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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 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 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.



北京北大青鸟环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
INVESTMENT IN A COMPANY

The Company and Other Investors entered into Agreements with Bright Ascent on 18 November 2010 whereas All Parties agreed to invest in Yingrui for an aggregate amount of US\$50 million. Among the total investment amount, the Group will invest US\$11.25 million of which US\$3.75 million represents registered capital. After completion of the Investment, the Group will have 18% equity interests in Yingrui.

As size test ratios exceed 5% but are below 25%, the Investment constitutes a discloseable transaction of the Company pursuant to Rule 19.08 of the GEM Listing Rules. The Investment is subject to the notification and announcement requirements pursuant to Rule 19.33 of the GEM Listing Rules.

INFORMATION OF THE AGREEMENTS

Investment

Yingrui is originally a foreign investment enterprise having a total investment amount of US\$10 million and registered capital of US\$10 million respectively. According to the Agreements entered into by All Parties on 18 November, 2010, total investment amount of Yingrui will increase to US\$50 million while registered capital will increase to US\$20,833,333. All Parties will conditionally share the enlarged total investment amount and registered capital. Among the total investment amount, the Group will invest US\$11.25 million of which approximately US\$3.75 million represents registered capital. After completion of the First Contribution and the Second Contribution, the Group will have 18% equity interests in Yingrui. The investment amount of the Group is determined based on initial capital requirement of Yingrui and the Group's proposed equity interests in Yingrui.

Conditions precedent

The Investment will be settled by 2 installments. Main conditions precedent to the Investments as well as each installment are summarised as follows:

Main conditions precedent to the First Contribution

1. Execution of the Agreements are not restricted by law or by government policies;
2. Approval from bureau of commerce is obtained;
3. Bright Ascent waives its pre-emptive right on enlarged capital of Yingrui;
4. Doctor Richard Zhang and his team promise to be employed by Yingrui continuously; and
5. Boards of directors of the Company and Other Investors approve the Agreements

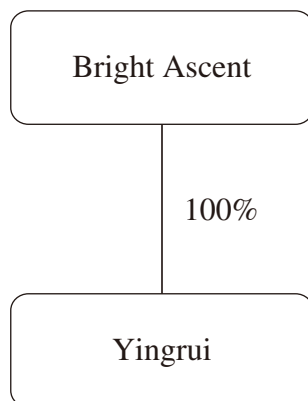
Main conditions precedent to the Second Contribution

1. Execution of the Agreements are not restricted by law or by government policies;
2. Approval from bureau of commerce continues to be effective;
3. Yingrui obtains governmental approval on the investment project of 35 production lines of metal-organic chemical vapor deposition;
4. First Contribution is completed; and
5. Certain LED technology patents are transferred to Yingrui by Doctor Richard Zhang and his team at nil cost

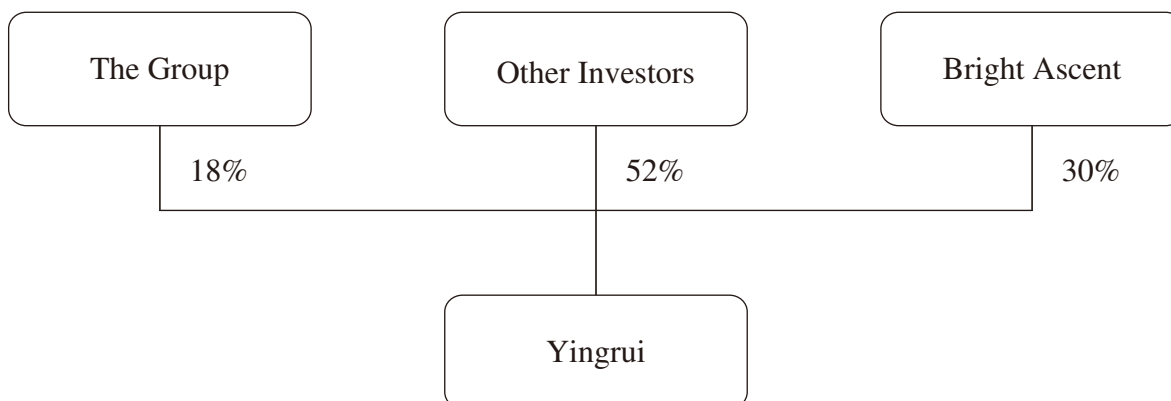
SHAREHOLDING OF YINGRUI

The structure of Yingrui before and after the Investment is illustrated as follows:

Before the Investment



After the Investment



REASON FOR THE INVESTMENT

LED is widely used as indicator lamp in many devices like display board and liquid crystal display television and is increasingly used for lighting. LED business is growing fast in the PRC given a huge demand from various industries including cellphones, television, lighting and motor vehicles. In view of the potential as well as the extensive experience and proven track record of Doctor Richard Zhang and his team in semiconductor research and development, the Company believes it is a good opportunity to participate in LED business and Yingrui is a suitable platform.

