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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)

PROPOSED AMENDMENTS TO ARTICLES OF ASSOCIATION

The board (the “**Board**”) of directors (the “**Directors**”) of Beijing Beida Jade Bird Universal Sci-Tech Company Limited (the “**Company**”) hereby announces that, pursuant to the Company Law of the People’s Republic of China (the “**PRC**”), the Reply of the State Council on the Adjustment of the Notice Period of the General Meeting and Other Matters Applicable to Overseas Listed Companies (Guo Han [2019] No.97) and based on the actual situation of the Company, the Board proposed to amend certain articles in the existing articles of association of the Company (the “**Articles of Association**”).

The proposed amendments to the Articles of Association are set out below:

No.	Existing Articles of Association	Proposed amendments to the Articles of Association
1.	<p>Article 16</p> <p>Shares issued by the Company to domestic investors for subscription in Renminbi shall be referred to as domestic shares. Shares issued by the Company to foreign investors for subscription in foreign currency shall be referred to as foreign invested shares. Foreign invested shares which are listed outside the PRC shall be referred to as overseas listed foreign invested shares.</p> <p>The foreign currency referred to in the preceding paragraph is a legal tender (other than Renminbi) of other countries or regions which is recognized by the competent foreign exchange department of the State and can be used for payment of the Company's shares.</p> <p>Mandatory Provisions Article 14</p>	<p>Article 16</p> <p>Shares issued by the Company to domestic investors for subscription in Renminbi shall be referred to as domestic shares. Shares issued by the Company to foreign investors for subscription in foreign currency shall be referred to as foreign invested shares. Foreign invested shares which are listed outside the PRC shall be referred to as overseas listed foreign invested shares.</p> <p>The foreign currency referred to in the preceding paragraph is a legal tender (other than Renminbi) of other countries or regions which is recognized by the competent foreign exchange department of the State and can be used for payment of the Company's shares.</p> <p>Upon completion of overseas offering and listing of the shares of the Company and upon approvals of the State Council or its securities regulatory authorities, the Company's shareholders may transfer all or part of their Unlisted Shares (as defined below) to foreign investors and have such shares listed and traded overseas, or the transfer of all or part of the Unlisted Shares into overseas listed foreign invested shares and the listing and trading of such shares shall not be considered as the Company's intention to vary or abrogate the rights of class shareholders. The said shares listed on or traded in an overseas stock exchange shall also comply with the regulatory procedures, regulations and requirements of the relevant overseas securities market.</p>

No.	Existing Articles of Association	Proposed amendments to the Articles of Association
		<p>Listing and trading of the said shares on an overseas stock exchange or the transfer from domestic shares to foreign invested shares and the listing and trading of such shares does not need resolution through voting at a class shareholders' general meeting. The class of domestic shares and unlisted foreign invested shares (collective "Unlisted Shares") held by the Company's shareholders will be converted into overseas listed shares after obtaining the approval for overseas listing and trading, the class of which shall be the same as the overseas listed foreign shares.</p> <p>Mandatory Provisions Article 14</p>
2.	<p>Article 46</p> <p>Transfers may not be entered in the register of shareholders within thirty (30) days prior to the date of a shareholders' general meeting or within five (5) days before the record date set by the Company for the purpose of distribution of dividends.</p> <p>Mandatory Provisions Article 38</p>	<p>Article 46</p> <p>Laws and regulations of the PRC and the provisions in the relevant rules governing the listing of securities of The Stock Exchange of Hong Kong Limited regulating the arrangement of close of register of shareholders before shareholders' general meeting being convened or the record date being set by the Company for the purpose of distribution of dividends shall prevail.</p>
3.	<p>Article 61</p> <p>When the Company convenes a shareholders' general meeting, it shall issue a written notice forty-five (45) days prior to the meeting informing all the registered shareholders of the matters to be examined at the meeting as well as the date and place of the meeting. Shareholders who intend to attend the shareholders' general meeting shall, within twenty (20) days prior to the meeting, deliver a written reply to the Company on meeting attendance.</p> <p>Mandatory Provisions Article 53</p>	<p>Article 61</p> <p>When the Company convenes a shareholders' general meeting, notice stating the date and place of and matters to be examined at the meeting shall be given to all shareholders twenty (20) days before the meeting. Notice of shareholders' special general meetings shall be given to all shareholders fifteen (15) days prior to the meeting.</p> <p>Company Law 102</p>

