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中國民航信息網絡股份有限公司
TravelSky Technology Limited

(A joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 00696)

**CONNECTED TRANSACTIONS:
QINGDAO CARES SUBCONTRACT AGREEMENTS**

On 12 June 2018, the Company entered into the Qingdao Cares Dalian Airport Subcontract Agreement with Qingdao Cares, pursuant to which the Company had agreed to subcontract to Qingdao Cares the construction of the new generation airport operation and management system for the Dalian Airport Project, which includes, but not limited to, the development, installation and testing of the required software and the overall system implementation for the new generation airport operation and management system.

On 30 July 2018, the Company entered into the Qingdao Cares Five Airports (including Qingdao and Rizhao) Subcontract Agreement with Qingdao Cares, pursuant to which the Company has agreed to subcontract to Qingdao Cares the construction of the facial recognition & ID authentication system for the Five Airports (including Qingdao and Rizhao) Project, which includes, but not limited to, the procurement, installation and testing of the required software and hardware and the overall system implementation and the one-year quality warranty for the facial recognition & ID authentication system.

On 31 July 2018, the Company entered into the Qingdao Cares Mianyang Nanjiao Airport Subcontract Agreement with Qingdao Cares, pursuant to which the Company has agreed to subcontract to Qingdao Cares the construction of the airport operation and management system for the Mianyang Nanjiao Airport Project, which includes, but not limited to, the design, development and the overall system implementation for the airport operation and management system.

On 15 November 2018, the Company entered into the Qingdao Cares Hailar Airport Subcontract Agreement with Qingdao Cares, pursuant to which Qingdao Cares has agreed to subcontract to the Company the construction of the departure system and the security inspection information system for the Hailar Airport Project, which includes, but not limited to, the procurement, installation and testing of the required software and hardware and the overall system implementation and the quality warranty for the departure system and the security inspection information system.

Qingdao Cares is a non-wholly-owned subsidiary of the Company, which is owned as to 51% by the Company, 36% by Qingdao International Airport Company* (青島國際機場集團有限公司) and 13% by Shanghai Civil Aviation East China Cares System Integration Co., Ltd.* (上海民航華東凱亞系統集成有限公司). Shanghai Civil Aviation East China Cares System Integration Co., Ltd.* is owned as to 41% by Eastern Airlines. Eastern Airlines is a subsidiary of Eastern Holding, and Eastern Holding is a substantial shareholder of the Company as at the date of this announcement. Qingdao Cares is therefore a connected person of the Company under the Listing Rules. As such, the transactions contemplated under the Qingdao Cares Subcontract Agreements constitute connected transactions of the Company.

Since the highest applicable Percentage Ratio calculated with reference to the considerations under the Qingdao Cares Subcontract Agreements on an aggregate basis is more than 0.1% but less than 5%, the transactions contemplated under the Qingdao Cares Subcontract Agreements are subject to the announcement requirement but exempt from the independent Shareholders' approval requirement of Chapter 14A of the Listing Rules.

1. QINGDAO CARES SUBCONTRACT AGREEMENTS

On 12 June 2018, the Company entered into the Qingdao Cares Dalian Airport Subcontract Agreement with Qingdao Cares, pursuant to which the Company had agreed to subcontract to Qingdao Cares the construction of the new generation airport operation and management system for the Dalian Airport Project, which includes, but not limited to, the development, installation and testing of the required software and the overall system implementation for the new generation airport operation and management system.

On 30 July 2018, the Company entered into the Qingdao Cares Five Airports (including Qingdao and Rizhao) Subcontract Agreement with Qingdao Cares, pursuant to which the Company has agreed to subcontract to Qingdao Cares the construction of the facial recognition & ID authentication system for the Five Airports (including Qingdao and Rizhao) Project, which includes, but not limited to, the procurement, installation and testing of the required software and hardware and the overall system implementation and the one-year quality warranty for the facial recognition & ID authentication system.

On 31 July 2018, the Company entered into the Qingdao Cares Mianyang Nanjiao Airport Subcontract Agreement with Qingdao Cares, pursuant to which the Company has agreed to subcontract to Qingdao Cares the construction of the airport operation and management system for the Mianyang Nanjiao Airport Project, which includes, but not limited to, the design, development and the overall system implementation for the airport operation and management system.

