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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)

DISCLOSEABLE TRANSACTION IN RELATION TO ENTRUSTED LOAN ARRANGEMENT

The Board wishes to announce that on 9 May 2013, Jade Bird Fire Alarm, a direct non-wholly owned subsidiary of the Company, entered into the Entrusted Loan Agreement with the Borrower and the Lending Agent, pursuant to which, Jade Bird Fire Alarm provided the Entrusted Loan, in the principal amount of RMB29,500,000, to the Borrower through the Lending Agent.

As one or more of the applicable percentage ratios (as defined under the GEM Listing Rules) in respect of the provision of the Entrusted Loan exceed 5% but all those applicable percentage ratios are less than 25%, the provision of the Entrusted Loan constitutes a discloseable transaction of the Company under Chapter 19 of the GEM Listing Rule.

The Board wishes to announce that on 9 May 2013, Jade Bird Fire Alarm, a direct non-wholly owned subsidiary of the Company, entered into the Entrusted Loan Agreement with the Borrower and the Lending Agent, pursuant to which, Jade Bird Fire Alarm provided the Entrusted Loan, in the principal amount of RMB29,500,000, to the Borrower through the Lending Agent. The principal terms of the Entrusted Loan Agreement are set out as below:

ENTRUSTED LOAN AGREEMENT

Date

9 May 2013

Parties

Lender: Jade Bird Fire Alarm

Borrower: 映瑞光電科技(上海)有限公司 (Enraytek Optoelectronics Technology (Shanghai) Co., Ltd.)

Lending Agent: 中國農業銀行股份有限公司上海南匯支行 (Shanghai Nanhui Branch of Agricultural Bank of China[#])

The Borrower is a company established in the PRC with limited liability and is principally engaged in design, research, development and manufacture of light-emitting diode and related products. As at the date of this announcement, the registered capital of the Borrower is owned as to 18% by the Company, 16% by a jointly controlled entity of the Group (whereas the Group has 50% equity interests) and the remaining 66% by other shareholders which are third parties independent of the Company and connected persons of the Company. The Company's 18% equity interests in the Borrower is classified as an available-for-sale financial asset of the Company.

The Lending Agent is a financial organisation registered with and authorised by the China Banking Regulatory Committee to conduct trust business in the PRC. The Lending Agent is principally engaged in a range of banking services and related financial services.

Saved as disclosed above, to the best of the Directors' knowledge, information and belief and having made all reasonable enquiries, the Borrower, the Lending Agent and their respective associates are third parties independent of the Company and connected persons of the Company.

Entrusted Loan arrangement

Pursuant to the Entrusted Loan Agreement, Jade Bird Fire Alarm instructed the Lending Agent to, inter alia, release the Entrusted Loan in principal amount of RMB29,500,000, which will be funded by Jade Bird Fire Alarm, to the Borrower.

Interest

The interest rate for the Entrusted Loan is 12% per annum and is payable by the Borrower upon the expiry of the term of the Entrusted Loan.

Term

The Entrusted Loan is for a term of six months from 9 May 2013. Should there be early repayment of the Entrusted Loan before the expiry of the term, interest would be calculated according to the actual term of borrowing.

The principal amount of the Entrusted Loan together with the interests accrued thereon will be repaid to Jade Bird Fire Alarm in one lump sum upon the expiry of the term of the Entrusted Loan.

Handling charges

The Lending Agent will receive 0.15% of the principal amount of the Entrusted Loan as handling charges which are borne by Jade Bird Fire Alarm.

Security

In order to secure the due performance of the Borrower of its obligations under the Entrusted Loan Agreement, the Borrower has also executed on 9 May 2013 a pledge contract whereby certain equipment, receivables and prepayments of the Borrower in aggregated book value of approximately RMB29.8 million were pledged to Jade Bird Fire Alarm as security.

INFORMATION ON THE COMPANY AND JADE BIRD FIRE ALARM

The Company, through its subsidiaries, is principally engaged in the research, development, manufacture, marketing and sale of wireless fire alarm systems and related products, development of travel and leisure business and investing holding.

Jade Bird Fire Alarm is principally engaged in technology research, development, manufacture and sale of fire alarm system products.

REASONS FOR, AND BENEFITS OF, THE ENTRUSTED LOAN ARRANGEMENT

The terms of the Entrusted Loan Agreement including the interest rate charged on the Borrower, have been agreed after arm's length negotiations between the parties having taken into account the prevailing market interest rates and practices.

The purpose of entering into the Entrusted Loan Agreement is to achieve a better use of the financial resources of the Group which do not have immediate use, by earning a higher interest return (as compared to the deposit interest rates offered by commercial banks in the PRC) through the entrusted loan structure.

In view of the above, the Directors are of the view that the terms of the Entrusted Loan Agreement are on normal commercial terms and fair and reasonable and in the interests of the Shareholders as a whole.

IMPLICATION UNDER THE GEM LISTING RULES

As one or more of the applicable percentage ratios (as defined under the GEM Listing Rules) in respect of the provision of the Entrusted Loan exceed 5% but all those applicable percentage ratios are less than 25%, the provision of the Entrusted Loan constitutes a discloseable transaction of the Company under Chapter 19 of the GEM Listing Rule.

Under rule 17.15 of the GEM Listing Rules, a general disclosure obligation arises where the relevant advance to an entity by the Company and its subsidiaries exceed 8% of the Company's latest published consolidated total assets. As the amount involved under the Entrusted Loan Agreement did not exceed 8% of the Company's latest published consolidated total assets, the Company was not required to make any disclosure under Chapter 17 of the GEM Listing Rules.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions shall have the following respective meaning:

“Board”	the board of Directors
“Borrower”	映瑞光電科技(上海)有限公司 (Enraytek Optoelectronics Technology (Shanghai) Co., Ltd.), a company established in the PRC with limited liability
“Company”	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 PRC with limited liability with its H Shares listed on GEM
“Directors”	the directors of the Company

“Entrusted Loan”	the loan in amount of RMB29,500,000 to be made pursuant to the Entrusted Loan Agreement
“Entrusted Loan Agreement”	the entrusted loan agreement dated 9 May 2013 entered into between Jade Bird Fire Alarm, the Borrower and the Lending Agent in relation to the provision of the Entrusted Loan to the Borrower
“GEM”	the Growth Enterprise Market of the Stock Exchange
“GEM Listing Rules”	the Rules Governing the Listing of Securities on GEM
“Group”	the Company and its subsidiaries
“H Share(s)”	overseas-listed foreign invested shares in the ordinary share capital of the Company, with a nominal value of RMB0.1 and subscribed for and traded in Hong Kong dollars
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Jade Bird Fire Alarm”	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 [#]), a 51.08% non wholly-owned subsidiary of the Company incorporated in the PRC with limited liability
“Lending Agent”	中國農業銀行股份有限公司上海南匯支行 (Shanghai Nanhui Branch of Agricultural Bank of China [#]), a PRC commercial bank
“PRC”	the People’s Republic of China, for the purpose of this announcement, excludes Hong Kong, the Macao Special Administrative Region and Taiwan
“RMB”	renminbi, the lawful currency of the PRC
“Shareholders”	the shareholders of the Company

“Stock Exchange”

The Stock Exchange of Hong Kong Limited

“%”

per cent.

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

Beijing, the PRC,

9 May 2013

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

As at the date of this announcement, Mr. Xu Zhendong, Mr. Xu Zhixiang and Mr. Zhang Wanzhong are executive Directors, 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 announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules 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 announcement 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 announcement misleading.

This announcement 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”.