and energy management and conservation services under the Supply of Miscellaneous Energy Services Agreement, the cooling service fees and the energy conservation service fees will be determined based on the following factors:

- (i) the historical service fees paid by the Company to the Power and Energy Company for the supply of cooling;
- (ii) the reasonable costs incurred by the Power and Energy Company and the Energy Saving Technology Company for the provision of cooling services and energy management and conservation services;
- (iii) the reasonable profits of the Power and Energy Company and the Energy Saving Technology Company for the provision of cooling services and energy management and conservation services; and
- (iv) the related taxes.

The service fees for the provision of specific services under the Supply of Miscellaneous Energy Services Agreement shall be payable by the Company through cheque or bank transfer to each of the Energy Service Suppliers on a monthly, quarterly, half-yearly or annual basis in accordance with the relevant definitive service agreements.

For further details of the pricing of the transactions contemplated under the Supply of Miscellaneous Energy Services Agreement, please refer to the section headed "Pricing policy" of this announcement.

### **Historical transaction amount**

In respect of energy management and conservation services, no transactions were conducted by the Company in the past. In respect of the supply of power and energy services to the Company in the past, please refer to the following table for the historical transaction amount under the Former Supply of Power and Energy Agreement.

	<b>For the year ended 31 December 2021</b>	<b>For the year ended 31 December 2022</b>	<b>For the year ending 31 December 2023</b>
	<i>(RMB)</i>	<i>(RMB)</i>	<i>(RMB)</i>
	<i>(audited)</i>	<i>(audited)</i>	<i>(unaudited)</i>
Historical transaction amount for the supply of power and energy services	599,000,000	562,000,000	574,449,700 <i>(Note 8)</i>
Annual caps	763,100,000	763,100,000	793,100,000

*Note 8:* Since the audited figure of the historical transaction amount for the supply of power and energy services under the Former Supply of Power and Energy Agreement for the year ending 31 December 2023 is not yet available, this figure is only an estimated figure based on the aggregate of (i) the unaudited figure of the historical transaction amount under the Former Supply of Power and Energy Agreement for the nine months ended 30 September 2023 of approximately RMB423,289,000; and (ii) an estimate of the remaining portion of the total transaction amount for the three months ending 31 December 2023, which was agreed and set out in the relevant definitive agreements under the Former Supply of Power and Energy Agreement and determined based on the labour costs, the necessary management, maintenance and repair expenses, impairment during the energy supply process and the related taxes and reasonable profit margin and in accordance with the pricing policies of the Former Supply of Power and Energy Agreement as disclosed in the announcement of the Company dated 3 November 2020 and the circular of the Company dated 4 December 2020. The Company expected that the actual transaction amount for the year ending 31 December 2023 will not exceed its annual cap.

### **Annual caps**

The Company expects that the annual caps for the transactions contemplated under the Supply of Miscellaneous Energy Services Agreement for the three years ending 31 December 2026 are as follows:

	<i>(RMB)</i>
For the year ending 31 December 2024	680,000,000
For the year ending 31 December 2025	721,000,000
For the year ending 31 December 2026	764,000,000

The proposed annual caps for the three years ending 31 December 2026 are determined based on the following factors:

- (i) the historical transaction amount for the supply of power and energy services;

- (ii) the potential increase in the volume of services required by the Company based on its daily operations (including the corresponding change in the service volume and the scope of services resulting from the fluctuations of business volume);
- (iii) the possible increase in labour, material and consumable costs within the next three years; and
- (iv) the related taxes and reasonable profit margin.

### **Pricing policy**

The costs of the provision of services under Supply of Miscellaneous Energy Services Agreement mainly relate to (i) labour cost; (ii) the management, maintenance and repair expenses necessary for maintaining normal operation of the energy network and relevant equipment and facilities at Beijing Capital Airport during the course of supply of various types of energy; and (iii) the impairment during the energy supply process.

As the Power and Energy Company is the sole service provider of electricity, natural gas, water, reclaimed water (recycled water), cooling and heating in the area of Beijing Capital Airport, there are no comparable quotes from independent third parties available in the market.

Through price consultation and negotiation, the Company understands that the profit margin (which is approximately 10%) to be charged by the Power and Energy Company is lower than the profit margins (which are approximately 10%) to be charged to other independent third parties operating at Beijing Capital Airport for the provision of comparable services, such as airline companies, ground services companies and catering companies. Meanwhile, the Company monitors the pricing of the provision of energy services under Supply of Miscellaneous Energy Services Agreement by comparing the profit margins of the Power and Energy Company for the supply of power and energy services with the profit margin of other service providers (being independent third parties of the Company) for the provision of other services, such as property management services and environmental and cleaning services at Beijing Capital Airport, which are essential to the daily operations of Beijing Capital Airport and comparable to the services provided by the Power and Energy Company.