On 15 November 2018, the Company entered into the Qingdao Cares Hailar Airport Subcontract Agreement with Qingdao Cares, pursuant to which Qingdao Cares has agreed to subcontract to the Company the construction of the departure system and the security inspection information

system for the Hailar Airport Project, which includes, but not limited to, the procurement, installation and testing of the required software and hardware and the overall system implementation and the quality warranty for the departure system and the security inspection information system.

Details of the Qingdao Cares Subcontract Agreements are set out below:

1.1 Qingdao Cares Dalian Airport Subcontract Agreement

Date: 12 June 2018

Parties: (1) the Company (as contractor); and
(2) Qingdao Cares (as subcontractor)

Scope of work: The Company will subcontract to Qingdao Cares the construction of the new generation airport operation and management system for the Dalian Airport Project, which includes, but not limited to, the development installation and testing of the required software and the overall system implementation for the new generation airport operation and management system.

Consideration: RMB943,778.00 (equivalent to approximately HK\$1,066,469.14)

The consideration shall be paid by the Company to Qingdao Cares in a lump sum according to the project progress as scheduled in the Qingdao Cares Dalian Airport Subcontract Agreement.

The parties may enter into a supplemental agreement to amend the consideration according to the actual costs incurred resulting from the provision of services under the Qingdao Cares Dalian Airport Subcontract Agreement. The adjustment shall not exceed 10% of the consideration.

The above consideration has been determined and agreed between the parties on an arm's length basis based on the costs of the software including the necessary technical support services and after taking into account the market conditions.

1.2 Qingdao Cares Five Airports (including Qingdao and Rizhao) Subcontract Agreement

Date: 30 July 2018

Parties: (1) the Company (as contractor); and
(2) Qingdao Cares (as subcontractor)

Scope of work: The Company will subcontract to Qingdao Cares the construction of the facial recognition & ID authentication system for the Five Airports (including Qingdao and Rizhao) Project, which includes, but not limited to, the procurement, installation and testing of the required software and hardware and the overall system implementation and the one-year quality warranty for the facial recognition & ID authentication system.

Consideration: RMB1,956,000.00 (equivalent to approximately HK\$2,210,280.00)

The consideration shall be paid by the Company to Qingdao Cares in three instalments according to the project progress as scheduled in the Qingdao Cares Five Airports (including Qingdao and Rizhao) Subcontract Agreement.

The parties may enter into a supplemental agreement to amend the consideration according to the actual purchase amount of the required software and hardware, and the provision of services under the Qingdao Cares Five Airports (including Qingdao and Rizhao) Subcontract Agreement. The adjustment shall not exceed 10% of the consideration.

The above consideration has been determined and agreed between the parties on an arm's length basis based on the costs of the software and hardware including the necessary technical support services and after taking into account the market conditions.

1.3 Qingdao Cares Mianyang Nanjiao Airport Subcontract Agreement

Date: 31 July 2018

Parties: (1) the Company (as contractor); and
(2) Qingdao Cares (as subcontractor)

Scope of work: The Company will subcontract to Qingdao Cares the construction of the airport operation and management system for the Mianyang Nanjiao Airport Project, which includes, but not limited to, the design, development and the overall system implementation for the airport operation and management system.

Consideration: RMB1,000,140.00 (equivalent to approximately HK\$1,130,158.20)

The consideration shall be paid by the Company to Qingdao Cares in two instalments according to the project progress as scheduled in the Qingdao Cares Mianyang Nanjiao Airport Subcontract Agreement.

The parties may enter into a supplemental agreement to amend the consideration according to the actual costs incurred resulting from the provision of services under the Qingdao Cares Mianyang Nanjiao Airport Subcontract Agreement. The adjustment shall not exceed 10% of the consideration.

The above consideration has been determined and agreed between the parties on an arm's length basis based on the costs of the software and hardware including the necessary technical support services and after taking into account the market conditions.

1.4 Qingdao Cares Hailar Airport Subcontract Agreement

Date: 15 November 2018

Parties: (1) Qingdao Cares (as contractor); and
(2) the Company (as subcontractor)

Scope of work: Qingdao Cares will subcontract to the Company the construction of the departure system and the security inspection information system for the Hailar Airport Project, which includes, but not limited to, the procurement, installation and testing of the required software and hardware and the overall system implementation and the quality warranty for the departure system and the security inspection information system.

