
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in doubt as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Beijing Beida Jade Bird Universal Sci-Tech Company Limited, you should at once hand this circular and the accompanying form of proxy to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

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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)

- (I) GENERAL MANDATE TO ISSUE SHARES;**
(II) RE-ELECTION AND REAPPOINTMENT OF DIRECTORS AND PROPOSED APPOINTMENT OF DIRECTORS;
(III) RE-ELECTION AND REAPPOINTMENT OF SUPERVISORS;
(IV) REMUNERATION FOR DIRECTORS AND SUPERVISORS;
(V) PROPOSED AMENDMENT TO ARTICLES OF ASSOCIATION;
AND
(VI) NOTICE OF ANNUAL GENERAL MEETING

A notice convening the AGM to be held at Conference Room A, Block B, 3rd Floor, Beida Jade Bird Building, No. 207 Chengfu Road, Haidian District, Beijing 100871, the PRC on Friday, 21 May 2021 at 10:30 a.m. is set out on pages 20 to 25 of this circular. Form of proxy for use at the meeting are also enclosed with this circular.

Whether or not you are able to attend the meeting, you are required to complete the form of proxy in accordance with the instructions printed thereon. For holders of H Shares, you are required to return the form of proxy to the Company's share registrar in Hong Kong, Hong Kong Registrars Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong. For holders of non-listed Shares, you are required to return the form of proxy to the principal place of business of the Company in Beijing at 3rd Floor, Beida Jade Bird Building, No. 207 Chengfu Road, Haidian District, Beijing 100871, the PRC. Whether you are holders of H Shares or non-listed Shares, you are required to return the form of proxy by 10:30 a.m. on Thursday, 20 May 2021 or not less than 24 hours before the time appointed for holding any adjourned meeting. Completion and delivery of the form of proxy will not preclude you from attending and voting at the meeting if you so wish.

CHARACTERISTICS OF GEM

GEM has been positioned as a market designed to accommodate small and mid-sized 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.

Given that the companies listed on GEM are generally small and mid-sized companies, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board and no assurance is given that there will be a liquid market in the securities traded on GEM.

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DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions shall have the following meanings:

“AGM”	the annual general meeting of the Company to be held at 10:30 a.m. on Friday, 21 May 2021 at Conference Room A, Block B, 3rd Floor, Beida Jade Bird Building, No. 207 Chengfu Road, Haidian District, Beijing 100871, the PRC
“Articles”	the articles of association of the Company
“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 company incorporated in the PRC with limited liability with its H Shares listed on GEM
“Director(s)”	the directors of the Company
“GEM”	GEM of the Stock Exchange
“GEM Listing Rules”	the Rules Governing the Listing of Securities on GEM
“Group”	the Company and its subsidiaries
“H Share(s)”	overseas-listed foreign invested share(s) in the ordinary share capital of the Company, with a nominal value of RMB0.1 and subscribed for and traded in Hong Kong dollars
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Latest Practicable Date”	12 April 2021, being the latest practicable date before printing of the circular for the purpose of ascertaining certain information for inclusion in this circular

DEFINITIONS

“New General Mandate”	the mandate proposed to be sought at the AGM to authorise the Directors to allot, issue and deal with Shares not exceeding 20% of each of the aggregate number of Non-listed Shares and H Shares in issue as at the date of the resolution
“Non-listed Share(s)”	non-listed share(s) in the ordinary share capital of the Company with a nominal value of RMB0.1, which is (are) subscribed for or credited as fully paid up in RMB
“PRC”	the People’s Republic of China, which for the purpose of this circular, excludes Hong Kong, the Macau Special Administrative Region of the People’s Republic of China and Taiwan
“RMB”	renminbi, the lawful currency of the PRC
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
“Share(s)”	the ordinary share(s) in the ordinary share capital of the Company, with a nominal value of RMB0.1
“Shareholder(s)”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Supervisor(s)”	the supervisor(s) of the Company
“Supervisory Committee”	the Supervisory Committee of the Company
“%”	per cent.

LETTER FROM THE BOARD



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)

Executive Directors:

Mr. Ni Jinlei
Mr. Zhang Wanzhong
Ms. Zheng Zhong

Non-executive Directors:

Ms. Xue Li
Mr. Xiang Lei
Mr. Ip Wing Wai

Independent non-executive Directors:

Mr. Tang Xuan
Mr. Li Juncai
Mr. Li Chonghua
Mr. Shen Wei

Legal address:

3rd Floor
Beida Jade Bird Building
Yanyuan District Area 3
No. 5 Haidian Road
Haidian District
Beijing 100080
the PRC

*Principal place of business
in the PRC:*

3rd Floor, Beida Jade Bird Building
No. 207 Chengfu Road
Haidian District
Beijing 100871
the PRC

*Principal place of business
in Hong Kong:*

17th Floor
V Heun Building
138 Queen's Road Central
Hong Kong

15 April 2021

To the Shareholders

Dear Sir or Madam

**(I) GENERAL MANDATE TO ISSUE SHARES;
(II) RE-ELECTION AND REAPPOINTMENT OF DIRECTORS AND
PROPOSED APPOINTMENT OF DIRECTORS;
(III) RE-ELECTION AND REAPPOINTMENT OF SUPERVISORS;
(IV) REMUNERATION FOR DIRECTORS AND SUPERVISORS;
(V) PROPOSED AMENDMENT TO ARTICLES OF ASSOCIATION;
AND
(VI) NOTICE OF ANNUAL GENERAL MEETING**

INTRODUCTION

Reference is made to the announcement of the Company dated 26 March 2021, in which the Company announced the re-election and reappointment of the Directors and the proposed appointment of the Directors; the re-election and the reappointment of the Supervisors; and the proposed amendment to the Articles.

