



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)

**FIRST QUARTERLY RESULTS ANNOUNCEMENT
FOR THE THREE MONTHS ENDED 31 MARCH 2016**

**CHARACTERISTICS OF THE GROWTH ENTERPRISE MARKET (“GEM”) OF THE
STOCK EXCHANGE OF HONG KONG LIMITED (THE “STOCK EXCHANGE”)**

GEM has been positioned as a market designed to accommodate companies to which a higher investment risk may be attached than other companies listed on the Stock Exchange. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration. The greater risk profile and other characteristics of GEM mean that it is a market more suited to professional and other sophisticated investors.

Given the emerging nature of companies listed on GEM, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board of the Stock Exchange and no assurance is given that there will be a liquid market in the securities traded on GEM.

Hong Kong Exchanges and Clearing Limited and the Stock Exchange 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.

This announcement, for which the directors (the “Directors”) of Beijing Beida Jade Bird Universal Sci-Tech Company Limited (the “Company”) collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM (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 in this announcement misleading.

FIRST QUARTERLY RESULTS (UNAUDITED)

The board of the Directors (the “Board”) announced the unaudited consolidated results of the Company and its subsidiaries (the “Group”) for the three months ended 31 March 2016 together with the unaudited comparative figures for the corresponding period in 2015 as follows:

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the three months ended 31 March 2016

	Note	2016 RMB'000	2015 RMB'000
Turnover	3	195,630	147,034
Cost of sales and services		<u>(105,952)</u>	<u>(82,363)</u>
Gross profit		89,678	64,671
Other gains and income	4	16,241	31,421
Distribution costs		(13,694)	(12,151)
Administrative expenses		(26,309)	(24,584)
Other expenses		<u>(9,196)</u>	<u>(7,076)</u>
Profit from operations		56,720	52,281
Finance costs	5	(1,702)	(7,821)
Share of losses of associates		(1,251)	(2,450)
Share of losses of joint ventures		<u>(296)</u>	<u>(773)</u>
Profit before tax		53,471	41,237
Income tax expense	6	(8,056)	(6,758)
Profit for the period		<u>45,415</u>	<u>34,479</u>
Other comprehensive income after tax:			
<i>Items that may be reclassified to profit or loss :</i>			
Exchange differences on translating foreign operations		1,187	1,526
Fair value changes of available-for-sale financial assets		(6,920)	3,739
Investment revaluation reserve reclassified to profit or loss on step-acquisition of a subsidiary		(7,260)	–
Share of other comprehensive income of associates		6,936	–
Share of other comprehensive income of joint ventures		43	2
Other comprehensive income for the period, net of tax		<u>(6,014)</u>	<u>5,267</u>
Total comprehensive income for the period		<u>39,401</u>	<u>39,746</u>
Profit for the period attributable to:			
Owners of the Company		28,489	12,615
Non-controlling interests		16,926	21,864
		<u>45,415</u>	<u>34,479</u>

	<i>Note</i>	2016 <i>RMB'000</i>	2015 <i>RMB'000</i>
Total comprehensive income for the period attributable to:			
Owners of the Company		22,736	17,839
Non-controlling interests		16,665	21,907
		39,401	39,746
		<i>RMB</i>	<i>RMB</i>
Earnings per share			
Basic and diluted (cents per share)	7	2.40	1.06

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the three months ended 31 March 2016