Consideration: RMB27,358,828.00 (equivalent to approximately HK\$30,915,475.64)

The consideration shall be paid by Qingdao Cares to the Company in four instalments according to the project progress as scheduled in the Qingdao Cares Hailar Airport Subcontract Agreement.

The parties may enter into a supplemental agreement to amend the consideration according to the actual purchase amount of the required software and hardware, and the provision of services under the Qingdao Cares Hailar Airport Subcontract Agreement. The adjustment shall not exceed 10% of the consideration.

The above consideration has been determined and agreed between the parties on an arm's length basis based on the costs of the software and hardware including the necessary technical support services and after taking into account the market conditions.

2. REASONS FOR AND BENEFITS OF THE CONNECTED TRANSACTIONS

The Company has undertaken the Dalian Airport Project, the Five Airports (including Qingdao and Rizhao) Project and the Mianyang Nanjiao Airport Project as a general contractor, and the Company has undertaken the Hailar Airport Project from Qingdao Cares. Qingdao Cares is principally engaged in the provision of computer software and hardware development and data network services. Both Qingdao Cares and the Company have the necessary qualifications, capabilities and technological skills required to carry out the relevant works as specified under the Qingdao Cares Subcontract Agreements. The Board is of the view that it will be for the benefit of the Company to subcontract to Qingdao Cares and contact for from Qingdao Cares the relevant work as specified under the aforementioned subcontract agreement.

The Directors (including the independent non-executive Directors) are of the view that the transactions under the Qingdao Cares Subcontract Agreements will be conducted in the ordinary and usual course of business of the Group and on normal commercial terms, and that the terms of the transactions are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

3. IMPLICATIONS UNDER THE LISTING RULES

Qingdao Cares is a non-wholly-owned subsidiary of the Company, which is owned as to 51% by the Company, 36% by Qingdao International Airport Company* (青島國際機場集團有限公司) and 13% by Shanghai Civil Aviation East China Cares System Integration Co., Ltd.* (上海民航華東凱亞系統集成有限公司). Shanghai Civil Aviation East China Cares System Integration Co., Ltd.* is owned as to 41% by Eastern Airlines. Eastern Airlines is a subsidiary of Eastern Holding, and Eastern Holding is a substantial shareholder of the Company as at the date of this announcement. Qingdao Cares is therefore a connected person of the Company under the Listing Rules. As such, the transactions contemplated under the Qingdao Cares Subcontract Agreements constitute connected transactions of the Company.

Since the highest applicable Percentage Ratio calculated with reference to the considerations under the Qingdao Cares Subcontract Agreements on an aggregate basis is more than 0.1% but less than 5%, the transactions contemplated under the Qingdao Cares Subcontract Agreements are subject to the announcement requirement but exempt from the independent Shareholders' approval requirement of Chapter 14A of the Listing Rules.

Mr. Li Yangmin, a non-executive Director then, has abstained from voting on the Board resolution in relation to the Qingdao Cares Subcontract Agreements as he is a director of Eastern Airlines and an employee of Eastern Holding. Save as disclosed above, none of the Directors has a material interest in the transactions contemplated under the Qingdao Cares Subcontract Agreements, and none of them has abstained from voting on the relevant Board resolution.

4. GENERAL INFORMATION

Information on the Group

The Group is principally engaged in the provision of aviation information technology services in the PRC as well as the provision of accounting, settlement and clearing services and information system development and support services to domestic and worldwide airline companies.

Information on Qingdao Cares

Qingdao Cares is principally engaged in the provision of computer software and hardware development and data network services.