LETTER FROM THE BOARD

The purpose of this circular is to provide you with information regarding the resolutions to be proposed at the AGM for approval of (a) granting to the Directors the New General Mandate; (b) the re-election and reappointment of the Directors and the proposed appointment of the Directors; (c) the re-election and the reappointment of the Supervisors; (d) the remuneration proposal for the Directors and the Supervisors for the year ending 31 December 2021; (e) the proposed amendment to the Articles, and seek your approval of these resolutions relating to these matters at the AGM.

GENERAL MANDATE TO ISSUE SHARES

A special resolution will be proposed by the Company to give the Directors a general mandate to issue, allot and deal with additional Shares, whether Non-listed Shares or H Shares, not exceeding 20% of the aggregate number of Non-listed Shares in issue and 20% of the aggregate number of H Shares in issue, in each case as at the date of approval of the New General Mandate resolution.

The New General Mandate will, if granted, remain effective until the earliest of: (i) the conclusion of the next annual general meeting of the Company; (ii) the expiration of the twelve-month period following the passing of the New General Mandate resolution; and (iii) its revocation or variation by a special resolution of the Shareholders in general meeting.

RE-ELECTION OF DIRECTORS AND ELECTION OF NEW DIRECTOR

As at the Latest Practicable Date, the Board comprises three executive Directors, namely Mr. Ni Jinlei (“**Mr. Ni**”), Mr. Zhang Wanzhong and Ms. Zheng Zhong (“**Ms. Zheng**”), three non-executive Directors, namely Ms. Xue Li, Mr. Xiang Lei and Mr. Ip Wing Wai and four independent non-executive Directors, namely Mr. Tang Xuan (“**Mr. Tang**”), Mr. Li Juncai, Mr. Li Chonghua (“**Mr. Li**”) and Mr. Shen Wei (“**Mr. Shen**”). The term of office of all existing Directors will expire at the conclusion of the AGM. Mr. Zhang Wanzhong, Ms. Xue Li, Mr. Xiang Lei, Mr. Ip Wing Wai and Mr. Li Juncai will retire and will not offer themselves for re-election and reappointment at the AGM. It is proposed that each of Mr. Ni, Ms. Zheng, Mr. Tang, Mr. Li and Mr. Shen, who has offered himself/herself for re-election and reappointment at the AGM, to be reappointed as a Director at the AGM for a term of three years commencing on the date of passing the resolutions approving the re-election and reappointment in the AGM, subject to the approval of the Shareholders at the AGM of (i) the re-election and reappointment of such Directors; and (ii) the Amendment to Articles (as defined below).

The Board also proposes to appoint each of Mr. Wang Xingye (“**Mr. Wang**”) and Ms. Guan Xueming (“**Ms. Guan**”) as an executive Director, and Mr. Liu Ziyi (“**Mr. Liu**”) as a non-executive Director with effect from the passing of the ordinary resolutions approving the appointment thereof at the AGM, subject to the approval of the Shareholders at the AGM of (i) the appointment of such Directors; and (ii) the Amendment to Articles.

LETTER FROM THE BOARD

As a result, the proposed eighth session of the Board will be as follows:

Eighth session of the Board

Executive Directors

Mr. Ni Jinlei	offer for re-election
Ms. Zheng Zhong	offer for re-election
Mr. Wang Xingye	propose to elect
Ms. Guan Xueming	propose to elect

Non-executive Director

Mr. Liu Ziyi	propose to elect
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Independent non-executive Directors

Mr. Tang Xuan	offer for re-election
Mr. Li Chonghua	offer for re-election
Mr. Shen Wei	offer for re-election

Profiles of the Directors offering themselves for re-election and reappointment are set out in Appendix I of this circular. Profiles of the Directors proposed for appointment are set out in Appendix II of this circular.

RE-ELECTION AND REAPPOINTMENT OF SUPERVISORS

As at the Latest Practicable Date, the Supervisory Committee comprises five Supervisors, namely, Mr. Fan Yimin (“**Mr. Fan**”), Mr. Ouyang Zishi (“**Mr. Ouyang**”), Mr. Pan Yudong (“**Mr. Pan**”), Ms. Dong Xiaoqing and Ms. Zhou Min. Each of Mr. Fan, Mr. Ouyang and Mr. Pan is a shareholder representative Supervisors who shall be appointed at the Shareholders’ general meeting. Ms. Dong Xiaoqing and Ms. Zhou Min is an employee representative Supervisor shall be democratically elected by the Company’s employees. The term of office of all existing shareholder representative Supervisors will expire at the conclusion of the AGM. It is proposed that each of Mr. Fan, Mr. Ouyang and Mr. Pan, who has offered himself for re-election and reappointment at the AGM, to be reappointed as a shareholder representative Supervisor at the AGM for a term of three years commencing on the date of passing the resolutions approving the re-election and reappointment in the AGM, subject to the approval of the Shareholders at the AGM of the re-election and reappointment of such Supervisor.

As a result, the proposed eighth session of the Supervisory Committee will be as follows:

Eighth session of the Supervisory Committee

Mr. Fan Yimin	offer for re-election as shareholder representative Supervisor
Mr. Ouyang Zishi	offer for re-election as shareholder representative Supervisor
Mr. Pan Yudong	offer for re-election as shareholder representative Supervisor
Ms. Cao Zhenzhen	propose to elect as employee representative Supervisor
Ms. Zhou Min	offer for re-election as employee representative Supervisor

LETTER FROM THE BOARD

Profiles of the shareholder representative Supervisors offering themselves for re-election and reappointment are set out in Appendix III of this circular.

