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北京北大青鳥環宇科技股份有限公司
BEIJING BEIDA JADE BIRD UNIVERSAL SCI-TECH COMPANY LIMITED
(a joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 08095)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the special general meeting (the “**SGM**”) of Beijing Beida Jade Bird Universal Sci-Tech Company Limited (the “**Company**”) will be held at Room 312, Block A, 3rd Floor, Beida Jade Bird Building, No. 207 Chengfu Road, Haidian District, Beijing 100871, the People’s Republic of China (the “**PRC**”), on Monday, 15 April 2013 at 10:30 a.m. for the purpose of considering and, if thought fit, passing with or without modifications, the following ordinary resolutions:

1. “**THAT:**

- (a) the spin-off of 北大青鳥環宇消防設備股份有限公司 (Beida Jade Bird Universal Fire Alarm Device Company Limited[#]) (“**Jade Bird Fire Alarm**”), a 51.02% non-wholly owned subsidiary of the Company, and a separate listing of the electronic fire alarm and interactive control system business owned and operated by Jade Bird Fire Alarm on The Small and Medium Enterprises Board of The Shenzhen Stock Exchange (“**SME Board of the Shenzhen Stock Exchange**”) as more particularly described in the circular of the Company dated 27 February 2013 (the “**Circular**”) contained in the document marked “A” and despatched to the shareholders of the Company of which the notice convening this meeting forms part and produced to the meeting and for the purpose of identification signed by the chairman of the meeting thereof (the “**Proposed Spin-off**”), be and is hereby approved; and

(b) the directors of the Company be and is hereby authorised on behalf of the Company to do all such acts and sign all such documents and to enter into all such transactions and arrangements as may be necessary or expedient in order to give effect to the Proposed Spin-off.”

2. “**THAT** any entitlement or right of the shareholders of the Company to assured entitlements to the shares to be issued by Jade Bird Fire Alarm if the proposed listing of the securities of Jade Bird Fire Alarm on the SME Board of the Shenzhen Stock Exchange proceeds as stated in the Circular be and is hereby waived.”

English translation of a Chinese company or entity name and is provided for identification purpose only

By Order of the Board of Directors of
Beijing Beida Jade Bird Universal Sci-Tech Company Limited
Xu Zhendong
Chairman

Beijing, the PRC
27 February 2013

Notes:

- (A) The registers of shareholders of the Company will be closed from Monday, 18 March 2013 to Monday, 15 April 2013 (both days inclusive) during which period no transfer of shares of the Company (the “Shares”) will be registered. Any holder of the H Shares and whose name appearing in the Company’s register of holders of H Shares with Hong Kong Registrars Limited at 4:30 p.m. on Friday, 15 March 2013 and have completed the registration process will be entitled to attend the SGM.
- (B) Holders of H Shares who intend to attend the SGM must complete the reply slip for attending the SGM and return them to the Company’s H share registrar in Hong Kong, Hong Kong Registrars Limited, not later than 20 days before the date of the SGM, i.e. no later than 4:30 p.m. on Tuesday, 26 March 2013.

The address of Hong Kong Registrars Limited is as follows:

Rooms 1806-7, 18th Floor, Hopewell Centre, 183 Queens Road East, Hong Kong (Fax no: 852-2865-0990)

- (C) Holders of promoter Shares who intend to attend the SGM must complete the reply slips for attending the SGM and return them to the principal place of business of the Company in Beijing not later than 20 days before the date of the SGM, i.e. no later than 4:30 p.m. on Tuesday, 26 March 2013.

The principal place of business of the Company in Beijing is as follows:

3rd Floor, Beida Jade Bird Building, No. 207 Chengfu Road, Haidian District, Beijing 100871, the PRC (Fax no: 86-10-6275-8434)

- (D) Each holder of H Shares entitled to attend and vote at the SGM shall have the right to appoint one or several persons (who may not be shareholders of the Company (the “**Shareholders**”)) to act as his/her proxy, to act as his/her proxy to attend and vote at the SGM on his/her behalf.
- (E) The instrument appointing a proxy must be in writing under the hand of the principal or his/her attorney duly authorised in writing ; for a legal person, the form of proxy must be affixed with the common seal or signed by its director or attorney duly authorized in writing. If that instrument is signed by a person authorized by the principal, the power of attorney or other authorization documents authorized to be signed shall be notarized.
- (F) The instrument of proxy, and if the instrument of proxy is signed by a person authorized by the principal, a notarized copy of that power of attorney or other authorization documents, must be deposited at the Company’s H share registrar in Hong Kong, Hong Kong Registrars Limited, the address of which is set out in Note (B) above, not less than 24 hours before the time for holding the SGM or any adjournment thereof in order for such documents to be valid.
- (G) Each holder of promoter Shares entitled to attend and vote at the SGM shall have the right to appoint in writing one or several persons (who may not be Shareholders) to act as his/her proxy to attend and vote at the SGM on his/her behalf. Notes (E) and (F) above also apply to holders of promoter Shares, except that the instrument of proxy or other documents of authority must be deposited at the principal place of business of the Company in Beijing, the address of which is set out in Note (C) above, not less than 24 hours before the time for holding the SGM or any adjournment thereof in order for such documents to be valid.
- (H) If a Shareholder appoints other to attend the SGM, the proxy shall produce his/her own identification documents and the instrument of proxy signed by the proxy or his/her legal representative, and specifying the date of its issuance. If a legal person Shareholder appoints a proxy to attend the SGM, such proxy should produce his/her identification documents and a notarized copy of the resolution of the board of directors of the legal person appointing such proxy.
- (I) The SGM is expected to last for one hour. Shareholders attending the SGM are responsible for their own transportation and accommodation expenses.

*As at the date hereof, Mr. Xu Zhendong, Mr. Xu Zhixiang and Mr. Zhang Wanzhong are executive directors of the Company (“**Directors**”), Mr. Cai Weimin, Mr. Chen Zongbing and Ms. Zheng Zhong are non-executive Directors and Mr. Cai Chuanbing, Mr. Li Juncai, Mr. Shao Jiulin and Mr. Lin Yan are independent non-executive Directors.*

*This notice, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market (“**GEM**”) of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this notice is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this notice misleading.*

This notice will remain on the GEM website at “www.hkgem.com” on the “Latest Company Announcements” page for at least 7 days from the date of its posting and on the website of the Company at “www.jbu.com.cn”.