INFORMATION OF THE COMPANY AND OTHER INVESTORS

The Company

The Company is engaged in the marketing and sale of embedded system products, including network security products and related products. Its subsidiaries are principally engaged in the research, development, manufacture, marketing and sale of wireless fire alarm systems and related products, the provision of network security outsource services and manufacture and sale of network security products, the sale of computer products and the development of travel and leisure business.

Other Investors

Other Investors include 2 companies and a special purpose vehicle set up by the Fund. The Fund is a jointly controlled entity of the Company whereas the Company has 50% equity interests. The principal activities of Other Investors include investment holding and research, development, manufacture, marketing and sale of household appliances.

Yingrui

Yingrui is originally a foreign investment enterprise established by Doctor Richard Zhang and his team in the PRC with limited liability in August 2010. Its principal activities include design, research, development and manufacture of LED and related products.

The following table details certain financial information of Yingrui:

	As at 30 September 2010 (unaudited) <i>RMB million</i>
Total assets	36.6
Net assets	<u>33.3</u>
	From date of incorporation to 30 September 2010 (unaudited) <i>RMB million</i>
Net profit before tax	–
Net profit after tax	<u>–</u>

Unaudited total asset value of Yingrui as at 30 September 2010 is also the value of total assets being the subject of the Investment.

IMPLICATION UNDER THE GEM LISTING RULES

As size test ratios exceed 5% but are below 25%, the Investment constitutes a discloseable transaction of the Company pursuant to Rule 19.08 of the GEM Listing Rules. The Investment is subject to the notification and announcement requirements pursuant to Rule 19.33 of the GEM Listing Rules.

To the best of the Directors' knowledge, information and belief having made all reasonable enquires, Other Investors, Bright Ascent and their ultimate beneficial owners are not connected persons of the Company and are third party independent of and not connected to the Company and the Directors and any of their respective associates in accordance with the GEM Listing Rules. In respect alone the special purpose vehicle, in the opinion of the Directors, it does not connected with the Company as the Fund is not a subsidiary of the Company. The remaining partner of the Fund is neither a connected person as defined in Rule 20.11(1) to (3) of the GEM Listing Rules nor any associate of him/her. It is a third party independent of and not connected with the Company and the Directors and any of their respective associates in accordance with the GEM Listing Rules.

The Directors believe that the terms of the Investment is fair and reasonable and in the interests of the Shareholders as a whole.

DEFINITIONS

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

“Agreements”	equity transfer agreement, capital increment agreement and joint venture contract entered into between the Company, Other Investors and Bright Ascent on 18 November 2010 regarding US\$50 million cash investment in Yingrui
“All Parties”	The Company, Other Investors and Bright Ascent as a whole
“Board”	the board of Directors
“Bright Ascent”	Bright Ascent Limited, a company incorporated in Hong Kong 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 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
“Director(s)”	directors of the Company
“First Contribution”	approximately US\$3.02 million cash
“Fund”	a jointly controlled entity of the Company whereas the Company has 50% equity interests
“GEM”	The Growth Enterprise Market of the Stock Exchange

“GEM Listing Rules”	Rules Governing the Listing of Securities on GEM
“Group”	the company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Investment”	investment of US\$11.25 million cash into Yingrui by the Company
“LED”	Light-emitting diode, a semiconductor light source widely used as indicator lamps in many devices like display board and liquid crystal display television and is increasingly used for lighting
“Other Investors”	2 companies and a special purpose vehicle set up by the Fund
“PRC”	People’s Republic of China. For the purpose of this announcement, Hong Kong, the Macau Special Administrative Region and Taiwan are excluded
“RMB”	Renminbi, the lawful currency of the PRC
“Second Contribution”	approximately US\$8.23 million cash
“Shareholders”	shareholders of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“US\$”	United State dollars
“Yingrui”	映瑞光電科技(上海)有限公司(Yingrui Optoelectronics (Shanghai) Co., Ltd.), a company incorporated in the PRC with limited liability
“%”	per cent.

By order of the Board
Beijing Beida Jade Bird Universal Sci-Tech Company Limited
Chu Yu Guo
Chairman

Beijing, the PRC,
19 November 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 Chuan Bing and Mr. Lin Yan are independent non-executive Directors.

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