APPROVAL OF REMUNERATION PROPOSAL FOR DIRECTORS AND SUPERVISORS

The remuneration proposal for the Directors and the Supervisors for the year ending 31 December 2021 is set out in Appendix IV of this circular.

PROPOSED AMENDMENT TO ARTICLES

Taking into account that the structure of the Board will change, the Board proposes to amend the existing Articles (the “**Amendment to Articles**”) accordingly.

The proposed Amendment to Articles is set out below:

Existing article

Article 96

The Company sets a Board, which shall comprise ten (10) Directors of which one (1) is the Chairman and one (1) is the vice Chairman, including three (3) executive Directors, seven (7) external Directors (herein meaning those Directors who do not hold office in the Company, including independent Directors. Among the external Directors, four (4) of them are independent Directors (herein meaning those Directors who are independent from the shareholders and do not hold office in the Company).

Mandatory Provisions Article 86

Proposed amendment

Article 96

The Company sets a Board, which shall comprise ~~ten (10)~~ **eight (8)** Directors of which one (1) is the Chairman ~~and one (1) is the vice Chairman,~~ including ~~three (3)~~ **four (4)** executive Directors, ~~seven (7)~~ **four (4)** external Directors (herein meaning those Directors who do not hold office in the Company, including independent Directors. Among the external Directors, ~~four (4)~~ **three (3)** of them are independent Directors (herein meaning those Directors who are independent from the shareholders and do not hold office in the Company).

Mandatory Provisions Article 86

The proposed Amendment to Articles is subject to the approval by the Shareholders at the AGM by way of special resolution.

AGM

The notice convening the AGM is set out on pages 20 to 25 of this circular, to consider and, if appropriate, approve, among others, the resolutions relating to the granting to the Directors the New General Mandate, the re-election and reappointment of the Directors and the proposed appointment of the Directors, the re-election and the reappointment of the Supervisors, the remuneration proposal for the Directors and the Supervisors for the year ending 31 December 2021 and the proposed amendment to the Articles.

LETTER FROM THE BOARD

In compliance with the GEM Listing Rules, all resolutions will be voted on by way of poll at the AGM.

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, as at the Latest Practicable Date, no Shareholders will be required to abstain from voting on any resolutions to be proposed at the AGM.

Form of proxy for use at the AGM is enclosed with this circular. To be valid, the form of proxy must be completed in accordance with the instructions printed thereon and deposited, together with a notarized copy of the power of attorney or other authorisation documents at the Company's share registrar in Hong Kong, Hong Kong Registrars Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong (for holders of H Shares) or the principal place of business of the Company in Beijing at 3rd Floor, Beida Jade Bird Building, No. 207 Chengfu Road, Haidian District, Beijing 100871, the PRC (for holders of Non-listed Shares) by 10:30 a.m. on Thursday, 20 May 2021 or not less than 24 hours before the time appointed for holding any adjourned meeting. Completion and delivery of the form of proxy will not preclude you from attending and voting at the AGM or any adjourned meeting if you so wish.

RESPONSIBILITY STATEMENT

This circular, 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 circular 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 circular misleading.

RECOMMENDATION

The Directors consider the all resolutions proposed for consideration and approval by the Shareholders at the AGM are in the interests of the Company and the Shareholders as a whole and recommend the Shareholders to vote in favour of all resolutions to be proposed in the AGM.

Yours faithfully

On behalf of the Board

Beijing Beida Jade Bird Universal Sci-Tech Company Limited

Ni Jinlei

Chairman

EXECUTIVE DIRECTORS

Mr. Ni Jinlei, aged 53, is an executive Director, the chairman of the Company and the chairman of the nomination committee of the Board. Mr. Ni was graduated from the Peking University with a Bachelor's degree in computer software in 1987. Mr. Ni was the computer software engineer of Shenzhen Taiji Software Engineering Company, manager of computer department of the securities exchange center in Hainan, general manager of Guangzhou Nanfang Jade Bird Information System Co., Ltd., senior manager of Integrated Software and Device Corporation (USA), software architect of ABB Energy Information System (USA), chief executive officer of Beijing Beida-Online Network Co., Ltd., China regional director (Young Learners' English) of Global English Corporation, founder and chief executive officer of Beijing Jinwenlang Information Technology Co., Ltd.. Mr. Ni is currently a director of Chuanqi Tourism Investment (Hunan) Co., Ltd., Beida Jade Bird Universal Investments (HK) Limited, Beida Jade Bird Universal Sci-Tech (Cayman) Development Company Limited, Beida Jade Bird Universal (Cayman) Investment Company Limited and Beida Jade Bird Universal Investment (BVI) Limited which are the subsidiaries of the Company, and the chairman of Beijing Xizhi Education Technology Co., Ltd.

Save as disclosed herein, as at the Latest Practicable Date, Mr. Ni does not (i) hold any other positions in the Company or any of its subsidiaries; and (ii) have any other major appointments and professional qualifications.

As at the Latest Practicable Date, Mr. Ni (i) does not hold any directorships in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (ii) does not have any relationship with any Directors, Supervisors, senior management of the Company, substantial Shareholders (having the meaning ascribed to it in the GEM Listing Rules the Stock Exchange or controlling Shareholders (having the meaning ascribed to it in the GEM Listing Rules); and (iii) is not interested in any Shares within the meaning of Part XV of the SFO.