	Attributable to owners of the Company									
	Share capital <i>RMB'000</i>	Capital reserve <i>RMB'000</i>	Reserve funds <i>RMB'000</i>	Foreign currency translation reserve <i>RMB'000</i>	Investment revaluation reserve <i>RMB'000</i>	Other reserve <i>RMB'000</i>	Retained profits <i>RMB'000</i>	Total <i>RMB'000</i>	Non- controlling interests <i>RMB'000</i>	Total equity <i>RMB'000</i>
Balance at 1 January 2015	118,480	377,720	108,954	(76,323)	49,051	12,552	497,095	1,087,529	312,213	1,399,742
Total comprehensive income for the period	-	-	-	1,485	3,739	-	12,615	17,839	21,907	39,746
Disposals of subsidiaries	-	-	-	-	-	-	-	-	(11,557)	(11,557)
Dividends to non-controlling interests	-	-	-	-	-	-	-	-	(2,500)	(2,500)
Changes in equity for the period	-	-	-	1,485	3,739	-	12,615	17,839	7,850	25,689
Balance at 31 March 2015	<u>118,480</u>	<u>377,720</u>	<u>108,954</u>	<u>(74,838)</u>	<u>52,790</u>	<u>12,552</u>	<u>509,710</u>	<u>1,105,368</u>	<u>320,063</u>	<u>1,425,431</u>
Balance at 1 January 2016	118,480	377,720	113,798	(55,855)	157,585	12,552	568,249	1,292,529	397,686	1,690,215
Total comprehensive income for the period	-	-	-	1,491	(7,244)	-	28,489	22,736	16,665	39,401
Transfer	-	-	210	-	-	-	(210)	-	-	-
Acquisition of a subsidiary	-	-	-	-	-	-	-	-	24,150	24,150
Changes in equity for the period	-	-	210	1,491	(7,244)	-	28,279	22,736	40,815	63,551
Balance at 31 March 2016	<u>118,480</u>	<u>377,720</u>	<u>114,008</u>	<u>(54,364)</u>	<u>150,341</u>	<u>12,552</u>	<u>596,528</u>	<u>1,315,265</u>	<u>438,501</u>	<u>1,753,766</u>

Note:

1. GENERAL INFORMATION

The Company was incorporated in the People's Republic of China (the "PRC") as a sino-foreign joint stock limited liability company. The Company's H shares are listed on GEM. The address of its registered office is 3rd Floor, Beida Jade Bird Building, Yanyuan District Area 3, No. 5 Haidian Road, Haidian District, Beijing 100080, the PRC. The addresses of its principal place of business in the PRC and Hong Kong are 3rd Floor, Beida Jade Bird Building, No. 207 Chengfu Road, Haidian District, Beijing 100871, the PRC and Unit 7605, 76th Floor, The Center, 99 Queen's Road Central, Hong Kong respectively.

The Company is engaged in the marketing and sale of embedded system products and related products. The principal activities of its subsidiaries are the research, development, manufacture, marketing, contract work and sale of electronic fire alarm systems and related products, the development of travel and leisure business, investment holding and production and sales of wine and related products.

2. BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES

These condensed consolidated financial statements have been prepared in accordance with all applicable Hong Kong Financial Reporting Standards ("HKFRSs") issued by the Hong Kong Institute of Certified Public Accountants (the "HKICPA"). HKFRSs comprise Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards and Interpretations. These consolidated financial statements also comply with the applicable disclosure provisions of the GEM Listing Rules.

In the current period, the Group has adopted all the new and revised HKFRSs issued by the HKICPA that are relevant to its operations and effective for its accounting year beginning on 1 January 2016. The adoption of these new and revised HKFRSs did not result in substantial changes to the Group's accounting policies and amounts reported for the current period and prior periods.

The Group has not early applied new and revised HKFRSs that have been issued but are not yet effective for the financial year beginning 1 January 2016. The Directors anticipate that the new and revised HKFRSs will be adopted in the Group's consolidated financial statements when they become effective. The Group is in the process of assessing, where applicable, the potential effect of all new and revised HKFRSs that will be effective in future periods but is not yet in a position to state whether these new and revised HKFRSs would have a material impact on its results of operations and financial position.

The condensed consolidated financial statements are unaudited but have been reviewed by the audit committee of the Company (the "Audit Committee").

