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This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market 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:(1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.



# 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 REGARDING DISPOSAL OF EQUITY SECURITIES

The Company announces that it has disposed of 112,943,000 ordinary shares of SMIC on the stock market during the period from 29 December 2009 to 18 January 2010 at fair value for approximately RMB63.8 million in total. The Disposals resulted in a gain before tax of approximately RMB31.4 million based on the value of the Investment of approximately RMB32.4 million as stated in the Group audited financial statements for the year ended 31 December 2008. The Company intends to use the sales proceeds as working capital.

As the assets test ratio and the consideration test ratio exceed 5% but are below 25%, the Disposals constitute a discloseable transactions of the Company pursuant to Rule 19.08 of the GEM Listing Rules. The Disposals are subject to the reporting and announcement requirements pursuant to Rule 19.34 of the GEM Listing Rules.

#### Introduction

The Company announces that it has disposed of 112,943,000 ordinary shares of SMIC on the stock market during the period from 29 December 2009 to 18 January 2010 at fair value for approximately RMB63.8 million in total. The Disposals resulted in a gain before tax of approximately RMB31.4 million based on the value of the Investment of approximately RMB32.4 million as stated in the Group audited financial statements for the year ended 31 December 2008. The gain before tax to be recognised in the consolidated statement of comprehensive income of the Group for the year ended 31 December 2009 will depend on the book value of the Investment on dates of the Disposals. The Company intends to use the sales proceeds as working capital.

#### **Reason for the Disposals**

The Investment is classified as financial assets by the Company. The main purpose of the Investment is to provide the Group with opportunity for return through dividend income and/or fair value gains. As the share price of SMIC have rebounded drastically since 2009, the Directors consider it is the right time to realise part of the gains on the Investment. The Directors believe that the Disposals are fair and reasonable and in the interests of the Shareholders as a whole.

The Company confirms that, to the best of the Directors' knowledge, information and belief having made all reasonable enquiry, the market buyers of those SMIC's ordinary shares disposed by the Company and their ultimate beneficial owners are third parties independent of the Company and its connected persons.

#### **Information of the Group and SMIC**

The Group is principally engaged in the research, development, manufacture, marketing and sale of wireless fire alarm systems and related products, the provision of network security outsource service, the sale of computer products and the development of travel and leisure business.

SMIC and its subsidiaries are principally engaged in the manufacture and trading of semiconductor products.

### **Implication under the GEM Listing Rules**

As the assets test ratio and the consideration test ratio exceed 5% but are below 25%, the Disposals constitute a discloseable transaction of the Company pursuant to Rule 19.08 of the GEM Listing Rules. The Disposals are subject to the reporting and announcement requirements pursuant to Rule 19.34 of the GEM Listing Rules.

#### **Definitions**

The following expressions have the following means in this announcement unless the content requires otherwise:

"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 sino-foreign joint stock limited company incorporated in the PRC with

limited liability with its H Shares listed on GEM

"connected persons" has the meaning ascribed in the GEM Listing Rules

"Directors" directors of the Company

"Disposals" a series of disposal of Investments

"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

"Investment" the investment in the ordinary shares of SMIC by the Group

"PRC" People's Republic of China

"RMB" Renminbi, the lawful currency of the PRC

"SMIC" Semiconductor Manufacturing International Corporation, a

company incorporated in the Cayman Islands with limited liability and the ordinary shares of which are listed on the

Stock Exchange with stock code 00981

"Shareholders" shareholders of the Company

"Stock Exchange" The Stock Exchange of Hong Kong Limited

By order of the Board

Beijing Beida Jade Bird Universal

Sci-Tech Company Limited

Chu Yu Guo

Chairman

Beijing, the PRC, 18 January 2010

As at the date of this announcement, Mr. Zhang Wan Zhong, Ms. Xue Li and Mr. Zhang Yong Li are executive Directors, Mr. Chu Yu Guo, Mr. Xu Zhi Xiang, Mr. Liu Yong Jin and Ms. Feng Ping are non-executive Directors and Professor Nan Xiang Hao, Mr. Cai Chun Bing and Mr. Lin Yan are independent non-executive Directors.

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