The Company proposes to enter into a service contract with Mr. Ni for a term of three years commencing on the date of passing the resolution approving the re-election and reappointment of Mr. Ni in the AGM until the conclusion date of the 2023 annual general meeting to be held by the Company in 2024. Pursuant to the service contract, Mr. Ni will receive annual fee of RMB800,000 and annual salaries and allowances of HK\$1,200,000. The proposed remuneration of Mr. Ni is determined having regard to his duties and responsibilities in the Company.

Save as disclosed herein, there is no other information relating to Mr. Ni 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 reappointment of Mr. Ni as an executive Director.

Ms. Zheng Zhong, aged 45, is an executive Director and the compliance officer of the Company. Ms. Zheng was graduated from the Molecular Biology Department of the School of Life Sciences at Peking University in July 1997 and subsequently obtained an MBA degree from the China Centre for Economic Research at Peking University in July 2007. Ms. Zheng worked for the Biological Engineering Centre under the Institute of Chemical Metallurgy (now Institute of Process Engineering) at Chinese Academy of Sciences, Department of Biology at Shenzhen University and Shenzhen Kexing Bioproducts Co., Ltd.. She was also an assistant to the president of SINOGEN (China) Investment Company, assistant to the head of Genetics Research Institute of the School of Life Sciences at Tsinghua University, president of Beijing Beida-Online Network Co., Ltd., vice president of Beida Culture Group, and assistant to president of Beijing Beida Jade Bird Limited and the general manager overseeing major projects. She is currently an executive director and general manager of Beijing Jade Bird Yuda Information Technology Co., Ltd. which is a wholly-owned subsidiary of the Company. She is also a director and deputy general manager of SBI-BDJB Investment Consultant Ltd..

Save as disclosed herein, as at the Latest Practicable Date, Ms. Zheng does not (i) hold any other positions in the Company or any of its subsidiaries; and (ii) have any other major appointments and professional qualifications.

As at the Latest Practicable Date, Ms. Zheng (i) does not hold any directorships in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (ii) does not have any 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); and (iii) is not interested in any Shares within the meaning of Part XV of the SFO.

The Company proposes to enter into a service contract with Ms. Zheng for a term of three years commencing on the date of passing the resolution approving the re-election and reappointment of Ms. Zheng in the AGM until the conclusion date of the 2023 annual general meeting to be held by the Company in 2024. Pursuant to the service contract, Ms. Zheng will receive annual fee of RMB220,000 and annual salaries and allowances of RMB400,000. The proposed remuneration of Ms. Zheng is determined having regard to her duties and responsibilities in the Company.

Save as disclosed herein, there is no other information relating to Ms. Zheng 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 re-appointment of Ms. Zheng as an executive Director.

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Tang Xuan, aged 48, is an independent non-executive Director and the chairman of the audit committee of the Board. Mr. Tang was graduated from Chongqing University with a Bachelor's degree in engineering, and is a certified accountant in the PRC and a member of Institute of Public Accountants in Australia. He 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. He has been responsible for the audit assurance, special services, corporate asset reorganization, restructuring and listing of some large enterprise groups. He was an external independent director of Zhongji Investment Co., Ltd. and an external expert committee member of loan review department of China Development Bank. He is currently an external independent director of Shouyi Medical Health Investment Management Co., Ltd. and an independent director of Hebei Sitong New Metal Material Co., Ltd. (an A share company listed on the Shenzhen Stock Exchange (Stock code: 300428)).

Save as disclosed herein, as at the Latest Practicable Date, Mr. Tang does not (i) hold any directorships in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (ii) hold any other positions in the Company or any of its subsidiaries; and (iii) have any other major appointments and professional qualifications.

As at the Latest Practicable Date, Mr. Tang (i) does not have any 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); and (ii) is not interested in any Shares within the meaning of Part XV of the SFO.

The Company proposes to enter into a letter of appointment with Mr. Tang for a term of three years commencing on the date of passing the resolution approving the re-election and reappointment of Mr. Tang in the AGM until the conclusion date of the 2023 annual general meeting to be held by the Company in 2024. Pursuant to the letter of appointment, 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 re-appointment of Mr. Tang as an independent non-executive Director.

Mr. Li Chonghua, aged 65, is an independent non-executive Director and a member of each of the audit committee and the nomination committee of the Board. Mr. Li is a member of the Chinese Communist Party. He is a post-graduate, qualified as economist, and holds a practicing certificate of securities practitioner. He was the deputy chief economist, the director of the integrated plan unit and the director of reformation of Beijing Chemical Second Plant. He was the board secretary and the director of securities department of Beijing Chemical Second Plant Co., Ltd.. He was seconded to listed company regulatory department of China Securities Regulatory Commission.

Save as disclosed herein, as at the Latest Practicable Date, Mr. Li does not (i) hold any other positions in the Company or any of its subsidiaries; and (ii) have any other major appointments and professional qualifications.

As at the Latest Practicable Date, Mr. Li (i) does not hold any directorships in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (ii) does not have any 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); and (iii) is not interested in any Shares within the meaning of Part XV of the SFO.

The Company proposes to enter into a letter of appointment with Mr. Li for a term of three years commencing on the date of passing the resolution approving the re-election and reappointment of Mr. Li in the AGM until the conclusion date of the 2023 annual general meeting to be held by the Company in 2024. Pursuant to the letter of appointment, Mr. Li will receive annual fee of RMB80,000. The proposed remuneration of Mr. Li is determined having regard to his duties and responsibilities in the Company.

Save as disclosed herein, there is no other information relating to Mr. Li 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 re-appointment of Mr. Li as an independent non-executive Director.