The Company considers that the fees for the provision of electricity, water, recycled water and heating services under the Supply of Miscellaneous Energy Services Agreement are reasonable on the basis that the relevant unit prices are in line with the relevant price standards issued by the Beijing Municipal Commission of Development and Reform. The Company also considers that the profits to be made by the Power and Energy Company for the provision of cooling services and energy management and conservation services are reasonable as compared with (i) the respective profit margins to be charged by the Power and Energy Company to other independent third parties operating at Beijing Capital Airport for the provision of comparable services; and (ii) the profit margin charged by other service providers (being independent third parties) to Beijing Capital Airport in respect of comparable services that are essential to its daily operations.

Through price consultation, negotiation and cross-check, the Company understands that the profit margin (which is approximately 5%) to be charged by the Energy Saving Technology Company is lower than the profit margin (which is approximately 8%-12%) charged by it to other independent third parties, such as other airports and airline companies operating at Beijing Capital Airport for energy conservation services. Such information is used to monitor the pricing of the energy conservation services under the Supply of Miscellaneous Energy Services Agreement.

### **Internal control on pricing**

The Company has implemented a management system to monitor the pricing standards for the transactions under the Supply of Miscellaneous Energy Services Agreement and to ensure that the terms are on normal commercial terms. Such system is described as below:

1. Prior to the entering into of the Supply of Miscellaneous Energy Services Agreement, the relevant department of the Company is responsible for gathering information on the historical transaction amounts for the relevant services under the Former Supply of Power and Energy Agreement and profit margin thereunder and conducting cross-checks against the service fees and profit margin to be charged by the Energy Service Suppliers to other independent third parties operating at Beijing Capital Airport for the provision of comparable services, such as the airline companies, ground services companies, catering companies and other airports, as well as the service fees and profit margin of other service providers to Beijing Capital Airport in respect of comparable services that are essential to its daily operations, such as property management services and environmental and cleaning services.
2. Prior to the signing of the definitive agreement(s) and the implementation of the transactions contemplated under the Supply of Miscellaneous Energy Services Agreement, the principal officer(s) in the relevant department of the Company is required to lodge applications within the Company, which are 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 relevant internal control policies of the Company. Upon completion of the above internal review procedures, the relevant definitive agreement(s) and the implementation of the transactions contemplated thereunder will be considered and approved by the Board.
3. The independent non-executive Directors have reviewed and will continue to review the transactions contemplated under the Supply of Miscellaneous Energy Services 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 Supply of Miscellaneous Energy Services 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 Supply of Miscellaneous Energy Services 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 SUPPLY OF MISCELLANEOUS ENERGY SERVICES AGREEMENT**

The operation of Beijing Capital Airport is dependent on the supply of water, electricity, natural gas, cooling and heating services. The Power and Energy Company is the sole supplier of water, electricity, natural gas, cooling and heating services at the area of Beijing Capital Airport and it has abundant experience in the provision of power and energy for Beijing Capital Airport. The provision of the above power and energy services by the Power and Energy Company will be in favour of safeguarding the daily operations and service quality of Beijing Capital Airport. This can ensure the continuity of power supply business and at the same time safeguard the capabilities of prompt response to emergency within the isolated area of Beijing Capital Airport as well as the professionalism and high efficiency required by its operations. Also, the Company attaches great importance to energy conservation and reduction of carbon emissions in its operation of Beijing Capital Airport. The Energy Saving Technology Company has abundant experience in the provision of energy conservation services, and professional and coordinated advantages in the management of power supply and consumption. Moreover, as a wholly-owned subsidiary of the Power and Energy Company, the Energy Saving Technology Company is able to satisfy the Company's relevant needs for emergency response capabilities, professionalism and efficiency of services, while at the same time maintaining close cooperation with the Company to effectively provide energy conservation services for Beijing Capital Airport. In light of this, the Energy Saving Technology Company has the potential and capability to provide the energy conservation services under the Supply of Miscellaneous Energy Services Agreement.

In light of the above, the Directors (excluding the independent non-executive Directors whose view will be contained in the Circular to be despatched to the Shareholders after considering the view of the Independent Financial Adviser) are of the view that the Supply of Miscellaneous Energy Services

Agreement was entered into on normal commercial terms that are fair and reasonable and in the ordinary and usual course of business of the Company, and the transactions contemplated thereunder are in the interest of 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 handling services for domestic and international aviation enterprises, including supply of water, electricity, steam and energy, airport management services and counter services. The ultimate beneficial owner of the Parent Company is CAAC, which is a state bureau administered by the Ministry of Transport of the PRC.