No.	Existing Articles of Association	Proposed amendments to the Articles of Association
4.	<p>Article 62</p> <p>When the Company convenes an annual general meeting, shareholder(s) individually or in aggregate holding 3% (inclusive) or more of the total voting shares of the Company shall have the right to propose new motions in writing, and the Company shall place such proposed motions on the agenda for such annual general meeting if they are matters falling within the functions and powers of the general meetings.</p> <p>Mandatory Provisions Article 54 Company Law 103</p>	<p>Article 62</p> <p>When the Company convenes a general meeting, shareholder(s) individually or in aggregate holding 3% (inclusive) or more of the total voting shares of the Company shall have the right to propose new motions in writing, and the Company shall place such proposed motions on the agenda for such general meeting if they are matters falling within the functions and powers of the general meetings.</p> <p>Mandatory Provisions Article 54 Company Law 103</p>
5.	<p>Article 63</p> <p>The Company shall, based on the written replies received twenty (20) days before the date of the shareholders’ general meeting, calculate the number of voting shares represented by shareholders who intend to attend the meeting. If the number of voting shares represented by the shareholders who intend to attend the meeting reaches not less than one half of the Company’s total voting shares, the Company may hold the general meeting. If not, the Company shall within five (5) days notify the shareholders again by notice of the matters to be considered, the place and the date of the meeting. The Company may hold the general meeting after such publication of such notice.</p> <p>A special general meeting shall not decide on any matter not stated in the notice of the meeting.</p> <p>Mandatory Provisions Article 55</p>	<p>Article 63</p> <p>A shareholders’ general meeting may not resolve on any matters in respect of those not set out in the notice or supplemental notice issued for the meeting.</p> <p>Company Law 102</p>

No.	Existing Articles of Association	Proposed amendments to the Articles of Association
6.	<p>Article 65</p> <p>Notice of general meetings shall be served on each shareholder (whether or not such shareholder is entitled to vote at the meeting), by personal delivery or prepaid post to the address of the shareholder as shown in the register of shareholders. For the holders of domestic shares, notice of the general meetings may also be issued by way of public announcement.</p> <p>The public announcement referred to in the preceding paragraph shall be published in one (1) or more newspapers designated by the competent securities regulatory authority of the State Council within the interval of forty-five (45) days to fifty (50) days before the date of the meeting. After the publication of such announcement, the holders of domestic shares shall be deemed to have received the notice of the relevant shareholders' general meeting.</p> <p>Sufficient notice shall be given by the Company to ensure that the holders of foreign invested shares with their registered address in Hong Kong would have sufficient time to exercise their rights or act in accordance with the terms of the notice.</p> <p>Mandatory Provisions Article 57</p>	<p>Article 65</p> <p>Notice of general meetings shall be served on each shareholder (whether or not such shareholder is entitled to vote at the meeting), by personal delivery or prepaid post to the address of the shareholder as shown in the register of shareholders. For the holders of domestic shares, notice of the general meetings may also be issued by way of public announcement.</p> <p>The public announcement referred to in the preceding paragraph shall be published in one (1) or more newspapers designated by the competent securities regulatory authority of the State Council within the interval of twenty (20) days to twenty-five (25) days before the date of the shareholders' annual general meeting, or within the interval of fifteen (15) days to twenty (20) days before the date of the shareholders' special general meeting. After the publication of such announcement, the holders of domestic shares shall be deemed to have received the notice of the relevant shareholders' general meeting.</p> <p>Sufficient notice shall be given by the Company to ensure that the holders of foreign invested shares with their registered address in Hong Kong would have sufficient time to exercise their rights or act in accordance with the terms of the notice.</p> <p>Mandatory Provisions Article 57 Company Law 102</p>

No.	Existing Articles of Association	Proposed amendments to the Articles of Association
7.	<p>Article 89</p> <p>Any variation or abrogation of the rights of any class of shareholders proposed by the Company may only come into effect upon the adoption of a special resolution at a shareholders' general meeting and approval by the affected shareholders of that class at a separate meeting held in accordance with Articles 91 and 95 of the Articles of Association.</p> <p>Mandatory Provisions Article 79</p>	<p>Article 89</p> <p>Except for the listing and trading of shares on an overseas stock exchange and the transfer of Unlisted Shares into overseas listed foreign invested shares as prescribed in the third and fourth circumstances under Article 16 of the Articles of Association, any variation or abrogation of the rights of any class of shareholders proposed by the Company may only come into effect upon the adoption of a special resolution at a shareholders' general meeting and approval by the affected shareholders of that class at a separate meeting held in accordance with Articles 91 and 95 of the Articles of Association.</p> <p>Mandatory Provisions Article 79</p>
8.	<p>Article 93</p> <p>Written notice of a class meeting convened by the Company shall be dispatched forty-five (45) days prior to the date of the class meeting to all shareholders of such class whose names appear on the register of shareholders, specifying the matters to be considered and the date and place of the meeting. Shareholders who intend to attend the meeting shall serve on the Company written replies of their intention to attend twenty (20) days prior to the date of the meeting.</p>	<p>Article 93</p> <p>Written notice period of a class meeting convened by the Company shall be the same as the written notice period of a non-class meeting proposed to be convened on the same date of the class meeting. Written notice shall be dispatched to shareholders of such class whose names appear on the register of shareholders, specifying the matters to be examined and the date and place of the meeting. The notice period shall exclude the date of the notice and the date of the meeting.</p>