Mr. Shen Wei, aged 58, is an independent non-executive Director and a member of each of the audit committee, the remuneration committee and the nomination committee of the Board. Mr. Shen was graduated from the department of precision instruments of the Tsinghua University with a Bachelor's degree in engineering in 1985. Mr. Shen co-founded "CIWEEK" and served as the first chief editor in 1998, who has made contribution to the enlightenment and development of internet in the PRC. He then co-founded the website, namely "eNet" and Yinhe Liandong Information Technology Company, and has extensive experience in internet strategy, products and operations. Mr. Shen has dozens of patented inventions in the field of two-dimensional code technology. In 2015, Mr. Shen established Beijing Dama Technology Co., Ltd. to focus on the application of innovative QR code technology, especially the basic technology and application in the field of secure QR code and multi-screen interaction. Mr. Shen has worked for Beijing Institute of Optoelectronics Technology, Beijing office of East Asiatic Company, Beijing Changwei Technology Development Co., Ltd., CIWEEKLY, Yinhe Liandong Information Technology Company, Beijing Huayu Xinma Technology Co., Ltd., etc.. He is currently the founder and chief executive officer of Beijing Dama Technology Co., Ltd..

Save as disclosed herein, as at the Latest Practicable Date, Mr. Shen does not (i) hold any other positions in the Company or any of its subsidiaries; and (ii) have any other major appointments and professional qualifications.

As at the Latest Practicable Date, Mr. Shen (i) does not hold any directorships in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (ii) does not have any 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); and (iii) is not interested in any Shares within the meaning of Part XV of the SFO.

The Company proposes to enter into a letter of appointment with Mr. Shen for a term of three years commencing on the date of passing the resolution approving the re-election and reappointment of Mr. Shen in the AGM until the conclusion date of the 2023 annual general meeting to be held by the Company in 2024. Pursuant to the letter of appointment, Mr. Shen will receive annual fee of RMB80,000. The proposed remuneration of Mr. Shen is determined having regard to his duties and responsibilities in the Company.

Save as disclosed herein, there is no other information relating to Mr. Shen 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 re-appointment of Mr. Shen as an independent non-executive Director.

EXECUTIVE DIRECTORS

Mr. Wang Xingye, aged 44, attended master post-graduation level. Mr. Wang has worked in Beijing Beida Jade Bird Limited. He is currently a director of Chuanqi Tourism Investment (Hunan) Co., Ltd., Beijing Jade Bird Hengsheng Investment Management Co., Ltd., Ningbo Jade Bird Zhengyuan Equity Investment Management Co., Ltd., Ningbo Jade Bird Venture Capital Investment Co., Ltd., Ningbo Jade Bird Liyuantai Venture Capital Management Co., Ltd., Beida Jade Bird Universal Investments (HK) Limited, Beida Jade Bird Universal (Cayman) Development Company Limited, Beida Jade Bird Universal (Cayman) Investment Company Limited and Beida Jade Bird Universal Investment (BVI) Limited, which are subsidiaries of the Company. He is also currently an executive director and the general manager of Beijing Jade Bird Dingsheng Investment Management Co., Ltd., the chairman of the supervisory committee of Shenyang Public Utility Holdings Company Limited (a company listed on the Stock Exchange (stock code: 747)) and a director of Jade Bird Fire Co., Ltd. (an A share company listed on the Shenzhen Stock Exchange (Stock code: 002960)). Mr. Wang joined the Company in March 2000 and is the secretary to the Board, the director of Human Resources of the Company and the chairman of the labor union of the Company.

Save as disclosed herein, as at the Latest Practicable Date, Mr. Wang does not (i) hold any directorships in any public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (ii) hold any other positions in the Company or any of its subsidiaries; and (iii) have any other major appointments and professional qualifications:

As at the Latest Practicable Date, Mr. Wang (i) does not have any 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); and (ii) is not interested in any Shares within the meaning of Part XV of the SFO.

The Company proposes to enter into a service contract with Mr. Wang for a term of three years commencing on the date of passing the resolution approving the appointment of Mr. Wang in the AGM until the conclusion date of the 2023 annual general meeting to be held by the Company in 2024. Pursuant to the service contract, Mr. Wang will receive annual fee of RMB220,000 and annual salaries and allowances of RMB420,000. The proposed remuneration of Mr. Wang is determined having regard to his duties and responsibilities in the Company.

Save as disclosed herein, there is no other information relating to Mr. Wang 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. Wang as an executive Director.

Ms. Guan Xueming, aged 50, was graduated from North China University of Water Resources and Electric Power with a Master's degree. Ms. Guan is a certified accountant in the PRC, a certified tax agent in the PRC, a certified internal auditor and a certified accountant with securities qualification. She has extensive experience in financial management, and was the engineer of Nanning City Water Supply Company, the deputy director of Zhonglei Certified Public Accountants Co., Ltd. and the financial controller of Jinjilie International Study Service Co., Ltd.. She is currently the director of Guangdong Xinrui Luming Optoelectronics Co., Ltd., the director of Jade Bird Semiconductor Technology (Tongling) Co., Ltd., and the deputy general manager of the corporate management and strategic research department and the financial controller (East China Region) of Beijing Beida Jade Bird Limited.

Save as disclosed herein, as at the Latest Practicable Date, Ms. Guan does not (i) hold any other positions in the Company or any of its subsidiaries; and (ii) have any other major appointments and professional qualifications.

As at the Latest Practicable Date, Ms. Guan (i) does not hold any directorships in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (ii) does not have any 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); and (iii) is not interested in any Shares within the meaning of Part XV of the SFO.