5. DEFINITIONS

In this announcement, the following expressions shall have the meaning set out below unless the context requires otherwise:

“Board”	the board of Directors
“Company”	TravelSky Technology Limited, a company incorporated under the laws of the PRC whose shares are listed on the Main Board of the Stock Exchange and whose American depository shares are traded on the over-the-counter market in the United States of America
“connected person(s)”	has the same meaning as ascribed to it under the Listing Rules
“Dalian Airport Project”	the construction of the new generation airport operation and management system of the Dalian International Airport* (大連國際機場), which includes but not limited to, the development, installation, testing and implementation of certain systems thereof
“Director(s)”	the director(s) of the Company
“Eastern Airlines”	China Eastern Airlines Corporation Limited* (中國東方航空股份有限公司), a subsidiary of Eastern Holding as at the date of this announcement
“Eastern Holding”	China Eastern Air Holding Company Limited* (中國東方航空集團有限公司), a substantial Shareholder of the Company as at the date of this announcement

“Five Airports (including Qingdao and Rizhao) Project”	the construction of the facial recognition & ID authentication system of five airports, being Qingdao Airport* (青島機場), Rizhao Airport* (日照機場), Lvliang Airport* (呂梁機場), Zhalantun Airport* (紮蘭屯機場) and Changbaishan Airport* (長白山機場), which includes but not limited to, the procurement, installation, testing and implementation of certain systems thereof
“Group”	the Company and its subsidiaries
“Hailar Airport Project”	the construction of the departure system and the security inspection information system of the Hailar Airport* (海拉爾機場), which includes but not limited to, the procurement, installation, testing and implementation of certain systems thereof
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong Special Administrative Region
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Mianyang Nanjiao Airport Project”	the construction of airport operation and management system of Mianyang Nanjiao Airport* (綿陽南郊機場), which includes but not limited to, the design, development and implementation of certain systems thereof
“Percentage Ratio(s)”	the percentage ratio(s) described under Rule 14.07 of the Listing Rules
“PRC”	the People’s Republic of China and, for the purpose of this announcement, excludes the Hong Kong Special Administrative Region, the Macau Special Administrative Region and Taiwan
“Qingdao Cares”	Civil Aviation Cares of Qingdao Limited* (青島民航凱亞系統集成有限公司)
“Qingdao Cares Dalian Airport Subcontract Agreement”	the subcontract agreement dated 12 June 2018 between the Company and Qingdao Cares pursuant to which the Company has agreed to subcontract to Qingdao Cares the construction of the new generation airport operation and management system for the Dalian Airport Project

“Qingdao Cares Five Airports (including Qingdao and Rizhao) Subcontract Agreement”	the subcontract agreement dated 30 July 2018 between the Company and Qingdao Cares pursuant to which the Company has agreed to subcontract to Qingdao Cares the construction of the facial recognition & ID authentication system for the Five Airports (including Qingdao and Rizhao) Project
“Qingdao Cares Hailar Airport Subcontract Agreement”	the subcontract agreement dated 15 November 2018 between the Company and Qingdao Cares pursuant to which Qingdao Cares has agreed to subcontract to the Company the construction of the departure system and the security inspection information system for the Hailar Airport Project
“Qingdao Cares Mianyang Nanjiao Airport Subcontract Agreement”	the subcontract agreement dated 31 July 2018 between the Company and Qingdao Cares pursuant to which the Company has agreed to subcontract to Qingdao Cares the construction of the airport operation and management system for the Mianyang Nanjiao Airport Project
“Qingdao Cares Subcontract Agreements”	collectively, Qingdao Cares Dalian Airport Subcontract Agreement, Qingdao Cares Five Airports (including Qingdao and Rizhao) Subcontract Agreement, Qingdao Cares Mianyang Nanjiao Airport Subcontract Agreement and Qingdao Cares Hailar Airport Subcontract Agreement
“%”	per cent

* *for identification purposes only*

For the purpose of this announcement, unless otherwise indicated, the exchange rate at RMB1 = HK\$1.13 has been used, where applicable, for the purpose of illustration only and not constitute a representation that any amount have been, could have been or may be exchanged.

By the order of the Board
TravelSky Technology Limited
Cui Zhixiong
Chairman

Beijing, PRC
15 November 2018

As at the date of this announcement, the Board comprises:

Executive Directors: Mr. Cui Zhixiong (Chairman) and Mr. Xiao Yinhong;

Non-executive Directors: Mr. Cao Jianxiong, Mr. Tang Bing and Mr. Han Wensheng;

Independent non-executive Directors: Mr. Cao Shiqing, Dr. Ngai Wai Fung and Mr. Liu Xiangqun.