



**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)**

**THIRD QUARTERLY RESULTS ANNOUNCEMENT  
FOR THE NINE MONTHS ENDED 30 SEPTEMBER 2012**

**CHARACTERISTICS OF THE GROWTH ENTERPRISE MARKET OF THE STOCK  
EXCHANGE OF HONG KONG LIMITED**

**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.**

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*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with 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 herein or this announcement misleading.*

### THIRD QUARTERLY RESULTS (UNAUDITED)

The Board announced the unaudited consolidated results of the Group for the nine months ended 30 September 2012 together with the unaudited comparative figures for the corresponding period in 2011 as follows:

#### CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the nine months ended 30 September 2012

		Three months ended 30 September		Nine months ended 30 September	
		2012	2011	2012	2011
	Note	RMB'000	RMB'000	RMB'000	RMB'000
<b>Turnover</b>	3	<b>156,895</b>	133,848	<b>327,926</b>	248,419
Cost of sales and services		(82,485)	(68,450)	(182,893)	(129,268)
<b>Gross profit</b>		<b>74,410</b>	65,398	<b>145,033</b>	119,151
Other gains and income	4	<b>1,163</b>	1,453	<b>3,960</b>	21,397
Distribution costs		(7,744)	(4,331)	(22,209)	(12,767)
Administrative expenses		(18,123)	(18,154)	(48,733)	(46,352)
Other expenses		(4,605)	(4,298)	(14,338)	(12,471)
Finance costs	5	<b>345</b>	(2,955)	<b>(82)</b>	(6,964)
Change in fair value of derivative financial instruments		—	12	(37)	(1,724)
Share of (losses)/profits of associates		(240)	2,993	(500)	2,993
Share of (losses)/profits of jointly controlled entities		(1,347)	(1,111)	(3,669)	1,271
<b>Profit before tax</b>		<b>43,859</b>	39,007	<b>59,425</b>	64,534
Income tax expense	6	(10,493)	(8,972)	(14,916)	(2,082)
<b>Profit for the period</b>		<b>33,366</b>	30,035	<b>44,509</b>	62,452
<b>Other comprehensive income after tax</b>					
Investment revaluation reserve reclassified to profit or loss on disposal of available-for-sale financial assets		—	—	—	(1,699)
Change in fair value of available-for-sale financial assets		<b>5,896</b>	(48,810)	<b>(17,550)</b>	(35,302)
Exchange differences on translating foreign operations		<b>539</b>	(2,234)	<b>1,326</b>	(6,158)
Share of other comprehensive income of jointly controlled entities		(270)	—	(270)	—
<b>Other comprehensive income for the period, net of tax</b>		<b>6,165</b>	(51,044)	<b>(16,494)</b>	(43,159)
<b>Total comprehensive income for the period</b>		<b>39,531</b>	(21,009)	<b>28,015</b>	19,293

	<i>Note</i>	Three months ended 30 September		Nine months ended 30 September	
		2012 <i>RMB'000</i>	2011 <i>RMB'000</i>	2012 <i>RMB'000</i>	2011 <i>RMB'000</i>
<b>Profit for the period attributable to:</b>					
Owners of the Company		<b>12,198</b>	13,181	<b>13,097</b>	34,422
Non-controlling interests		<b>21,168</b>	16,854	<b>31,412</b>	28,030
		<u><b>33,366</b></u>	<u>30,035</u>	<u><b>44,509</b></u>	<u>62,452</u>
<b>Total comprehensive income for the period attributable to:</b>					
Owners of the Company		<b>18,331</b>	(37,864)	<b>(3,442)</b>	(8,058)
Non-controlling interests		<b>21,200</b>	16,855	<b>31,457</b>	27,351
		<u><b>39,531</b></u>	<u>(21,009)</u>	<u><b>28,015</b></u>	<u>19,293</u>
		<i>RMB cent</i>	<i>RMB cent</i>	<i>RMB cent</i>	<i>RMB cent</i>
<b>Earnings per share</b>					
Basic and diluted	7	<u><b>1.03</b></u>	<u>1.11</u>	<u><b>1.11</b></u>	<u>2.91</u>

# CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the nine months ended 30 September 2012

	Attributable to owners of the Company							Non-controlling interests RMB'000	Total equity RMB'000
	Share capital RMB'000	Capital reserve RMB'000	Reserve funds RMB'000	Foreign currency translation reserve RMB'000	Investment revaluation reserve RMB'000	Retained profits RMB'000	Total RMB'000		
At 1 January 2011	118,480	377,720	85,489	(61,098)	49,072	302,664	872,327	71,496	943,823
Total comprehensive income for the period	—	—	—	(6,158)	(36,322)	34,422	(8,058)	27,351	19,293
Capital contribution from non-controlling interests	—	—	—	—	—	—	—	9,800	9,800
Acquisition of a subsidiary	—	—	—	—	—	—	—	(622)	(622)
Disposal of a subsidiary	—	—	—	—	—	—	—	(343)	(343)
Disposal of interests in a subsidiary without loss of control	—	—	—	—	—	(4,458)	(4,458)	4,458	—
Dividend paid to non-controlling interests	—	—	—	—	—	—	—	(1,000)	(1,000)
Changes in equity for the period	—	—	—	(6,158)	(36,322)	29,964	(12,516)	39,644	27,128
At 30 September 2011	<u>118,480</u>	<u>377,720</u>	<u>85,489</u>	<u>(67,256)</u>	<u>12,750</u>	<u>332,628</u>	<u>859,811</u>	<u>111,140</u>	<u>970,951</u>
At 1 January 2012	118,480	377,720	86,998	(69,049)	51,793	332,729	898,671	116,673	1,015,344
Total comprehensive income for the period	—	—	—	1,281	(17,820)	13,097	(3,442)	31,457	28,015
Capital contribution from non-controlling interests	—	—	—	—	—	—	—	624	624
Acquisition of subsidiaries	—	—	—	—	—	—	—	4,059	4,059
Disposal of a subsidiary	—	—	—	—	—	—	—	(178)	(178)
Dividend paid to non-controlling interests	—	—	—	—	—	—	—	(11,546)	(11,546)
Changes in equity for the period	—	—	—	1,281	(17,820)	13,097	(3,442)	24,416	20,974
At 30 September 2012	<u>118,480</u>	<u>377,720</u>	<u>86,998</u>	<u>(67,768)</u>	<u>33,973</u>	<u>345,826</u>	<u>895,229</u>	<u>141,089</u>	<u>1,036,318</u>

*Note:*

## **1. GENERAL INFORMATION**

The Company was incorporated in 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 Room 1002, 10th Floor, Bank of America Tower, 12 Harcourt Road, Central, Hong Kong respectively.

The Group is principally engaged in the research, development, manufacture, marketing and sale of wireless fire alarm systems and related products, the development of travel and leisure business and investment holding.

## **2. BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES**

These condensed financial statements have been prepared in accordance with accounting principles generally accepted in Hong Kong and the applicable disclosures required by the GEM Listing Rules and by the Hong Kong Companies Ordinance. These condensed financial statements have been prepared under the historical cost convention, as modified by the revaluation of certain investments and derivatives which are carried at their fair values. These condensed consolidated financial statements are presented in RMB, which is the Company's functional and presentation currency, and all values are rounded to the nearest thousand (RMB'000) except when otherwise indicated.

In the current period, the Group has adopted all new/revised HKFRSs issued by the Hong Kong Institute of Certified Public Accountants that are relevant to its operations and effective for accounting period beginning on 1 January 2012. HKFRSs comprise Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards and Interpretations. The adoption of these new/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 applied the new/revised HKFRSs that have been issued but are not yet effective.

The Group has already commenced an assessment of the impact of these new/revised HKFRSs but is not yet in a position to state whether these new/revised HKFRSs would have a material impact on its results of operations and financial position.

Save as aforesaid or as otherwise mentioned in this announcement, the accounting policies adopted in preparing these unaudited third 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 2011. 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 are as follows:

	Three months ended 30 September		Nine months ended 30 September	
	2012	2011	2012	2011
	RMB'000	RMB'000	RMB'000	RMB'000
Sale of embedded system products and related products	115,081	93,994	252,715	181,109
Rendering of travel and leisure services	37,963	39,854	67,181	67,310
Others	3,851	—	8,030	—
	<u>156,895</u>	<u>133,848</u>	<u>327,926</u>	<u>248,419</u>

### 4. OTHER GAINS AND INCOME

	Three months ended 30 September		Nine months ended 30 September	
	2012	2011	2012	2011
	RMB'000	RMB'000	RMB'000	RMB'000
Bank interest income	57	793	612	2,137
Gain on disposal of a subsidiary	86	—	86	12,601
Gain on disposal of available-for-sale financial assets	—	—	—	3,116
Interest income from convertible bonds	705	540	2,010	1,780
Interest income from loans to others	—	82	—	192
Write-back of trade and other payables	—	—	652	—
Others	315	38	600	1,571
	<u>1,163</u>	<u>1,453</u>	<u>3,960</u>	<u>21,397</u>