Save as aforesaid or as otherwise mentioned in this announcement, the accounting policies adopted in preparing these unaudited first quarterly condensed consolidated financial statements are consistent with those used in the Company's annual audited consolidated financial statements for the year ended 31 December 2015. These condensed consolidated financial statements should be read in conjunction with these mentioned audited financial statements.

3. TURNOVER

The Group's turnover which represents the net invoiced value of goods sold and services rendered to customers, after allowances for returns and trade discounts and net of sales tax is as follows:

	2016 <i>RMB'000</i>	2015 <i>RMB'000</i>
Sales and contract works of embedded system products and related products	165,980	126,221
Rendering of travel and leisure services	27,720	18,734
Sales of wine and related products	1,930	2,079
	<u>195,630</u>	<u>147,034</u>

4. OTHER GAINS AND INCOME

	2016 <i>RMB'000</i>	2015 <i>RMB'000</i>
Bank interest income	184	298
Gain on bargain purchase of a subsidiary	15,251	–
Gain on disposal of subsidiaries	–	26,050
Rental income	2	199
Others	804	4,694
	<u>16,241</u>	<u>31,241</u>

5. FINANCE COSTS

	2016 <i>RMB'000</i>	2015 <i>RMB'000</i>
Interest on bank loans	3,242	5,599
Net foreign exchange (gain)/losses	(1,540)	2,222
	<u>1,702</u>	<u>7,821</u>

6. INCOME TAX EXPENSE

	2016 <i>RMB'000</i>	2015 <i>RMB'000</i>
Current tax – PRC Enterprise Income Tax Provision for the period	<u>8,056</u>	<u>6,758</u>

No provision for Hong Kong Profits Tax is required for the three months ended 31 March 2016 and 2015 since the Group has no assessable profit for that periods.

Tax charge on profits assessable elsewhere has been calculated at the rates of tax prevailing in the country in which the Group operates, based on existing legislation, interpretations, and practices in respect thereof.

Three subsidiaries of the Company had been certified by the relevant PRC authorities as high technology enterprises. Pursuant to the Income Tax Law in the PRC, the three subsidiaries are subject to PRC Enterprise Income Tax (“EIT”) at a rate of 15% effective for three years within 2018.

One subsidiary of the Company had been certified by the relevant PRC authorities as software enterprises. Pursuant to the Income Tax Law in the PRC, the subsidiary is subjected to EIT rate of 12.5% effective for five years ending 31 December 2016.

Other subsidiaries of the Company established in the PRC are generally subject to income tax on their taxable income at a tax rate of 25% (2015: 25%).

7. EARNINGS PER SHARE

Basic and diluted earnings per share

The calculation of basic earnings per share attributable to owners of the Company is based on the profit for the period attributable to owners of the Company of RMB28,489,000 (2015: RMB12,615,000) and the weighted average number of ordinary shares of 1,184,800,000 (2015: 1,184,800,000) in issue during the period. No adjustment has been made to the basic profit per share amounts presented for the three months ended 31 March 2016 and 2015. Therefore, the calculation of the diluted earnings per share is the same as basic earnings per share.

8. DIVIDEND

The Board does not recommend the payment of an interim dividend for the three months ended 31 March 2016 (2015: Nil).