The Power and Energy Company is a wholly-owned subsidiary of the Parent Company and is principally engaged in (i) the provision of water, electricity, natural gas, cooling and heating for Beijing Capital Airport; (ii) the operation and maintenance of their respective systems; and (iii) the provision of technological consultation services to the energy systems of terminals, air-field, staff quarters and other areas of Beijing Capital Airport.

The Energy Saving Technology Company is a wholly-owned subsidiary of the Power and Energy Company and is principally engaged in technical services, technical consultation, technology transfer, technology promotion, technology development; contractual energy management; environmental governance; software development and other services.

## **BOARD'S APPROVAL**

The Supply of Miscellaneous Energy Services 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 and senior management between the Company and each of the Power and Energy Company and the Energy Saving Technology Company. Moreover, while the executive and 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 Supply of Miscellaneous Energy Services Agreement. Therefore, none of the Directors has abstained from voting at the Board meeting to approve the Supply of Miscellaneous Energy Services Agreement and the transactions contemplated thereunder, including the annual caps.

## **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 the Power and Energy Company is a wholly-owned subsidiary of the Parent Company and the Energy Saving Technology Company is in turn a wholly-owned subsidiary of the Power and Energy

Company, the Energy Service Suppliers are therefore connected persons of the Company. Accordingly, the Supply of Miscellaneous Energy Services Agreement and the transactions contemplated thereunder constitute continuing connected transactions of the Company under Chapter 14A of the Listing Rules.

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

## **EGM**

The EGM will be held to consider, among others, the Supply of Miscellaneous Energy Services Agreement and the transactions contemplated thereunder, including the annual caps.

## **INDEPENDENT BOARD COMMITTEE AND INDEPENDENT FINANCIAL ADVISER**

The Independent Board Committee has been formed 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 Supply of Miscellaneous Energy Services Agreement and the transactions contemplated thereunder, including the annual caps, are fair and reasonable; (ii) whether the transactions contemplated under the Supply of Miscellaneous Energy Services 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 Supply of Miscellaneous Energy Services 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 there is expected to be a delay in 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**

In this announcement, unless the context otherwise requires, the following expressions have the following meanings:

“associate(s)” has the meaning ascribed to it under the Listing Rules

“Beijing Capital Airport”	Beijing Capital International Airport
“Board”	the board of Directors
“CAAC”	Civil Aviation Administration of China
“Circular”	a circular of the Company containing, among other things, details of the Supply of Miscellaneous Energy Services Agreement and the letters 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 meaning ascribed to it under the Listing Rules
“controlling shareholder”	has the meaning ascribed to it under the Listing Rules
“Director(s)”	the director(s) of the Company
“EGM”	the extraordinary general meeting to be convened by the Company to consider and, if thought fit, to approve, among other things, the Supply of Miscellaneous Energy Services Agreement and the transactions contemplated thereunder, including the annual caps
“Energy Saving Technology Company”	Beijing Capital Airport Energy-saving Technical Service Co., Ltd.* (北京首都機場節能技術服務有限公司), a limited liability company incorporated in the PRC and a wholly-owned subsidiary of the Power and Energy Company
“Energy Service Suppliers”	the Power and Energy Company and/or its wholly-owned subsidiary, namely the Energy Saving Technology Company, as the case may be
“Former Supply of Power and Energy Agreement”	the supply of power and energy agreement dated 3 November 2020 entered into between the Company and the Power and Energy Company, details of which were disclosed in the announcements of the Company dated 3 November 2020 and 5 November 2020 and the circular of the Company dated 4 December 2020
“H Share(s)”	overseas listed foreign share(s) of nominal value of RMB1.00 each in the registered capital of the Company

“Independent Board Committee”	the independent board committee of the Company, comprising all the independent non-executive Directors, established to advise the Independent Shareholders in respect of the Supply of Miscellaneous Energy Services 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 Independent Shareholders in respect of the Supply of Miscellaneous Energy Services Agreement and the transactions contemplated thereunder, including the annual caps
“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 Supply of Miscellaneous Energy Services 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
“Power and Energy Company”	Capital Airports Power and Energy Co., Ltd* (北京首都機場動力能源有限公司), a limited liability company incorporated in the PRC and a wholly-owned subsidiary of the Parent 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 capital of the Company
“Shareholder(s)”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

“Supply of Miscellaneous Energy Services Agreement”	the framework agreement dated 6 November 2023 entered into among the Company and the Energy Service Suppliers for the provision of power and energy services and energy management and conservation services to the Company at Beijing Capital Airport
“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
“%”	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*