The Company proposes to enter into a service contract with Ms. Guan for a term of three years commencing on the date of passing the resolution approving the appointment of Ms. Guan in the AGM until the conclusion date of the 2023 annual general meeting to be held by the Company in 2024. Pursuant to the service contract, Ms. Guan will receive annual fee of RMB220,000 and annual salaries and allowances of RMB480,000. The proposed remuneration of Ms. Guan is determined having regard to her duties and responsibilities in the Company.

Save as disclosed herein, there is no other information relating to Ms. Guan 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 Ms. Guan as an executive Director.

NON-EXECUTIVE DIRECTOR

Mr. Liu Ziyi, aged 28, was graduated from the Johns Hopkins University in 2016 with a double Bachelor's degree in applied mathematics and statistics and economics. Mr. Liu has worked in the investment banking department of UBS Investment Bank, and was responsible for the listing of financial institutions, debt issuance, mergers and acquisitions consulting and other services. He is currently the director of Team Collection Limited, Gait Semiconductor Technology (Shanghai) Co., Ltd., Gait Semiconductor Technology (Tongling) Co., Ltd., Shanghai Xianyao Display Technology Co., Ltd., Hefei Xianyao Integrated Circuit Technology Co., Ltd., Saichuang Electric (Tongling) Co., Ltd., Guangdong Xinrui Luming Optoelectronics Co., Ltd., Jade Bird Semiconductor Technology (Tongling) Co., Ltd., Beida Jade Bird Culture and Education Investment Group Co., Ltd., Zhuhai Beida Education Science Park Co., Ltd., Beijing Jade Bird Hongdao Education Consulting Co., Ltd., and Beijing Jade Bird Education Technology Development Co., Ltd..

Save as disclosed herein, as at the Latest Practicable Date, Mr. Liu does not (i) hold any other positions in the Company or any of its subsidiaries; and (ii) have any other major appointments and professional qualifications.

As at the Latest Practicable Date, Mr. Liu (i) does not hold any directorships in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (ii) does not have any 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); and (iii) is not interested in any Shares within the meaning of Part XV of the SFO.

The Company proposes to enter into a letter of appointment with Mr. Liu for a term of three years commencing from the date of passing the resolution approving the appointment of Mr. Liu in the AGM until the conclusion date of the 2023 annual general meeting to be held by the Company in 2024. Pursuant to the letter of appointment, Mr. Liu will receive annual fee of RMB80,000. The proposed remuneration of Mr. Liu is determined having regard to his duties and responsibilities in the Company.

Save as disclosed herein, there is no other information relating to Mr. Liu 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. Liu as a non-executive Director.

APPENDIX III PROFILES OF SUPERVISORS OFFERING THEMSELVES FOR RE-ELECTION AND REAPPOINTMENT

Mr. Fan Yimin, aged 63, is the chairman of the Supervisory Committee. Mr. Fan was graduated from Zhejiang University with a bachelor's degree in Chinese language in 1981. Mr. Fan worked in the liaison office of the people's government of Zhejiang Province, Zhejiang Foreign Trade Company and Zhejiang Qujiang Industrial Company. He is currently a member of the management committee of Lingyin Temple in Hangzhou, president of Hangzhou Branch of the School of Chinese Culture and an executive president of Beida Jade Bird, the chairman and general manager of Beijing Beida Educational Investment Co., Ltd., the director of Beijing Beida Jade Bird Software System Co., Ltd., and the chairman and general manager of Beijing Beida Online Network Co., Ltd..

Save as disclosed herein, as at the Latest Practicable Date, Mr. Fan does not (i) hold any other positions in the Company or any of its subsidiaries; and (ii) have any other major appointments and professional qualifications.

As at the Latest Practicable Date, Mr. Fan (i) does not hold any directorships in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (ii) does not have any 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); and (iii) is not interested in any Shares within the meaning of Part XV of the SFO.

The Company proposes to enter into a service contract with Mr. Fan for a term of three years commencing from the date of passing the resolution approving the re-election and reappointment of Mr. Fan in the AGM until the conclusion date of the 2023 annual general meeting to be held by the Company in 2024. Pursuant to the service contract, Mr. Fan will receive annual fee of RMB50,000. The proposed remuneration of Mr. Fan is determined having regard to his duties and responsibilities in the Company.

Save as disclosed herein, there is no other information relating to Mr. Fan 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 reappointment of Mr. Fan as a Supervisor.

APPENDIX III PROFILES OF SUPERVISORS OFFERING THEMSELVES FOR RE-ELECTION AND REAPPOINTMENT

Mr. Ouyang Zishi, aged 65, is an independent Supervisor. Mr. Ouyang worked for Beijing Pastry Factory, the Association of Culture and Arts in Beijing, the Audiovisual Press of the Bureau of Culture in Beijing and the Beijing Television. Mr. Ouyang was the director and producer of “大路方圓”, a TV series, and the column director and producer of “京城不夜天”, a TV program. Mr. Ouyang is currently the executive director and the legal representative of Beijing Evercare Shichiku Medical Beauty Clinic Company Limited.

Save as disclosed herein, as at the Latest Practicable Date, Mr. Ouyang does not (i) hold any other positions in the Company or any of its subsidiaries; and (ii) have any other major appointments and professional qualifications.

As at the Latest Practicable Date, Mr. Ouyang (i) does not hold any directorships in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (ii) does not have any 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); and (iii) is not interested in any Shares within the meaning of Part XV of the SFO.

