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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: 696)

CONNECTED TRANSACTION SUBCONTRACT AGREEMENTS WITH DONGBEI CARES

On 18 September 2013, the Company entered into the Dandong Airport Subcontract Agreement and the Yanji Airport Subcontract Agreement with Dongbei Cares, respectively, to subcontract to Dongbei Cares the relevant system construction for the Dandong Airport Project and the Yanji Airport Project.

Dongbei Cares is a connected person of the Company pursuant to Rule 14A.11(4) of the Listing Rules. Since the highest applicable Percentage Ratio is more than 0.1% but less than 5%, the transactions contemplated under the Dandong Airport Subcontract Agreement and the Yanji Airport Subcontract Agreement constitute connected transactions of the Company and are subject to the reporting and announcement requirements but exempt from the independent shareholders' approval requirement of Chapter 14A of the Listing Rules.

DANDONG AIRPORT SUBCONTRACT AGREEMENT

On 18 September 2013, the Company entered into the Dandong Airport Subcontract Agreement with Dongbei Cares, pursuant to which the Company will subcontract to Dongbei Cares the overall construction of the departure system and security inspection information system for the Dandong Airport Project, which includes, but not limited to the procurement, installation and testing of the required third party hardware and software and the overall system implementation and the one-year quality warranty for the departure system and security inspection information system. Further details of the Dandong Airport Subcontract Agreement are set out below:

Date: 18 September 2013

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

System completion date: 1 November 2013

Scope of work: The Company will subcontract to Dongbei Cares the overall construction of the departure system and security inspection information system for the Dandong Airport Project, which includes, but not limited to the procurement, installation and testing of the required third party hardware and software and the overall system implementation and the one-year quality warranty for the departure system and security inspection information system.

Consideration: An aggregate of RMB2,371,014 (equivalent to approximately HK\$2,940,057.36)

The consideration shall be paid by the Company to Dongbei Cares in cash by installments as follows:

- RMB1,274,709.80 (equivalent to approximately HK\$1,580,640.15), will be payable within 20 working days after the signing of the Dandong Airport Subcontract Agreement and the Company receiving the corresponding payment from Dandong Airport and the relevant invoice from Dongbei Cares;
- RMB639,202.80 (equivalent to approximately HK\$792,611.47), will be payable within 20 working days after the acceptance of all the required third party hardware and software by Dandong Airport and the Company receiving the corresponding payment from Dandong Airport and the relevant invoice from Dongbei Cares;
- RMB457,101.40 (equivalent to approximately HK\$566,805.74), will be payable within 20 working days after the examination to the satisfaction of the Company and the Company receiving the corresponding payment from Dandong Airport and the relevant invoice from Dongbei Cares.

The above consideration has been determined and agreed between the parties on an arm's length basis by reference to the market conditions and the price of the general contract project undertaken by the Company for the Dandong Airport Project.

YANJI AIRPORT SUBCONTRACT AGREEMENT

On 18 September 2013, the Company entered into the Yanji Airport Subcontract Agreement with Dongbei Cares, pursuant to which the Company will subcontract to Dongbei Cares the overall construction of the security inspection information system for the Yanji Airport Project, which includes, but not limited to the procurement, installation and testing of the required third party hardware and software and the overall system implementation and the one-year quality warranty for the security inspection information system. Further details of the Yanji Airport Subcontract Agreement are set out below:

Date:	18 September 2013
Parties:	(1) the Company (as contractor); and (2) Dongbei Cares (as subcontractor)
System completion date:	30 September 2013
Scope of work:	The Company will subcontract to Dongbei Cares the overall construction of the security inspection information system for the Yanji Airport Project, which includes, but not limited to the procurement, installation and testing of the required third party hardware and software and the overall system implementation and the one-year quality warranty for the security inspection information system.
Consideration:	<p>An aggregate of RMB1,137,665 (equivalent to approximately HK\$1,410,704.6)</p> <p>The consideration shall be paid by the Company to Dongbei Cares in cash by installments as follows:</p> <ul style="list-style-type: none">• RMB 382,670.5 (equivalent to approximately HK\$474,511.42), will be payable within 20 working days after the signing of the Yanji Airport Subcontract Agreement and the Company receiving the corresponding payment from Yanji Airport and the relevant invoice from Dongbei Cares;• RMB 571,455.5 (equivalent to approximately HK\$708,604.82), will be payable within 20 working days after the acceptance of all the required third party hardware and software by Yanji Airport and the Company receiving the corresponding payment from Yanji Airport and the relevant invoice from Dongbei Cares;

- RMB183,539 (equivalent to approximately HK\$227,588.36), will be payable within 20 working days after the examination to the satisfaction of the Company and the Company receiving the corresponding payment from Yanji Airport and the relevant invoice from Dongbei Cares.

The above consideration has been determined and agreed between the parties on an arm's length basis by reference to the market conditions and the price of the general contract project undertaken by the Company for the Yanji Airport Project.

REASONS FOR AND BENEFITS OF THE CONNECTED TRANSACTIONS

The Company has undertaken the Dandong Airport Project and the Yanji Airport Project as a general contractor. Dongbei Cares is principally engaged in the provision of computer software and hardware development and data network services and is geographically located in Northeast China. Dongbei Cares has the necessary qualification, capability and technological skills required to carry out the relevant work as specified under the Dandong Airport Subcontract Agreement and the Yanji Airport Subcontract Agreement. In addition, it is also located in the same region as Dandong Airport and Yanji Airport, and is therefore able to provide more cost-efficient services to the two airports. The Board is of the view that it will be for the benefit of the Company to subcontract the relevant work as specified under the Dandong Airport Subcontract Agreement and the Yanji Airport Subcontract Agreement to Dongbei Cares.

The Directors (including the independent non-executive Directors) are of the view that the transactions under the Dandong Airport Subcontract Agreement and the Yanji Airport Subcontract Agreement 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.

IMPLICATIONS UNDER THE LISTING RULES

Dongbei Cares is owned as to 46% by the Company, 42% by Southern Holding, and 12% by 遼寧省機場管理集團公司 (Liaoning Airport Management Group Company*). As an associate of Southern Holding, a substantial shareholder of the Company, Dongbei Cares is a connected person of the Company under Rule 14A.11(4) of the Listing Rules.

Since the highest applicable Percentage Ratio is more than 0.1% but less than 5%, the transactions contemplated under the Dandong Airport Subcontract Agreement and the Yanji Airport Subcontract Agreement constitute connected transactions of the Company and are subject to the reporting and announcement requirements but exempt from the independent shareholders' approval requirement of Chapter 14A of the Listing Rules.

Mr. Wang Quanhua has abstained from voting on the Dandong Airport Subcontract Agreement and the Yanji Airport Subcontract Agreement as he is a director of Southern Airlines and the vice president of Southern Holding. Except for the above, none of the Directors has a material interest in the transactions contemplated under the Dandong Airport Subcontract Agreement and the Yanji Airport Subcontract Agreement and none of them has abstained from voting on the relevant board resolutions.

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 provision of accounting, settlement and clearing services and information system development and support services to domestic and worldwide airline companies.

Information on Dongbei Cares

Dongbei Cares is principally engaged in provision of computer software and hardware development and data network services and is located in Shenyang, Liaoning Province of the PRC.

DEFINITIONS

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

“associate(s)”	have the same meaning ascribed to it under the Listing Rules
“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 depositary shares are traded on the over-the-counter market in the United States of America
“connected person”	has the same meaning as ascribed to it under the Listing Rules
“Dandong Airport”	丹東浪頭國際機場 (Dandong Langtou International Airport*)
“Dandong Airport Project”	a general contract project undertaken by the Company with respect to the construction project of the departure system and security inspection information system for Dandong Airport
“Dandong Airport Subcontract Agreement”	the subcontract agreement dated 18 September 2013 between the Company and Dongbei Cares pursuant to which the Company will subcontract Dongbei Cares the overall construction of the departure system and security inspection information system for the Dandong Airport Project

“Directors”	the directors of the Company
“Dongbei Cares”	瀋陽民航東北凱亞有限公司 (Shenyang Civil Aviation Cares of Northeast China, Ltd.*)
“Group”	the Company and its subsidiaries
“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
“Percentage Ratio”	the percentage ratio 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 and the Macau Special Administrative Region
“RMB”	Renminbi, the lawful currency of the PRC
“Shareholder(s)”	the shareholders of the Company
“Southern Airlines”	中國南方航空股份有限公司 (China Southern Airlines Company Limited*), a subsidiary of Southern Holding as at the date of this announcement
“Southern Holding”	中國南方航空集團公司 (China Southern Air Holding Company*) which has a shareholding of 11.94% in the Company and is a substantial shareholder of the Company as at the date of this announcement
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Yanji Airport”	延吉朝陽川國際機場(Yanji Chaoyangchuan International Airport*)
“Yanji Airport Project”	a general contract project undertaken by the Company with respect to the construction project of the security inspection information system for Yanji Airport

“Yanji Airport
Subcontract
Agreement”

the subcontract agreement dated 18 September 2013 between the Company and Dongbei Cares pursuant to which the Company will subcontract Dongbei Cares the overall construction of the security inspection information system for the Yanji Airport Project

“%”

per cent

* *for identification purposes only*

For the purpose of this announcement, unless otherwise indicated, the exchange rate at RMB1=HK\$1.24 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
Xu Qiang
Chairman

Beijing, PRC
18 September 2013

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

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

Non-executive Directors: Mr. Wang Quanhua, Mr. Sun Yude and Mr. Cai, Kevin Yang;

Independent non-executive Directors: Mr. Cheung Yuk Ming, Mr. Pan Chongyi and Mr. Zhang Hainan.