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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)**

**CHANGE OF DIRECTORS AND SUPERVISORS  
AND  
CHANGE OF CHAIRMAN OF THE BOARD,  
CHAIRMAN OF THE SUPERVISORY COMMITTEE,  
COMPLIANCE OFFICER AND BOARD COMMITTEES**

**CHANGE OF DIRECTORS AND SUPERVISORS**

Following the close of the AGM held on 30 June 2015, the Board announces that with effect from 30 June 2015, (i) Mr. Cai Chuanbing retired as the independent non-executive Director and ceased to be the member of the Audit Committee; and (ii) Mr. Chen Shuxin retired as the Supervisor and ceased to be the chairman of the Supervisory Committee, as Mr. Cai Chuangbing and Mr. Chen Shuxin have not offered themselves for re-election upon expiry of their respective terms of office.

Following the passing of the resolutions at the AGM held on 30 June 2015, the Board is pleased to announce that with effect from 30 June 2015, (i) Ms. Zheng Zhong has been re-designated from the non-executive Director to the executive Director; (ii) Mr. Ip Wing Wai has been appointed as the executive Director; (iii) each of Mr. Ni Jinlei, Ms. Xue Li and Mr. Zhao Xuedong has been appointed as non-executive Director; (iv) Mr. Li Chonghua has been re-designated from the Supervisor to the independent non-executive Director; and (v) each of Mr. Ouyang Zishi and Mr. Lu Qingfeng has been appointed as the Supervisor.

## **CHANGE OF CHAIRMAN OF THE BOARD, CHAIRMAN OF THE SUPERVISORY COMMITTEE, COMPLIANCE OFFICER AND BOARD COMMITTEES**

The Board also announces that, following the above-mentioned changes to the members of the Board and the Supervisory Committee, with effect from 30 June 2015, (i) Mr. Ni Jinlei has been appointed as the chairman of the Board; (ii) Mr. Fan Yimin has been appointed as the chairman of the Supervisory Committee; (iii) Mr. Ip Wing Wai has been appointed as the compliance officer of the Company; (iv) Mr. Zhang Wanzhong ceased to be the chairman of the Board and the compliance officer of the Company; and (v) the Board unanimously agreed to arrange the new composition of the members of the Board committees.

## **CHANGE OF DIRECTORS AND SUPERVISORS**

Following the close of the 2014 annual general meeting (the “**AGM**”) of Beijing Beida Jade Bird Universal Sci-Tech Company Limited (the “**Company**”) held on 30 June 2015, the board (the “**Board**”) of the directors (the “**Directors**”) of the Company announces that with effect from 30 June 2015, (i) Mr. Cai Chuanbing retired as the independent non-executive Director and ceased to be the member of the audit committee of the Company; and (ii) Mr. Chen Shuxin retired as the supervisor of the Company (the “**Supervisor**”) and ceased to be the chairman of the supervisory committee of the Company (the “**Supervisory Committee**”), as Mr. Cai Chuangbing and Mr. Chen Shuxin have not offered themselves for re-election upon expiry of their respective terms of office.

Each of Mr. Cai Chuanbing and Mr. Chen Shuxin has confirmed that he has no disagreement with the Board and that he is not aware of any matters in relation to his retirement that need to be brought to the attention of the shareholders of the Company (the “**Shareholders**”).

Following the passing of the resolutions at the AGM held on 30 June 2015, the Board is pleased to announce that, with effect from 30 June 2015, (i) Ms. Zheng Zhong has been re-designated from the non-executive Director to the executive Director; (ii) Mr. Ip Wing Wai has been appointed as the executive Director; (iii) each of Mr. Ni Jinlei, Ms. Xue Li and Mr. Zhao Xuedong has been appointed as non-executive Director; (iv) Mr. Li Chonghua has been re-designated from the Supervisor to the independent non-executive Director; and (v) each of Mr. Ouyang Zishi and Mr. Lu Qingfeng has been appointed as the Supervisor.

Profiles of newly appointed Directors and Supervisors and re-designated Directors mentioned above are set out as follows:

### Executive Directors

Ms. Zheng Zhong, aged 39, has been the non-executive Director since 21 June 2012. Ms. Zheng was graduated from the Molecular Biology Department of the School of Life Sciences at Peking University in July 1997 and subsequently obtained an MBA degree from the China Centre for Economic Research at Peking University in July 2007. Ms. Zheng worked for the Biological Engineering Centre under the Institute of Chemical Metallurgy (now Institute of Process Engineering) at Chinese Academy of Sciences, Department of Biology at Shenzhen University and Shenzhen Kexing Bioproducts Co., Ltd.. She was also an assistant to the president of SINOGEN (China) Investment Company, assistant to the head of Genetics Research Institute of the School of Life Sciences at Tsinghua University, president of Beijing Beida-Online Network Co., Ltd., vice president of Beida Culture Group, and assistant to president and the general manager overseeing major projects of Beijing Beida Jade Bird Limited (“**Beida Jade Bird**”). She is currently a director of Beijing Jade Bird Yuda Information Technology Co., Ltd. which is a wholly-owned subsidiary of the Company. She is also a director of Shenzhen Beida Jade Bird Sci-Tech Co., Ltd., a director and deputy general manager of SBI-BDJB Investment Consultant Ltd. and vice president of Beida Jade Bird. Ms. Zheng will receive annual salary and allowance of RMB400,000 as well as an annual fee of RMB220,000. Ms. Zheng will also entitle to an aggregate amount of discretionary bonus of not more than 5% of the consolidated profit after tax but before the provision of such bonus.