The Company proposes to enter into a service contract with Mr. Ouyang for a term of three years commencing from the date of passing the resolution approving the re-election and reappointment of Mr. Ouyang in the AGM until the conclusion date of the 2023 annual general meeting to be held by the Company in 2024. Pursuant to the service contract, Mr. Ouyang will receive annual fee of RMB50,000. The proposed remuneration of Mr. Fan is determined having regard to his duties and responsibilities in the Company.

Save as disclosed herein, there is no other information relating to Mr. Ouyang 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 reappointment of Mr. Ouyang as a Supervisor.

APPENDIX III PROFILES OF SUPERVISORS OFFERING THEMSELVES FOR RE-ELECTION AND REAPPOINTMENT

Mr. Pan Yudong, aged 51, is a Supervisor. Mr. Pan is a senior engineer (professor level), and was graduated from department of computer science and technology of Tsinghua University with a Bachelor's degree in engineering in July 1990. He has worked for Taiji Computer Company, Shenzhen Taiji Software Company, Taiji-DEC Software Center, Beijing Tiankeyi Technology Co., Ltd., Taiji United Laboratories of Ministry of Information Industry, Beijing Hengdefang Company, Anshi Internet Security (China) Co., Ltd., Beijing Qiming Xingchen Information Security Technology Co., Ltd., Beijing Yongxin Zhicheng Technology Co., Ltd., Harbin Antiy Technology Group Co., Ltd., etc.. Mr. Pan is currently the chief strategy officer of 360 Government & Enterprise Security Group and the executive director of China Computer Federation.

Save as disclosed herein, as at the Latest Practicable Date, Mr. Pan does not (i) hold any other positions in the Company or any of its subsidiaries; and (ii) have any other major appointments and professional qualifications.

As at the Latest Practicable Date, Mr. Pan (i) does not hold any directorships in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (ii) does not have any 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); and (iii) is not interested in any Shares within the meaning of Part XV of the SFO.

The Company proposes to enter into a service contract with Mr. Pan for a term of three years commencing from the date of passing the resolution approving the re-election and reappointment of Mr. Pan in the AGM until the conclusion date of the 2023 annual general meeting to be held by the Company in 2024. Pursuant to the service contract, Mr. Pan will receive annual fee of RMB50,000. The proposed remuneration of Mr. Pan is determined having regard to his duties and responsibilities in the Company.

Save as disclosed herein, there is no other information relating to Mr. Pan 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 reappointment of Mr. Pan as a Supervisor.

The remuneration proposal is as follows:

	Fees	Salaries and allowances	
	RMB'000	RMB'000	HK\$'000
<i>Executive Directors</i>			
Mr. Ni Jinlei	800	–	1,200
Ms. Zheng Zhong	220	400	–
Mr. Wang Xingye	220	420	–
Ms. Guan Xueming	220	480	–
<i>Non-executive Director</i>			
Mr. Liu Ziyi	80	–	–
<i>Independent non-executive Directors</i>			
Mr. Tang Xuan	80	–	–
Mr. Li Chonghua	80	–	–
Mr. Shen Wei	80	–	–
<i>Supervisors</i>			
Mr. Fan Yimin	50	–	–
Mr. Ouyang Zishi	50	–	–
Mr. Pan Yudong	50	–	–
Ms. Cao Zhenzhen	50	–	–
Ms. Zhou Min	50	–	–

Note: Remuneration for any Director or Supervisor with service period less than one year will be paid pro-rata according to the actual period of holding office.

NOTICE OF AGM



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)

NOTICE IS HEREBY GIVEN THAT the 2020 annual general meeting (the “AGM”) of Beijing Beida Jade Bird Universal Sci-Tech Company Limited (the “Company”) will be held at Conference Room A, Block B, 3rd Floor, Beida Jade Bird Building, No. 207 Chengfu Road, Haidian District, Beijing 100871, the People’s Republic of China (the “PRC”) on Friday, 21 May 2021 at 10:30 a.m. for the purpose of considering and if thought fit, passing:

I. As ordinary resolutions:

“THAT

1. The report of the directors of the Company for the year ended 31 December 2020 be approved;
2. The report of the supervisory committee of the Company for the year ended 31 December 2020 be approved;
3. The audited consolidated financial statements of the Company and its subsidiaries for the year ended 31 December 2020 be approved;
4. The proposal of nil final dividend payment for the year ended 31 December 2020 be approved;
5. The appropriation to statutory surplus reserve for the year ended 31 December 2020 be approved;
6. Re-election and reappointment and election of directors of the Company to form the eighth session of the board of directors of the Company and authorisation to the board of directors of the Company to enter into service contract and deal with relative matters with each director, including but not limited to, signing of service contracts and supplementary contracts be approved:
 - (a) Re-election and reappointment of Mr. Ni Jinlei as executive director of the Company be approved;
 - (b) Re-election and reappointment of Ms. Zheng Zhong as executive director of the Company be approved;
 - (c) Election of Mr. Wang Xingye as executive director of the Company be approved;

NOTICE OF AGM

- (d) Election of Ms. Guan Xueming as executive director of the Company be approved;
 - (e) Election of Mr. Liu Ziyi as non-executive director of the Company be approved;
 - (f) Re-election and reappointment of Mr. Tang Xuan as independent non-executive director of the Company be approved;
 - (g) Re-election and reappointment of Mr. Li Chonghua as independent non-executive director of the Company be approved;
 - (h) Re-election and reappointment of Mr. Shen Wei as independent non-executive director of the Company be approved;
7. Re-election and reappointment of supervisors of the Company to form the eighth session of the supervisory committee of the Company and authorisation to the board of directors of the Company to enter into service contract and deal with relative matters with each supervisor, including but not limited to, signing of service contracts and supplementary contracts be approved:
- (a) Re-election and reappointment of Mr. Fan Yimin as supervisor of the Company be approved;
 - (b) Re-election and reappointment of Mr. Ouyang Zishi as supervisor of the Company be approved;
 - (c) Re-election and reappointment of Mr. Pan Yudong as supervisor of the Company be approved;
8. The remuneration proposal for the directors and the supervisors of the Company for the year ending 31 December 2021 be approved;
9. The proposal for re-appointment of BDO Limited as independent auditor of the Company for the year ending 31 December 2021 and authorisation to the board of directors of the Company to fix its remuneration be approved; and

