

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited 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.



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)

**RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR,
PROPOSED APPOINTMENT OF INDEPENDENT NON-EXECUTIVE
DIRECTOR,
CHANGE OF COMPOSITION OF BOARD COMMITTEES
AND
NON-COMPLIANCE WITH THE GEM LISTING RULES**

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board announces that Mr. Shao Jiulin has resigned as an independent non-executive Director, the chairman of the Audit Committee and a member of each of the Remuneration Committee and the Nomination Committee with effect from 6 April 2020 due to his personal commitments which require more of his time.

Mr. Shao has confirmed that he has no disagreement with the Board and that he is not aware of any matters in relation to his resignation that need to be brought to the attention of the Shareholders.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Shao for his valuation contributions to the Company during his tenure of office.

PROPOSED APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Company proposes to appoint Mr. Tang Xuan as an independent non-executive Director with effect from the passing of the ordinary resolution approving the appointment thereof at the AGM.

Mr. Tang Xuan, aged 47, was graduated from Chongqing University with a Bachelor's degree in engineering. Mr. Tang is a certified accountant in the PRC and a member of Institute of Public Accountants in Australia. Mr. Tang worked in Zhongxin Coopers Certified Public Accountants in the PRC and is currently an audit partner of ShineWing Certified Public Accountants in the PRC, and has 24 years of professional experience in investment, finance and auditing. Mr. Tang has been responsible for the audit assurance, special services, corporate asset reorganization, restructuring and listing of some large enterprise groups. Mr. Tang was an external independent director of Zhongji Investment Co., Ltd. and an external expert committee member of loan review department of China Development Bank, and is currently an external independent director of Shouyi Medical Health Investment Management Co., Ltd.

Save as disclosed above, as at the date of this announcement, Mr. Tang does not have any other major appointments and professional qualifications, and does not hold any other positions in the Company or any of its subsidiaries. As at the date of this announcement, Mr. Tang (i) does not hold any directorship in listed public companies in the past three years; (ii) has no relationship with any Directors, supervisors, senior management of the Company, substantial Shareholders (having the meaning ascribed to it in the GEM Listing Rules) or controlling Shareholders (having the meaning ascribed to it in the GEM Listing Rules); (iii) does not have any interest in the Shares within the meaning of Part XV of SFO.

Subject to the approval by the Shareholders at the AGM and in accordance with the Articles, it is proposed that the appointment of Mr. Tang as an independent non-executive Director will take effect from the conclusion of the AGM. The Company proposes to enter into a letter of appointment with Mr. Tang for a term commencing from the date of the passing the resolution in the AGM until the conclusion date of the annual general meeting to be held by the Company in 2022. Mr. Tang will receive annual fee of RMB80,000. The proposed remuneration of Mr. Tang is determined having regard to his duties and responsibilities in the Company.

Save as disclosed herein, there is no other information relating to Mr. Tang that is required to be disclosed pursuant to Rules 17.50(2)(h) to (v) of 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 proposed appointment of Mr. Tang.

CHANGE OF COMPOSITION OF BOARD COMMITTEES

The Board also announces that with effect from 6 April 2020, (i) Mr. Shen Wei, an independent non-executive Director, has been appointed as a member of the Remuneration Committee; (ii) Mr. Li Chonghua, an independent non-executive Director, has been appointed as a member of the Nomination Committee; (iii) Mr. Li Juncai, an independent non-executive Director and a member of each of the Remuneration Committee and the Audit Committee, has been appointed as the chairman of each of the Remuneration Committee and the Audit Committee; and (iv) Mr. Zhang Wanzhong, an executive Director, has ceased to be the chairman of the Remuneration Committee and remained as a member of the Remuneration Committee.

NON-COMPLIANCE WITH THE GEM LISTING RULES

Following the resignation of Mr. Shao, the Company does not have an independent non-executive Director with the appropriate professional qualifications or accounting or related financial management expertise as required under Rule 5.05(2) of the GEM Listing Rules, or an Audit Committee member as required under Rule 5.28 of the GEM Listing Rules who meets the same requirements under Rule 5.05(2) of the GEM Listing Rules. Subject to the approval by the Shareholders at the AGM and in accordance with the Articles, following the appointment of Mr. Tang as an independent non-executive Director with effect from the conclusion of the AGM, the requirements under Rules 5.05(2) and 5.28 of the GEM Listing Rules will be met.

The Company will make further announcement as and when appropriate.

AGM

The proposed appointment of Mr. Tang as an independent non-executive Director is subject to the Shareholders' approval by way of ordinary resolution in the AGM. A circular containing, among other things, details of the proposed appointment of Mr. Tang as well as a notice of the AGM is expected to be dispatched to the Shareholders in due course.

DEFINITIONS

In this announcement, unless the context requires otherwise, the following expressions have the meanings as set out below:

“AGM”	the forthcoming annual general meeting of the Company to be convened for the purpose of considering and, if thought fit, approving, among other things, the proposed appointment of Mr. Tang Xuan as an independent non-executive Director
-------	--

“Articles”	the articles of association of the Company, as amended, modified or otherwise supplemented from time to time
“Audit Committee”	the audit committee of the Board
“Board”	the board of Directors
“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
“Director(s)”	director(s) of the Company
“GEM”	the GEM of the Stock Exchange
“GEM Listing Rules”	the Rules Governing the Listing of Securities on GEM
“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
“Mr. Shao”	Mr. Shao Jiulin (邵九林)
“Mr. Tang”	Mr. Tang Xuan (唐炫)
“Nomination Committee”	the nomination committee of the Board
“PRC”	the People’s Republic of China which for the purpose of this announcement, excludes Hong Kong, Macau Special Administrative Region and Taiwan
“Remuneration Committee”	the remuneration committee of the Board
“RMB”	renminbi, the lawful currency of the PRC
“SFO”	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)

“Share(s)” share(s) of the Company

“Shareholder(s)” shareholder(s) of the Company

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

Beijing, the PRC
6 April 2020

As at the date of this announcement, Mr. Ni Jinlei, Mr. Zhang Wanzhong and Ms. Zheng Zhong are executive Directors, Ms. Xue Li, Mr. Xiang Lei and Mr. Ip Wing Wai are non-executive Directors and Mr. Li Juncai, Mr. Li Chonghua and Mr. Shen Wei are independent non-executive Directors.

This announcement, 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 GEM 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”.