MANAGEMENT DISCUSSION AND ANALYSIS

Overall performance

As a result of continuing satisfactory performance of the Group's main core businesses and the stable customer appetite within the industries, the Group recorded an improvement in turnover of 33.1% to approximately RMB195.6 million (2015: RMB147.0 million) for the three months ended 31 March 2016, while the gross profit reached approximately RMB89.7 million (2015: RMB64.7 million), increased by approximately RMB25.0 million or 38.6% year-on-year. The Group continued to maintain a competitive and steady gross profit margin of approximately 46% (2015: 44%). The Group's total expenses, including distribution costs, administrative expenses and other expenses, were increased by 12.3% to approximately RMB49.2 million (2015: RMB43.8 million), mainly as a result of the continued expansion of the Group's operations. On 10 August 2015, the Company entered into the equity interest transfer agreement (the "Agreement") with a connected person of the Company to acquire an additional 39% equity interest in Ningbo Jade Bird Venture Capital Investment Co., Ltd. ("Ningbo Jade Bird VC") at a consideration of RMB23,400,000 in cash together with capital contribution commitment of RMB54,600,000. Ningbo Jade Bird VC is a limited liability company established in the PRC and is principally engaged in venture capital investment in companies with innovative and high technology in emerging industries, such as culture, healthcare, new energy and environmental protection. The approval of the independent shareholders' of the Company in respect of the Agreement and the transactions contemplated has been obtained at the special general meeting of the Company on 12 January 2016. Upon the completion of the transfer taken place in January 2016, the Company owned a total of 70% indirect interest in Ningbo Jade Bird VC. Ningbo Jade Bird VC became a subsidiary of the Company, and the Company recognised a gain on bargain purchase of approximately RMB15.3 million included in other gains and income for the period. Together with the record high turnover for the period, the Group's profit attributable to owners of the Company was increased by 126.2% to approximately RMB28.5 million for the three months ended 31 March 2016 (2015: RMB12.6 million).

Manufacture and sale of electronic fire equipment

The Group generates revenue from the manufacture and sale of fire safety systems, with its main production facilities located at Zhuolu County, Hebei Province. The Group's main fire safety products, including fire automatic alarm and control linkage system, electrical fire monitoring system, automatic gas fire extinguishing system and gas detection monitoring system, are designed for provision of a comprehensive and integration fire safety solution. The Group mainly distributes its products through dealers across the region in the PRC.

For the three months ended 31 March 2016, the Group's manufacture and sale of electronic fire equipment business continued to experience steady growth and recorded a turnover of approximately RMB166.0 million (2015: RMB126.2 million), representing an increase by 31.5% when compared with the corresponding period of 2015. As one of the best-known brands of the fire alarm equipment in the PRC, the Group continued to gain stronger loyalty from customers and grow its customer base as a result of effective brand buildings for the past years. With enhancement of the capacity of research and development, the Group developed a series of products of fire automatic alarm and linkage system under the guidance of the new fire safety standards, and focused on delivering top quality and high performance electronic fire equipment products to its customers. The concerted effort of the Group and its dealers in expanding the market and increase in competitiveness by launching products with advanced technology and innovation in accordance with new fire safety standards further enhanced the performance of the Group's manufacture and sale of electronic fire equipment business.

Tourism development

The Group is the environmental shuttle bus operator in Hengshan Mountain scenic area, and fare revenue from tourists and pilgrims is the main source of income of the Group's tourism development business. The Group is also engaged in provision of property management services and operation of tourist souvenir shops in the scenic area. Turnover generated from the Group's tourism development business increased from approximately RMB18.7 million in 2015 to approximately RMB27.7 million in 2016, representing a growth of 48.1%. Such growth was mainly attributable to the increase in the number of tourists and pilgrims to Hengshan by approximately 57%.

The Group's associate, Changsha Songya Lake Construction Investment Co., Ltd. ("Songya Lake Construction") continued to take part in the construction and land development project of landscape architectures centered on Sonya Lake. On 31 January 2013, the Company, as a guarantor, executed a guarantee in favour of two banks (the "Banks"), in relation to the provision of guarantee by the Company in favour of the Banks to secure obligations of Songya Lake Construction, under the facility agreement in respect of the aggregate principal amount of RMB986,000,000 (the "Guarantee"). The amount of the Guarantee provided by the Company is RMB200,000,000 in respect of the principal amount and the related interest, default interest, compound interest, compensation, default fine, compensation for damages and expenses incurred in enforcing the claims, which exceeded 8% of the Group's total assets value as at 31 March 2016. The unaudited consolidated statement of financial position of Songya Lake Construction and the Group's attributable interests in Sonya Lake Construction based

on its unaudited consolidated financial statements for the three months ended 31 March 2016 prepared in accordance with the generally accepted accounting principles in the PRC, adjusted for any differences in accounting policies, are presented below:

	Consolidated statement of financial position RMB'000	Group's attributable interests RMB'000
Assets	2,278,265	637,003
Liabilities	<u>(2,142,910)</u>	<u>(599,158)</u>
Net assets	<u>135,355</u>	<u>37,845</u>

Investment holding

As at 31 March 2016, the Group's investment holding business mainly included investments in private equity funds (the investment areas of which included private enterprises in the PRC with businesses ranging from the provision of information technology vocational education, insurance business, baby products retailing business, manufacturing and sale of light-emitting diode related products and property development), the equity interests in listed companies in Hong Kong, and the equity interest in a private enterprise in the PRC which is principally engaged in manufacture and sale of light-emitting diode related products. During the period, the Group completed the acquisition of 39% equity interest in Ningbo Jade Bird VC, that further diversified the Group's investment portfolio.

Outlook

The Group will step up efforts on the exploration of fire safety market by increasing the support to the dealers, enhancing product marketing and promotion and extending into the internet market for fire safety industry. The Group will also continue to make further investment to research and development and concentrate on building team of high calibre people so as to improve function and quality of products and strengthen our core competitiveness. Meanwhile, the Group will actively work out an international strategic development plan which will help the Group to enter the international market by obtaining further international certifications for our fire safety products.

In light of continuous improvement in the living standard at mainland China, tourism has evolved from an extravagant lifestyle for only few people to an activity affordable by mass consumers. As tourism becomes an integral part of daily life, development of tourism industry has been high in agenda for many regions, benefiting tourism industry in the PRC with forthcoming opportunities. In addition, the Group's tourism development business will be further benefited by the expected increase in number of pilgrims during the tourist peak season in the second quarter of each year.

The Group continued to keep on seeking potential investment opportunities in order to further expand its investment portfolio and broaden its source of income by acquisitions of equity interests in companies principally engaged in venture capital investment businesses.

DIRECTORS', SUPERVISORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES

As at 31 March 2016, the interests (including interests in shares and short positions) of Directors, supervisors (the "Supervisors"), and chief executives of the Company in the shares (the "Shares") and underlying shares of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO")), as recorded in the register maintained by the Company pursuant to Section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to rule 5.46 of the GEM Listing Rules, were as follows:

Long positions in ordinary shares and underlying shares of the Company

Name	Capacity	Number of ordinary Shares			Approximate percentage of the Company's total number of issued promoters Shares	Approximate percentage of the Company's total number of issued H Shares	Approximate percentage of the Company's total issued share capital
		Interests in promoters Shares (Note)	Interests in H Shares	Total			
Director							
Mr. Zhang Wanzhong	Beneficial owner and beneficiary of trust	205,414,000	-	205,414,000	29.34%	-	17.34%
Supervisor							
Ms. Zhou Min	Beneficiary of trust	205,414,000	-	205,414,000	29.34%	-	17.34%

Note: The above Directors and Supervisors are taken to be interested in the issued share capital of the Company through their respective interests as beneficiaries, among other beneficiaries, of Heng Huat trust (“Heng Huat Trust”). By a declaration of Heng Huat Trust made as a deed on 19 July 2000, Mr. Xu Zhendong, Mr. Zhang Wanzhong and Ms. Liu Yue (who has been replaced by Mr. Xu Zhixiang since 9 May 2003 as a trustee) declared that they held the shares of Heng Huat Investments Limited (“Heng Huat”) as trustees for the benefits of over 300 employees of Beijing Beida Jade Bird Software System Co., Ltd. (“Jade Bird Software”), Beijing Beida Jade Bird Limited (“Beida Jade Bird”) and Beijing Beida Yu Huan Microelectronics System Engineering Co., Ltd. and their respective subsidiaries and associated companies and the Company. Heng Huat is beneficially interested in the entire issued share capital of Dynamic Win Assets Limited (“Dynamic Win”), and is taken to be interested in 205,414,000 shares of the Company which Dynamic Win is interested. Mr. Xu Zhendong, Mr. Zhang Wanzhong and Mr. Xu Zhixiang (who replaced Ms. Liu Yue as a trustee on 9 May 2003 upon Ms. Liu Yue’s resignation as a trustee on the same date) are trustees holding 60, 20 and 20 shares out of 100 shares in the issued share capital of Heng Huat. Each of Mr. Xu Zhendong and Mr. Xu Zhixiang was former Director who resigned on 5 May 2015.