No.	Existing Articles of Association	Proposed amendments to the Articles of Association
	<p>If the number of voting shares at such meeting held by shareholders who intend to attend such meeting reaches not less than one-half of the total number of voting shares of such class at such meeting, the Company may hold such class meeting; if this cannot be attained, the Company shall further notify the shareholders by way of announcement within five (5) days thereof specifying the matters to be considered and the date and place of the meeting. After such announcement has been given, the Company may then hold the class meeting.</p> <p>The quorum for a separate class meeting (other than an adjourned meeting) to consider a variation of the rights of any class of shares shall be the holders of at least one-third of the issued shares of that class.</p> <p>Mandatory Provisions Article 83</p>	<p>The quorum for a separate class meeting (other than an adjourned meeting) to consider a variation of the rights of any class of shares shall be the holders of at least one-third of the issued shares of that class.</p> <p>Mandatory Provisions Article 83 Company Law 102</p>
9.	<p>Article 95</p> <p>Save for shareholders of shares of other classes, the holders of domestic shares and holders of overseas listed foreign invested shares are deemed to be different classes of shareholders.</p>	<p>Article 95</p> <p>Save for shareholders of shares of other classes, the holders of domestic shares and holders of overseas listed foreign invested shares are deemed to be different classes of shareholders.</p>

No.	Existing Articles of Association	Proposed amendments to the Articles of Association
	<p>The special procedures for approval by class shareholders shall not apply to the following circumstances:</p> <p>(i) where the Company issues, upon approval by special resolution of the shareholders in a general meeting, either separately or concurrently once every twelve months, not more than 20% of each of the existing issued domestic shares and overseas listed foreign invested shares of the Company; or</p> <p>(ii) where the Company’s plan to issue domestic shares and overseas listed foreign invested shares upon its establishment is implemented within 15 months from the date of approval by China Securities Regulatory Commission or other securities authority under the State Council.</p>	<p>The special procedures for approval by class shareholders shall not apply to the following circumstances:</p> <p>(i) where the Company issues, upon approval by special resolution of the shareholders in a general meeting, either separately or concurrently once every twelve months, not more than 20% of each of the existing issued domestic shares and overseas listed foreign invested shares of the Company;</p> <p>(ii) where the Company’s plan to issue domestic shares and overseas listed foreign invested shares upon its establishment is implemented within 15 months from the date of approval by China Securities Regulatory Commission or other securities authority under the State Council; or</p> <p>(iii) the listing and trading of shares on an overseas stock exchange and the transfer of Unlisted Shares into overseas listed foreign invested shares as prescribed in the third and fourth circumstances under Article 16 of the Articles of Association.</p>

No.	Existing Articles of Association	Proposed amendments to the Articles of Association
10.	<p>Article 98</p> <p>The Board shall report to the shareholders' general meeting and exercises the following powers:</p> <ol style="list-style-type: none"> (1) to convene shareholders' general meetings and report its work to the shareholders' general meeting; (2) to implement the resolutions of shareholders' general meetings; (3) to decide on the Company's business plans and investment proposals; (4) to formulate the Company's plans on annual financial budgets and final accounts; (5) to formulate the Company's profit distribution plans and plans on making up losses; (6) to formulate the proposals for increase or decrease of the registered capital of the Company and issuance of bonds of the Company; (7) to formulate plans for substantial acquisition or disposal and merger, division and dissolution of the Company; (8) to determine the establishment of the Company's internal management structure; 	<p>Article 98</p> <p>The Board shall report to the shareholders' general meeting and exercises the following powers:</p> <ol style="list-style-type: none"> (1) to convene shareholders' general meetings and report its work to the shareholders' general meeting; (2) to implement the resolutions of shareholders' general meetings; (3) to decide on the Company's business plans and investment proposals; (4) to formulate the Company's plans on annual financial budgets and final accounts; (5) to formulate the Company's profit distribution plans and plans on making up losses; (6) to formulate the proposals for increase or decrease of the registered capital of the Company and issuance of bonds of the Company; (7) to formulate plans for substantial acquisition or disposal and merger, division and dissolution of the Company; (8) to determine the establishment of the Company's internal management structure;