### 5. FINANCE COSTS

	Three months ended 30 September		Nine months ended 30 September	
	2012	2011	2012	2011
	RMB'000	RMB'000	RMB'000	RMB'000
Interest on borrowings wholly repayable within five years				
— bank loans	274	165	748	459
— other loans	206	125	513	290
Net foreign exchange (gain)/losses	(825)	2,665	(1,179)	6,215
	<u>(345)</u>	<u>2,955</u>	<u>82</u>	<u>6,964</u>

## 6. INCOME TAX EXPENSE

	Three months ended 30 September		Nine months ended 30 September	
	2012	2011	2012	2011
	RMB'000	RMB'000	RMB'000	RMB'000
Current tax — PRC Enterprise Income Tax				
Provision for the period	10,376	8,973	14,584	14,356
Over-provision in prior year	—	—	—	(12,380)
Current tax — Hong Kong Profits Tax				
Provision for the period	117	(1)	332	106
	<u>10,493</u>	<u>8,972</u>	<u>14,916</u>	<u>2,082</u>

Hong Kong Profits Tax has been provided at a rate of 16.5% (2011: 16.5%) on the estimated assessable profit of the Group for the nine months ended 30 September 2012.

Tax charge on profits assessable elsewhere have 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.

During the year ended 31 December 2009, two 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 two subsidiaries are subject to PRC Enterprise Income Tax at a rate of 15% effective for the year ending 31 December 2012.

The Company and 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% (2011: 25%).

## 7. EARNINGS PER SHARE

### Basis and diluted earnings per share

For the three months ended 30 September 2012, the calculation of basic and diluted earnings per share attributable to owners of the Company is based on profit for the period attributable to owners of the Company of approximately RMB12,198,000 (2011: RMB13,181,000) and the weighted average number of ordinary shares of 1,184,800,000 (2011: 1,184,800,000) in issue during the period.

For the nine months ended 30 September 2012, the calculation of basic and diluted earnings per share attributable to owners of the Company is based on profit for the period attributable to owners of the Company of approximately RMB13,097,000 (2011: RMB34,422,000) and the weighted average number of ordinary shares of 1,184,800,000 (2011: 1,184,800,000) in issue during the period.

## DIVIDEND

The Board does not recommend the payment of an interim dividend for the nine months ended 30 September 2012 (2011: Nil).

## MANAGEMENT DISCUSSION AND ANALYSIS

### Business Review

#### *Overall performance*

Turnover totalled RMB327.9 million for the nine months period ended 30 September 2012, increased by approximately RMB79.5 million or 32.0% year-on-year. Gross profit reached RMB145.0 million, increased by approximately RMB25.9 million or 21.7% year-on-year. With the backdrop of continuing good performance of core business especially the astounding growth in WFAS segment, distribution costs soared approximately RMB9.4 million or 74.0% year-on-year while administrative expenses and other expenses rose approximately RMB4.2 million or 7.2% in aggregate because the Group intensified market promotion and product development obviously. During the reporting period, the Group recorded profit for the period of RMB44.5 million. Because of the decrease in the share price of SMIC being one of the available-for-sale financial assets of the Group during the period under review, fair value of the available-for-sale financial assets decreased by RMB17.6 million, which led to an overall decrease in total comprehensive income for the period attributable to owners of the Company by RMB3.4 million.

#### *Manufacture and sale of electronic fire equipment*

Turnover boosted 39.5% year-on-year and reached RMB252.7 million for the period under review, which accounted for 77.1% of the Group's total turnover. Uplift in sales relies not only on strong demand but also the Group and the dealers' joint efforts in exploring market opportunities. The Group conducted promotional campaigns in a number of cities, including Dongguan, Suzhou, Langfang and Zhangjiajie. The Group also continued to strengthen its R&D capacity in order to shorten the development cycle of products with new generation of technology. Benefited from continued brand buildings, excellent after-sales service and high product quality, customer loyalty to the Group remained solid.

#### *Tourism development*

The Group recorded steady turnover of RMB67.2 million from its tourism development business during the nine months period ended 30 September 2012 (2011: RMB67.3 million), which represented 20.5% of the Group's total turnover. Approximately 1.25 million arrivals, of which most of them being pilgrims, visited Hengshan during the reporting period, up 13.6% year-on-year. Service utilisation rate remained steady at 90% during the period under review. The performance was adversely affected by cold weather in Hengshan during the first quarter of 2012.