Mr. Ip Wing Wai, aged 36, holds a Bachelor degree in Business Administration in Accounting from the The Hong Kong University of Science and Technology. He is a member of The Hong Kong Institute of Certified Public Accountants since 2004. Mr. Ip possesses 15 years of experience in accounting, auditing and corporate field. Mr. Ip worked in an international accounting firm for auditing and Beijing Enterprises Holdings Limited (a listed company in Hong Kong) as an accounting manager. During September 2006 to August 2008, Mr. Ip served as a finance manager and company secretary in a Chinese coal investment company. He was in charge of financial reporting, corporate finance, merger and acquisition and company secretarial matters and he also coordinated the audit work and due diligence work of a transaction in selling the company’s interest in three coal mines in Shanxi to Shougang Fushan Resources Group Limited (“**Shougang Fushan**”) (a listed company in Hong Kong). He then worked with Shougang Fushan as a senior finance manager from September 2008 to March 2010. During the tenure, he was mainly responsible for the group’s financial reporting, project evaluation, regulatory compliance and investors relationship. Mr. Ip is currently the company secretary of Huili Resources (Group) Limited (a listed company in Hong Kong) and the vice president of King Stone Energy Group Limited (a listed company in Hong Kong) mainly responsible for merger and acquisition. Mr. Ip will receive an annual fee of RMB220,000 and will also entitle to an aggregate amount of discretionary bonus of not more than 5% of the consolidated profit after tax but before the provision of such bonus.

### Non-executive Directors

Mr. Ni Jinlei, aged 48, was graduated from the Peking University with a Bachelor's degree in computer software in 1987. Mr. Ni was the computer software engineer of Shenzhen Taiji Software Engineering Company, manager of computer department of the securities exchange center in Hainan, general manager of Guangzhou Nanfang Jade Bird Information System Co., Ltd., senior manager of Integrated Software and Device Corporation (USA), software architect of ABB Energy Information System (USA), chief executive officer of Beijing Beida-Online Network Co., Ltd., China regional director (Young Learners' English) of GlobalEnglish Corporation, founder and chief executive officer of Beijing Jinwenlang Information Technology Co., Ltd.. Mr. Ni is currently the chairman of Beijing Xizhi Education Technology Co., Ltd.. Mr. Ni will receive an annual fee of RMB80,000.

Ms. Xue Li, aged 57, attended post-graduation level and is a certified public accountant and a certified auditor in the PRC. Ms. Xue is a member of the Chinese Communist Party. She was the finance manager of finance department of Lenovo Group Limited, the deputy general manager (finance) of Digital China (China) Limited, the chief accountant and deputy general manager of Xinda Real Estate Co., Ltd. (an A share listed company in the PRC), and the supervisor of Xishui Strong Year Co., Ltd., Inner Mongolia (an A share listed company in the PRC). She was the executive Director during the period from 20 May 2009 to 21 June 2012. Ms. Xue is currently the vice president of Beida Jade Bird, and the acting chief executive officer, the executive vice president and the financial controller of Beijing Aptech Beida Jade Bird Information Technology Co., Ltd.. Ms. Xue will receive an annual fee of RMB80,000.

Mr. Zhao Xuedong, aged 41, was graduated from the University of Electronic Science and Technology in Chengdu with a Bachelor's degree in electrical technology. Mr. Zhao was the R&D engineer of the R&D center of Beijing Liyade Electrical Technology Co., Ltd., the manager of design department of Tongfang Company Limited (an A share listed company in the PRC), the general manager of Shanghai Bohai Information Technology Co., Ltd., the vice general manager of Shanghai Yanhua Smartech Sci-Tech Company Limited (an A share listed company in the PRC), the pre-sales technical director of Schneider Electric (China) Co., Ltd., the vice general manager of Beijing Beida Jade Bird Security System Engineering Technology Company Limited ("**Jade Bird Security System**"). Mr. Zhao is currently the general manager of Jade Bird Security System. Mr. Zhao will receive an annual fee of RMB80,000.