Save as disclosed above, none of the Directors, Supervisors and chief executives of the Company had registered an interest or short position in the shares or underlying shares of the Company or any of its associated corporations that was required to be recorded pursuant to section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to rule 5.46 of the GEM Listing Rules as at 31 March 2016.

DIRECTORS’ AND SUPERVISORS’ RIGHTS TO ACQUIRE SHARES

At no time during the period were rights to acquire benefits by means of the acquisition of shares in the Company granted to any Director and Supervisor or their respective spouse or minor children, or were any such rights exercised by them; or was the Company, its holding company, or any of its subsidiaries or fellow subsidiaries a party to any arrangement to enable the Directors and Supervisors to acquire such rights in any other body corporate.

SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES

At 31 March 2016, the following interests and short positions of the issued share capital of the Company were recorded in the register of interests required to be maintained by the Company pursuant to Section 336 of the SFO:

Long positions in ordinary shares and underlying shares of the Company

Name of shareholder	<i>Note</i>	Capacity	Number of promoters Shares held	Approximate percentage of the Company's total number of issued promoters Shares	Approximate percentage of the Company's total issued share capital
1. Peking University	<i>(a)</i>	Through controlled corporations	285,000,000	40.71%	24.05%
2. Beida Asset Management Co., Ltd.	<i>(a)</i>	Through controlled corporations	285,000,000	40.71%	24.05%
3. Beijing Beida Jade Bird Software System Co., Ltd.	<i>(a)</i>	Through a controlled corporation	285,000,000	40.71%	24.05%
4. Beijing Beida Jade Bird Limited	<i>(a), (b)</i>	Directly beneficially owned and through a controlled corporation	200,000,000	28.57%	16.88%
5. Shenzhen Beida Jade Bird Sci-Tech Co., Ltd.	<i>(a)</i>	Directly beneficially owned	85,000,000	12.14%	7.17%
6. Beida Microelectronics Investment Limited	<i>(a)</i>	Through controlled corporations	85,000,000	12.14%	7.17%

Name of shareholder	Note	Capacity	Number of Shares held	Approximate percentage of the Company's total number of issued promoters Shares	Approximate percentage of the Company's total issued share capital
7. Hong Kong Jade Bird South Sea Investment Limited	(a)	Through controlled corporations	85,000,000	12.14%	7.17%
8. Sanya Jade Bird Youfu Jidi Construction Service Co., Ltd	(a)	Through a controlled corporation	85,000,000	12.14%	7.17%
9. Haikou Jade Bird Yuanwang Sci-Tech Development Co., Ltd	(a)	Beneficial owner	85,000,000	12.14%	7.17%
10. Grand East (H.K.) Limited		Directly beneficially owned	110,000,000	15.71%	9.28%
11. Heng Huat Investments Limited	(c)	Through a controlled corporation	205,414,000	29.34%	17.34%
12. Dynamic Win Assets Limited	(c)	Directly beneficially owned	205,414,000	29.34%	17.34%
13. Mongolia Energy Corporation Limited	(d)	Through a controlled corporation	84,586,000	12.08%	7.14%
14. New View Venture Limited	(d)	Directly beneficially owned	84,586,000	12.08%	7.14%
15. Asian Technology Investment Company Limited		Directly beneficially owned	50,000,000	7.14%	4.22%