Demolition and relocation process of Songya Lak Huanhu Project as mentioned in the previous quarterly reports is still in progress.

#### *Equity fund investment*

SBI & BDJB China Fund, L.P. ("SBI China")

SBI China currently invested in four sectors, being IT vocational education, insurance, baby products retailing and LED business.



During the period under review, the investees in the IT vocational education sector had a higher net profit margin when compared to corresponding period in last year. Though there was a decrease in revenue, the investee in the insurance sector achieved a higher net profit during third quarter of 2012, as a result of improvement in the underwriting business performance. The baby product sector faced stiff market competition. Growth slowed down and the baby product sector recorded an overall loss for the nine months ended 30 September 2012. Details of the LED business are set out in the section “LED business — Enraytek Optoelectronics Co. Ltd. (“Enraytek”) below.

Beijing Jade Bird Hengsheng Investment Fund (Limited Partnership) (“HS Fund”)

HS Fund currently participated in property development projects in Beijing, including construction of certain luxury villas and commercial buildings in Beijing.

#### *Non-equity fund investment*

##### SMIC

According to the latest information available, SMIC recorded revenue of USD461.2 million for the third quarter of 2012, up 9.3% as compared to the second quarter of 2012 and jumped by 50.3% year-on-year. Gross margin increased to 27.5% in this quarter from 24.1% in the previous quarter primarily due to continued improvements in manufacturing efficiency. Net cash flow from operations increased to USD119.0 million in this quarter from USD109.4 million in the previous quarter. Profit attributable to ordinary shareholders increased to USD12.0 million in this quarter, compared to USD7.1 million in the second quarter of 2012.

LED business — Enraytek Optoelectronics Co., Ltd. (“Enraytek”)

During the third quarter of 2012, Enraytek newly appointed a sales director who has extensive experience in the LED industry. There was an increase in sales orders from customers in September 2012.

#### *Outlook*

Looking ahead, the Group will remain focus on the two directions of strengthening core businesses and exploring investment opportunities. The predetermined strategies for the business of manufacturing and sale of electronic fine equipment, being dealer recruitment, selling terminal establishment and dealer coverage expansion will be continued to solidify market share. Trainings will be continued to upgrade the sales workforce while promotions will be conducted to further strengthen customer trust. Research and development on UL standard accredited products for USA market is in full swing. Besides striving for high bus service utilization rate, the Group will continue to diversify the tourism development business through participating in relating projects. In particular, Songya Lake Project and the Changbai Mountain Culture Creative Park Project are the current icons. The Group also believes the performance of the investment funds and other businesses will improve in the coming period following proper restructuring process. At last, the Group newly acquired a grape wine business in early 2012 and its export of wine to PRC started. By conducting a series of marketing campaigns and improving the facilities of the winery, remarkable growth in the grape wine business is expected.

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

As at 30 September 2012, the interests (including interests in shares and short positions) of Directors, Supervisors and chief executives of the Company in the shares and underlying shares of the Company or any of its associated corporations (within the meaning of Part XV of 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 of Director	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			
Mr. Xu Zhendong	Beneficial owner and beneficiary of trust	205,414,000	12,070,000	217,484,000	29.34%	2.49%	18.36%
Mr. Xu Zhixiang	Beneficial owner and beneficiary of trust	205,414,000	11,527,000	216,941,000	29.34%	2.38%	18.31%
Mr. Zhang Wanzhong	Beneficial owner and beneficiary of trust	205,414,000	12,070,000	217,484,000	29.34%	2.49%	18.36%
Mr. Chen Zongbing	Beneficial owner	—	16,209,000	16,209,000	—	3.34%	1.37%
<b>Name of Supervisor</b>							
Mr. Zhang Yongli	Beneficial owner and beneficiary of trust	205,414,000	13,200,000	218,614,000	29.34%	2.72%	18.45%
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 JB Software, 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, 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’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.

Save as disclosed above, none of the Directors, Supervisors nor 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 30 September 2012.