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II. As special resolutions:

1. “THAT

- (1) there be granted to the board of directors of the Company an unconditional general mandate to issue, allot and deal with additional shares in the capital of the Company, whether Non-listed Shares or H Shares, and to make or grant offers, agreements and options in respect thereof, subject to the following conditions:
 - (a) such mandate shall not extend beyond the Relevant Period save that the board of directors of the Company may during the Relevant Period make or grant offers, agreements or options which might require the exercise of such powers after the end of the Relevant Period;
 - (b) the aggregate number of shares allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an option or otherwise) by the board of directors of the Company shall not exceed:
 - (i) 20 per cent of the aggregate number of Non-listed Shares in issue; and
 - (ii) 20 per cent of the aggregate number of H Shares in issue,in each case as at the date of this resolution; and
 - (c) the board of directors of the Company will only exercise its power under such mandate in accordance with the Company Law of the PRC and Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (as the same may be amended from time to time) and only if all necessary approvals from the China Securities Regulatory Commission and/or other relevant PRC government authorities are obtained.

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For the purposes of this resolution:

“Non-listed Shares” means the non-listed share(s) in the ordinary share capital of the Company with a nominal value of RMB0.1, which is (are) subscribed for or credited as fully paid up in RMB;

“H Shares” means the overseas-listed foreign invested shares in the share capital of the Company with a par value of RMB0.1 each, which are subscribed for and traded in Hong Kong dollars;

“Relevant Period” means the period from the passing of this resolution until the earliest of:

- (i) the conclusion of the next AGM of the Company following the passing of this resolution; or
- (ii) the expiration of the twelve month period following the passing of this resolution; or
- (iii) the date on which the authority set out in this resolution is revoked or varied by a special resolution of the shareholders of the Company in a general meeting; and

(2) contingent on the board of directors of the Company resolving to issue shares pursuant to sub-paragraph (1) of this resolution, the board of directors of the Company be authorised to:

- (a) approve, execute and do or procure to be executed and done, all such documents, deeds and things as it may consider necessary in connection with the issue of such new shares including, without limitation, the time and place of the issue, making all necessary applications to the relevant authorities and entering into an underwriting agreement (or any other agreement);

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Notes:

- (A) The registers of shareholders of the Company will be closed from Monday, 17 May 2021 to Friday, 21 May 2021 (both days inclusive) during which period no transfer of shares of the Company (“**Shares**”) will be registered. Any holder of the H Shares whose name appearing in the Company’s register of holders of H Shares with Hong Kong Registrars Limited at 4:30 p.m. on Friday, 14 May 2021 and have completed the registration process will be entitled to attend the AGM.
- (B) Each holder of H Shares entitled to attend and vote at the AGM shall have the right to appoint one or several persons (who may not be shareholders of the Company (“**Shareholders**”)) to act as his/her proxy to attend and vote at the AGM on his/her behalf.
- (C) The instrument appointing a proxy must be in writing under the hand of the principal or his/her attorney duly authorised in writing; for a legal person, the form of proxy must be affixed with the common seal or signed by its director or attorney duly authorized in writing. If that instrument is signed by a person authorized by the principal, the power of attorney or other authorization documents authorized to be signed shall be notarized.
- (D) The instrument of proxy, and if the instrument of proxy is signed by a person authorized by the principal, a notarized copy of that power of attorney or other authorization documents, must be deposited at the Company’s H share registrar in Hong Kong, Hong Kong Registrars Limited, by 10:30 a.m. on Thursday, 20 May 2021 or not less than 24 hours before the time for holding any adjournment of the AGM in order for such documents to be valid.

The address of Hong Kong Registrars Limited is as follows:

17M Floor, Hopewell Centre, 183 Queen’s Road East, Hong Kong (Fax no: 852-2865-0990)

- (E) Each holder of Non-listed Shares entitled to attend and vote at the AGM shall have the right to appoint in writing one or several persons (who may not be Shareholders) to act as his/her proxy to attend and vote at the AGM on his/her behalf. Notes (C) and (D) above also apply to holders of Non-listed Shares, except that the instrument of proxy or other documents of authority must be deposited at the principal place of business of the Company in Beijing, by 10:30 a.m. on Thursday, 20 May 2021 or not less than 24 hours before the time for holding any adjournment of the AGM in order for such documents to be valid.

The principal place of business of the Company in Beijing is as follows:

3rd Floor, Beida Jade Bird Building, No. 207 Chengfu Road, Haidian District, Beijing 100871, the PRC (Fax no: 86-10-6275-8434)

- (F) If a Shareholder appoints others to attend the AGM, the proxy shall produce his/her own identification document and the instrument of proxy signed by the proxy or his/her legal representative, and specifying the date of its issuance. If a legal person Shareholder appoints a proxy to attend the AGM, such proxy should produce his/her identification documents and a notarized copy of the resolution of the board of directors of the legal person appointing such proxy.
- (G) The AGM is expected to last for half a day. Shareholders attending the AGM are responsible for their own transportation and accommodation expenses.