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	<p>(9) to appoint or remove the general manager of the Company and to appoint or remove the deputy general manager and the financial officer of the Company based on the nomination by the general manager and to decide on their remunerations; to appoint or replace the members of the Board of Directors and the Supervisory Committee of the Company's wholly-owned subsidiaries, appoint, replace or recommend the shareholders' proxies, directors and supervisors of its subsidiaries which are controlled or invested by the Company;</p> <p>(10) to formulate the basic management system of the Company;</p> <p>(11) to formulate proposals for amendment to the Articles of Association;</p> <p>(12) under the premise of observing relevant laws and regulations and the Articles of Association, to exercise the Company's rights of financing and borrowing and to determine pledge, lease, contracting or transfer of the Company's important assets; and to authorize the general manager and deputy general manager, to a certain extent authorized, to exercise the rights mentioned herein;</p> <p>(13) other duties according to the provisions of the Articles of Association or conferred by the shareholders' general meeting.</p>	<p>(9) to appoint or remove the general manager of the Company and to appoint or remove the deputy general manager and the financial officer of the Company based on the nomination by the general manager and to decide on their remunerations; to appoint or replace the members of the Board of Directors and the Supervisory Committee of the Company's wholly-owned subsidiaries, appoint, replace or recommend the shareholders' proxies, directors and supervisors of its subsidiaries which are controlled or invested by the Company;</p> <p>(10) to formulate the basic management system of the Company;</p> <p>(11) to formulate proposals for amendment to the Articles of Association;</p> <p>(12) under the premise of observing relevant laws and regulations and the Articles of Association, to exercise the Company's rights of financing and borrowing and to determine pledge, hypothecation, contracting or transfer of the Company's important assets; and to authorize the general manager and deputy general manager, to a certain extent authorized, to exercise the rights mentioned herein;</p> <p>(13) other duties according to the provisions of the Articles of Association or conferred by the shareholders' general meeting.</p>

No.	Existing Articles of Association	Proposed amendments to the Articles of Association
	<p>Except for the Board resolutions in respect of the matters specified in clauses (6), (7) and (11) of this Article which shall be passed by not less than two-thirds of the Directors, the Board resolutions in respect of all other matters may be passed by the affirmative vote of a simple majority of the Directors.</p> <p>Mandatory Provisions Article 88</p>	<p>Except for the Board resolutions in respect of the matters specified in clauses (6), (7) and (11) of this Article which shall be passed by not less than two-thirds of the Directors, the Board resolutions in respect of all other matters may be passed by the affirmative vote of a simple majority of the Directors.</p> <p>Mandatory Provisions Article 88</p>
11.	<p>Article 158</p> <p>The Company shall calculate, declare and pay dividends and other amounts which are payable to holders of domestic shares in Renminbi within 3 months after the date on which the dividend is declared. The Company shall calculate and declare dividends and other payments which are payable to holders of foreign-invested shares in Renminbi, and shall pay such amounts in foreign currency within 3 months after the date on which the dividend is declared.</p> <p>The Company shall pay dividends and other amounts to holders of foreign-invested shares in accordance with the relevant foreign exchange control regulations of the State.</p>	<p>Article 158</p> <p>The Company shall calculate, declare and pay dividends and other amounts which are payable to holders of domestic shares and holders of overseas listed foreign invested shares on Stock Connect in Renminbi within 3 months after the date on which the dividend is declared. The Company shall calculate and declare dividends and other payments which are payable to holders of foreign-invested shares (save for holders of overseas listed foreign invested shares on Stock Connect) in Renminbi, and shall pay such amounts in foreign currency within 3 months after the date on which the dividend is declared.</p> <p>According to the exchange rate calculated based on the average closing price of the exchange rate of relevant foreign currency to Renminbi in the preceding 5 business days as announced by the People’s Bank of China, the Company shall pay dividends and other amounts to holders of foreign-invested shares (save for holders of overseas listed foreign invested shares on Stock Connect) in accordance with the relevant foreign exchange control regulations of the State.</p>

The proposed amendments to the Articles of Association is subject to the approval by the shareholders of the Company (the “**Shareholders**”) at (1) the special general meeting to be convened by the Company (“the **SGM**”); (2) the class meeting of the holders of H Shares of the Company (the “**H Shares Class Meeting**”); and (3) the class meeting of the holders of non-listed shares of the Company (the “**Non-listed Shares Class Meeting**”), by way of special resolutions, and will become effective upon filing with the relevant commerce departments and industrial and commercial registration departments in the PRC. A circular of the Company containing, among other things, detailed information of the proposed amendments to the Articles of Association as well as the notice of the SGM, the notice of the H Shares Class Meeting and the notice of the Non-listed Shares Class Meeting will be dispatched to the Shareholders in due course.

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

Beijing, the PRC, 5 December 2019

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. Shao Jiulin, 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 GEM 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.

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”.