Notes:

- (a) Peking University is taken to be interested in 24.05% of the total issued share capital of the Company through the following companies:
- (i) 115 million promoters Shares (representing approximately 9.71% of the Company's total issued share capital) held by Beida Jade Bird, which is 46% beneficially owned by Jade Bird Software. Jade Bird Software is 48% beneficially owned by Beida Asset Management Co., Ltd., a wholly owned subsidiary of Peking University;
 - (ii) 85 million promoters Shares (representing approximately 7.17% of the Company's total issued share capital) held by Shenzhen Beida Jade Bird Sei-Tech Co., Ltd. ("Shenzhen Jade Bird"), which is 90% beneficially owned by Beida Jade Bird; and
 - (iii) 85 million promoters Shares (representing approximately 7.17% of the Company's total issued share capital) in which Haikou Jade Bird Yuanwang Sei-Tech Development Co., Ltd. ("Haikou Jade Bird") is interested. On 2 November 2015, Shenzhen Jade Bird and Haikou Jade Bird entered into the share transfer agreement, pursuant to which Shenzhen Jade Bird agreed to transfer the 85 million promoters Shares to Haikou Jade Bird. Completion of the transfer has not been taken place as at 31 March 2016, which will be conditional upon subject to the registration of the transfer with the industrial and commercial administration bureau of the PRC. Jade Bird Software owns 100% equity interest in Beida Microelectronics Investment Limited which in turn owns 46% equity interest in Hong Kong Jade Bird South Sea Investment Limited which in turn owns 100% equity interest in Sanya Jade Bird Youfu Jidi Construction Service Co., Ltd which in turn owns 100% equity interest in Haikou Jade Bird.
- (b) The interests of Beida Jade Bird comprise 115 million promoters Shares held by it and 85 million promoters Shares held by Shenzhen Jade Bird.
- (c) The promoters Shares are held by Dynamic Win Assets Limited, which is beneficially wholly-owned by Heng Huat Investments Limited.
- (d) The promoters Shares are held by New View Venture Limited, which is wholly-owned by Mongolia Energy Corporation Limited.
- (e) Mr. Zhang Wanzhong is a supervisor of Beida Jade Bird; and Mr. Ni Jinlei is a director of Hong Kong Jade Bird South Sea Investment Limited.

Save as disclosed above, no person, other than the Directors and Supervisors, whose interests are set out in the section "Directors', Supervisors' and chief executives' interests and short positions in shares and underlying shares" above, had registered interests or short position in the shares or underlying shares of the Company that was required to be recorded pursuant to Section 336 of the SFO as at 31 March 2016.

COMPETING INTERESTS

As at 31 March 2016, none of the Directors and Supervisors and their respective associates (as defined in the GEM Listing Rules) had interests in a business which competes or may compete with the businesses of the Group, or may have any conflicts of interest with the Group pursuant to the GEM Listing Rules.

PURCHASE, REDEMPTION OR SALE OF THE LISTED SECURITIES OF THE COMPANY

Neither the Company, nor any of its subsidiaries purchased, redeemed or sold any of the Company's listed securities during the three months ended 31 March 2016.

AUDIT COMMITTEE

The Company has established the Audit Committee with terms of reference in compliance with the requirements as set out in the GEM Listing Rules. The primary duties of the Audit Committee include monitoring the financial reporting system and internal control procedure of the Group, reviewing financial information and advising the Board on the engagement and independence of external auditors.

The Audit Committee currently comprises four independent non-executive Directors, namely Mr. Shao Jiulin, Mr. Li Juncai, Mr. Lin Yan and Mr. Li Chonghua. Mr. Shao Jiulin is the chairman of the Audit Committee. The Audit Committee had held a meeting to review the Group's first quarterly results report for the three months ended 31 March 2016 and concluded the meeting with agreement to the contents of the first quarterly results report.

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

Beijing, the PRC, 9 May 2016

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 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".