#### **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 30 September 2012, 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 shares and underlying shares of the Company

Name	Note	Capacity and nature of interests	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	(a)	Through controlled corporations	200,000,000	28.57%	16.88%
2. Beida Asset Management Co., Ltd.	(a)	Through controlled corporations	200,000,000	28.57%	16.88%
3. Beijing Beida Jade Bird Software System Co., Ltd.	(a), (c)	Through a controlled corporation	200,000,000	28.57%	16.88%
4. Beijing Beida Jade Bird Limited	(a), (b)	Directly beneficially owned and through a controlled corporation	200,000,000	28.57%	16.88%
5. Shenzhen Beida Jade Bird Sci-Tech Co., Ltd.	(a)	Directly beneficially owned	85,000,000	12.14%	7.17%
6. Grand East (H.K.) Limited		Directly beneficially owned	110,000,000	15.71%	9.28%
7. Heng Huat Investments Limited	(d)	Through a controlled corporation	205,414,000	29.34%	17.34%
8. Dynamic Win Assets Limited	(d)	Directly beneficially owned	205,414,000	29.34%	17.34%
9. Mongolia Energy Corporation Limited	(e)	Through a controlled corporation	84,586,000	12.08%	7.14%
10. New View Venture Limited	(e)	Directly beneficially owned	84,586,000	12.08%	7.14%
11. 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 16.88% of the total issued share capital of the Company through the following companies:
- (i) 85 million Shares (representing approximately 7.17% of the Company's total issued share capital) held by SZ Jade Bird, which is 90% beneficially owned by Beida Jade Bird;
  - (ii) 115 million Shares (representing approximately 9.71% of the Company's total issued share capital) held by Beida Jade Bird itself, which is 46% beneficially owned by JB Software.

Beida Asset Management Co., Ltd. is wholly owned by Peking University.

- (b) The interests of Beida Jade Bird comprise 115 million Shares held by it and 85 million Shares held by SZ Jade Bird.
- (c) The interests of JB Software comprise 200 million Shares held by Beida Jade Bird.
- (d) The Shares are held by Dynamic Win, which is beneficially wholly-owned by Heng Huat.
- (e) The Shares are held by New View Venture Limited, which is wholly-owned by Mongolia Energy Corporation 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 30 September 2012.

## **COMPETING INTERESTS**

As at 30 September 2012, 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, SALE OR REDEMPTION OF THE LISTED SECURITIES OF THE COMPANY**

Neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company’s listed securities during the nine months ended 30 September 2012.

## **AUDIT COMMITTEE**

The Company established its Audit Committee with terms of reference in compliance with Rules 5.28 to 5.29 of 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.

Audit Committee comprises four members. The chairman is Mr. Shao Jiulin. The three members are Mr. Cai Chuanbing, Mr. Lin Yan and Mr. Li Juncai. All of them are independent non-executive Directors. Audit Committee had held a meeting to review the Group’s third quarterly report for the nine months ended 30 September 2012 and concluded the meeting with agreement to the contents of the report.

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

Beijing, the PRC, 9 November 2012

## GLOSSARY

“Audit Committee”	audit committee of the Company
“Beida Jade Bird”	Beijing Beida Jade Bird Limited
“Board”	board of Directors
“Company”	Beijing Beida Jade Bird Universal Sci-Tech Company Limited
“Director(s)”	director(s) of the Company
“Dynamic Win”	Dynamic Win Assets Limited
“GEM”	the Growth Enterprise Market of the Stock Exchange
“GEM Listing Rules”	Rules Governing the Listing of Securities on GEM
“Group”	Company and its subsidiaries
“H Share(s)”	overseas-listed foreign Share(s) listed on GEM
“HK\$”	Hong Kong dollars
“HKFRSs”	Hong Kong Financial Reporting Standards
“JB Software”	Beijing Beida Jade Bird Software System Co., Ltd.
“LED”	Light-emitting diode
“PRC”	People’s Republic of China
“RMB”	Renminbi
“SFO”	Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong) (as amended from time to time)
“Share(s)”	ordinary share(s) issued by the Company with a nominal value of RMB0.10 each
“Shareholder(s)”	shareholder(s) of the Company
“SMIC”	Semiconductor Manufacturing International Corporation
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Supervisor(s)”	supervisor(s) of the Company

“SZ Jade Bird”	Shenzhen Beida Jade Bird Sci-Tech Co., Ltd.
“USD”	United States dollars
“WFAS”	wireless fire alarm systems and related products of the Group

*As at the date of this announcement, Mr. Xu Zhendong, Mr. Xu Zhixiang and Mr. Zhang Wanzhong are executive Directors, Mr. Cai Weimin, Mr. Chen Zongbing and Ms. Zheng Zhong are non-executive Directors and Mr. Cai Chuanbing, Mr. Li Juncai, Mr. Shao Jiulin and Mr. Lin Yan 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”.*