### Independent non-executive Director

Mr. Li Chonghua, aged 59, has been an independent Supervisor since 20 May 2009. Mr. Li is a member of the Chinese Communist Party. He is a post-graduate, qualified as economist, and holds a practicing certificate of securities practitioner. He was the deputy chief economist, the director of the integrated plan unit and the director of reformation of Beijing Chemical Second Plant. He was the board secretary and the director of securities department of Beijing Chemical Second Plant Co., Ltd..

He was seconded to listed company regulatory department of China Securities Regulatory Commission. He is a deputy supervisor of the board office of Guoyuan Securities Co., Ltd. (an A share listed company in the PRC). Mr. Li will receive an annual fee of RMB80,000.

#### Supervisors

Mr. Ouyang Zishi, aged 59, worked for Beijing Pastry Factory, the Association of Culture and Arts in Beijing, the Audiovisual Press of the Bureau of Culture in Beijing and the Beijing Television. Mr. Ouyang was the director and producer of “大路方圓”, a TV series, and the column director and producer of “京城不夜天”, a TV program. Mr. Ouyang is currently the chairman and the general manager of Beijing Evercare Shichiku Medical Beauty Clinic Company Limited. Mr. Ouyang will receive an annual fee of RMB50,000.

Mr. Lu Qingfeng, aged 35, was graduated from the Accounting Department of Tianjin College of Finance and Economics with a Bachelor’s degree in accounting in 2002, and subsequently obtained an MBA degree from the Oklahoma State University of the United States. Mr. Lu worked for the finance department of Motorola, Inc’s branch in Tianjin and was the associate director of Beijing China Equity Company Limited. Mr. Lu is currently the director of Beijing Xinzhongrui Venture Capital Co., Ltd., the director of Beijing Shengxin Runcheng Venture Capital Co., Ltd., the director of Greengery Capital Limited, the director of Enraytek Optoelectronics (Shanghai) Co., Ltd., and the managing director of Beijing Shengxin Kaiyuan Investment Management Co., Ltd.. Mr. Lu will receive an annual fee of RMB50,000.

Save as disclosed herein, each of the newly appointed Directors and Supervisors and the re-designated Directors mentioned above (i) does not hold any other positions in the Company or any of its subsidiaries; (ii) does not hold any other directorship in listed public companies in the past three years prior to the date of this announcement; (iii) has no relationship with any Directors, Supervisors, senior management of the Company, substantial Shareholders or controlling Shareholders; (iv) has no other interest in the Shares within the meaning of Part XV of The Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) as at the date of this announcement.

The Company entered into a service contract with each of newly appointed Directors and Supervisors and the re-designated Directors mentioned above for a term commencing from the close of the AGM until the conclusion date of the 2017 annual general meeting to be held by the Company in 2018. The remunerations of them are determined having regard to their duties and responsibilities in the Company.

Save as disclosed herein, there is no other information relating to the newly appointed Directors and Supervisors and re-designated Directors mentioned above that is required to be disclosed pursuant to Rules 17.50(2)(h) to (v) of the Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange (the “**GEM Listing Rules**”), and there is no other matter that needs to be brought to the attention of the Shareholders in relation to the appointment of the newly appointed Directors and Supervisors and re-designated Directors mentioned above.

**CHANGE OF CHAIRMAN OF THE BOARD, CHAIRMAN OF THE SUPERVISORY COMMITTEE, COMPLIANCE OFFICER AND COMPOSITION OF BOARD COMMITTEES**

The Board also announces that, following the above-mentioned changes to the members of the Board and the Supervisory Committee, with effect from 30 June 2015, (i) Mr. Ni Jinlei has been appointed as the chairman of the Board; (ii) Mr. Fan Yimin has been appointed as the chairman of the Supervisory Committee; (iii) Mr. Ip Wing Wai has been appointed as the compliance officer of the Company; (iv) Mr. Zhang Wanzhong ceased to be the chairman of the Board and the compliance officer of the Company; and (v) the Board unanimously agreed to arrange the new composition of the members of the Board committees as follows:

<b>Name of Director</b>	<b>Audit Committee</b>	<b>Remuneration Committee</b>	<b>Nomination Committee</b>
Mr. Zhang Wanzhong		Chairman	Member
Mr. Ni Jinlei			Chairman
Mr. Shao Jiulin	Chairman		Member
Mr. Li Juncai	Member	Member	Member
Mr. Lin Yan	Member	Member	Member
Mr. Li Chonghua	Member		

By order of the Board

**Beijing Beida Jade Bird Universal Sci-Tech Company Limited**

**Ni Jinlei**

*Chairman*

Beijing, the PRC

30 June 2015

*As at the date of this announcement, Mr. Zhang Wanzhong, Ms. Zheng Zhong and Mr. Ip Wing Wai are executive Directors, Mr. Ni Jinlei, Ms. Xue Li and Mr. Zhao Xuedong are non-executive Directors and Mr. Shao Jiulin, Mr. Li Juncai, Mr. Lin Yan and Mr. Li Chonghua 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”.*