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AsiaInfo Technologies Limited

亞信科技控股有限公司

(Incorporated in the British Virgin Islands with limited liability)

(Stock Code: 1675)

COMPLETION OF TRANSFER OF SHARES BY SUBSTANTIAL SHAREHOLDER, CHANGE IN DIRECTORS AND COMPOSITION OF THE BOARD COMMITTEES

References are made to the announcements of the Company dated 16 January 2024 and 6 September 2024 in relation to the transfer of the Sale Shares by the substantial shareholder of the Company pursuant to the Share Purchase Agreement and the Voting Rights Entrustment Agreement (the “**Announcements**”), and the announcement of the Company dated 14 October 2024 and the circular of the Company dated 15 October 2024 in relation to the proposed change of directors and composition of board committees (the “**Board Change Documents**”). Unless the context otherwise requires, capitalised terms used herein have the same meanings as those defined in the Announcements and the Board Change Documents.

COMPLETION OF THE PROPOSED TRANSACTION

The Board has been informed by the Purchaser that, on 8 November 2024, all conditions precedent for completion under the Share Purchase Agreement (as supplemented) have been satisfied, including, but not limited to, the completion of the Seller Secondary Sale having taken place, and the completion of the CBC Secondary Sale and, if applicable, the CBC Distribution having taken place. In addition, the Purchaser has fulfilled its undertaking to procure Mr. DING to dispose of all of the Shares directly and indirectly held by Mr. DING to independent third parties.

Completion took place on 8 November 2024. Upon Completion and taking into account the Voting Rights Entrustment Agreement, the Purchaser Group holds, and is entitled to exercise the voting rights with respect to, an aggregate of 279,854,851 Shares, representing approximately 29.921% of the issued share capital of the Company as of the date of this announcement.

The Board believes that the Purchaser Group, as a strategic shareholder, has further optimised the shareholding structure of the Company and will maintain the long-term stability of the Company's governance structure, strategic planning and execution. At the same time, it will be conducive to both parties to capitalise on their respective strengths and deepen the strategic synergies in "Cloud Network Security" in the future, becoming a company that "understands the network, understands the cloud, and understands security", which will be conducive to the enhancement of the overall value of the Group.

CHANGE IN DIRECTORS

As disclosed in the Board Change Documents, the following changes in Directors have taken place immediately upon Completion:

Resignations

- (1) Mr. XIN Yuesheng ("**Mr. XIN**") resigned as an executive Director;
- (2) Mr. CHENG Xike ("**Mr. CHENG**") resigned as a non-executive Director;
- (3) Dr. GAO Jack Qunyao ("**Dr. GAO**") resigned as an independent non-executive Director;

Appointments

- (4) Mr. KWOK Bernard Chuen Wah ("**Mr. KWOK**") has been appointed as an executive Director;
- (5) Mr. HE Zheng ("**Mr. HE**") has been appointed as a non-executive Director;
- (6) Mr. JIANG Jian ("**Mr. JIANG**") has been appointed as a non-executive Director; and
- (7) Dr. WANG Lei ("**Dr. WANG**") has been appointed as an independent non-executive Director.

The resignation of the above resigning Directors was in connection with the Completion. Each of the resigning Directors has confirmed that he has no disagreement with the Board and there is no matter in relation to his resignation that needs to be brought to the attention of the Shareholders and the Stock Exchange.

The term of office of the above new Directors shall commence from the date of Completion (i.e., the date of this announcement). For the biographical information of the above new Directors required to be disclosed under Rule 13.51(2) of the Listing Rules, please refer to the Board Change Documents. Saved as disclosed above, as at the date of this announcement, there has been no change to such information as disclosed in the Board Change Documents.

For the confirmation of independence of Dr. WANG required to be disclosed under Rule 13.51(2) of the Listing Rules, please refer to the Board Change Documents. Save as disclosed above, as at the date of this announcement, there has been no change to such information as disclosed in the Board Change Documents.

Save as disclosed above, there is no other information that is required to be disclosed pursuant to any of the requirements under Rule 13.51(2) of the Listing Rules nor are there any other matters that need to be brought to the attention of the Shareholders relating to the appointments of the above new Directors.

Following the effective changes to the Board as detailed above, the composition of the various Board committees has also been changed as follows:

Board Committees Directors	Audit Committee	Remuneration Committee	Nomination Committee	Strategy and Investment Committee
Executive Directors				
Dr. Tian Suning (<i>Chairman</i>)			C	M
Mr. Gao Nianshu (<i>Chief Executive Officer</i>)			M	M
Mr. Kwok Bernard Chuen Wah				M
Non-executive Directors				
Mr. Ding Jian				
Mr. He Zheng		M		C
Mr. Jiang Jian				
Mr. Yang Lin				M
Ms. Liu Hong			M	M
Independent non-executive Directors				
Dr. Zhang Ya-Qin		C	M	
Mr. Ge Ming	C	M	M	
Ms. Tao Ping	M		M	
Dr. Wang Lei	M		M	

The Board would like to take this opportunity to thank Mr. XIN, Mr. CHENG and Dr. GAO for their invaluable contribution to the Company during the tenure of their service and express its warmest welcome to Mr. KWOK, Mr. HE, Mr. JIANG and Dr. WANG for joining the Company.

By Order of the Board
AsiaInfo Technologies Limited
Dr. TIAN Suning
Chairman and Executive Director

Beijing, 8 November 2024

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

Executive Directors: Dr. TIAN Suning, Mr. GAO Nianshu and Mr. KWOK Bernard Chuen Wah

Non-executive Directors: Mr. DING Jian, Mr. HE Zheng, Mr. JIANG Jian, Mr. YANG Lin and Ms. LIU Hong

Independent non-executive Directors: Dr. ZHANG Ya-Qin, Mr. GE Ming, Ms. TAO Ping and Dr. WANG Lei