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.



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

(Stock Code: 00696)

CONNECTED TRANSACTION: QINGDAO CARES SUBCONTRACT AGREEMENT

On 8 May 2017, the Company entered into the Qingdao Cares Subcontract Agreement with Qingdao Cares, pursuant to which the Company has agreed to subcontract to Qingdao Cares the construction of the flight information display and broadcast integrated VIP system for the Maotai Airport Project, which includes but not limited to, the procurement, installation and testing of the required software and the system implementation as well as the two-year quality warranty for the flight information display and broadcast integrated VIP 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 transaction contemplated under the Qingdao Cares Subcontract Agreement constitutes a connected transaction of the Company.

Since the highest applicable Percentage Ratio calculated with reference to the consideration under the Qingdao Cares Subcontract Agreement is more than 0.1% but less than 5%, the transaction contemplated under the Qingdao Cares Subcontract Agreement is subject to the announcement requirement but exempt from the independent Shareholders' approval requirement of Chapter 14A of the Listing Rules.

1. OINGDAO CARES SUBCONTRACT AGREEMENT

On 8 May 2017, the Company entered into the Qingdao Cares Subcontract Agreement with Qingdao Cares, pursuant to which the Company has agreed to subcontract to Qingdao Cares the construction of the flight information display and broadcast integrated VIP system for the Maotai Airport Project, which includes but not limited to, the procurement, installation and testing of the required software and the system implementation as well as the two-year quality warranty for the flight information display and broadcast integrated VIP system.

Further details of the Qingdao Cares Subcontract Agreement are set out below:

Date: 8 May 2017

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 flight information display and broadcast integrated VIP system for the Maotai Airport Project, which includes but not limited to, the procurement, installation and testing of the required software and the system implementation as well as the two-year quality warranty for the flight information display and broadcast

integrated VIP system.

Consideration: RMB1,300,000.00 (equivalent to approximately HK\$1,456,000.00)

> The consideration shall be paid by the Company to Qingdao Cares in four instalments according to the project progress as scheduled

in the Qingdao Cares 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 the provision of services under the Qingdao Cares 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.

2. REASONS FOR AND BENEFITS OF THE CONNECTED TRANSACTION

The Company has undertaken the Maotai Airport Project as a general contractor. Qingdao Cares is principally engaged in the provision of computer software and hardware development and data network services. Qingdao Cares has the necessary qualification, capability and technological skill required to carry out the relevant work as specified under the Qingdao Cares Subcontract Agreement. The Board is of the view that it will be for the benefit of the Company to subcontract to Qingdao Cares the relevant work as specified under the aforementioned agreement.

The Directors (including the independent non-executive Directors) are of the view that the transaction under the Qingdao Cares 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 transaction 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 transaction contemplated under the Qingdao Cares Subcontract Agreement constitutes a connected transaction of the Company.

Since the highest applicable Percentage Ratio calculated with reference to the consideration under the Qingdao Cares Subcontract Agreement is more than 0.1% but less than 5%, the transaction contemplated under the Qingdao Cares Subcontract Agreement is 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, has abstained from voting on the resolution in relation to the Qingdao Cares Subcontract Agreement 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 transaction contemplated under the Qingdao Cares Subcontract Agreement, 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:

1	
"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(s)"	has the same meaning as ascribed to it under the Listing Rules
"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 Limited* (中國東方航空集團公司), a substantial Shareholder of the Company as at the date of this announcement
"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

"Maotai Airport Project" the construction of the flight information display and

> broadcast integrated VIP system of the Maotai Airport* (茅台機場), which includes but not limited to, the procurement, installation, testing 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)

Agreement"

"Qingdao Cares Subcontract the subcontract agreement dated 8 May 2017 between the Company and Qingdao Cares pursuant to which the Company has agreed to subcontract to Qingdao Cares the construction of the flight information display and broadcast integrated VIP system for the Maotai Airport

Project

"RMB" Renminbi, the lawful currency of the PRC

"Shareholder(s)" the shareholder(s) of the Company

"Stock Exchange" The Stock Exchange of Hong Kong Limited

"subsidiary(ies)" has the same meaning as ascribed to it under the Listing

Rules

"%" per cent

For the purpose of this announcement, unless otherwise indicated, the exchange rate at RMB1 = HK\$1.12 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 8 May 2017

^{*} for identification purposes only

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. Li Yangmin and Mr. Yuan Xin'an;

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

Directors: