

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



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)**

**AMENDMENT TO THE TERMS OF THE  
DISCLOSEABLE TRANSACTION –  
ACQUISITION OF 70% INTEREST IN TARGET COMPANY**

Reference is made to the announcement of Beijing Beida Jade Bird Universal Sci-Tech Company Limited (“**Company**”) dated 25 June 2024 (“**Announcement**”) in relation to the equity transfer agreement (“**Equity Transfer Agreement**”) dated 25 June 2024 entered into between the Company, 北京北大青鳥教育有限公司 (for identification purpose only, Beijing Beida Jade Bird Education Co., Ltd.) (“**Vendor**”), 北京莫莉企業管理諮詢合夥企業(有限合夥) (for identification purpose only, Beijing Mo Li Enterprise Management Consulting Partnership (Limited Partnership)) (“**Beijing Mo Li**”) and 北京青鳥職業教育科技發展有限公司 (for identification purpose only, Beijing Jade Bird Vocational Education Technology Development Co., Ltd.) (“**Target Company**”) in relation to the sale and purchase of the 70% of the registered capital of the Target Company (“**Sale Equity**”). Unless otherwise specified, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

The Board announced that on 20 December 2024, the Company, the Vendor, Beijing Mo Li and the Target Company entered into a supplemental agreement (“**Supplemental Agreement**”) to the Equity Transfer Agreement, pursuant to which (1) the Long Stop Date shall be extended from 180 days after the date of the Equity Transfer Agreement (i.e. 22 December 2024) to 360 days after the date of the Equity Transfer Agreement (i.e. 20 June 2025) (“**Extended Long Stop Date**”); and (2) if all the Conditions Precedent are not fulfilled or waived by the Extended Long Stop Date, the Equity Transfer Agreement shall be automatically terminated and the Vendor shall compensate the Company for all the fees paid to the intermediaries by the Company and other losses of the Company (collectively, the “**Amendments**”).

As at the date of this announcement, the Conditions Precedent have not been fully fulfilled or waived in accordance with the Equity Transfer Agreement. Taking into consideration that the Amendments would allow more time to fulfil the Conditions Precedent, the Directors are of the view that the Amendments are fair and reasonable, and in the interests of the Company and its shareholders as a whole.

Save as disclosed above, all other information and content set out in the Announcement remain unchanged.

On behalf of the Board  
**Beijing Beida Jade Bird Universal Sci-Tech Company Limited**  
**Zheng Zhong**  
*Chairman*

Beijing, the PRC  
20 December 2024

*As at the date of this announcement, Ms. Zheng Zhong, Mr. Wang Xingye and Ms. Guan Xueming are the executive Directors, Mr. Liu Ziyi is a non-executive Director, and Mr. Tang Xuan, Mr. Shen Wei and Ms. Liu Zhangchi are the independent non-executive Directors.*

*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.*

*This announcement will remain on the Stock Exchange's website at [www.hkexnews.hk](http://www.hkexnews.hk) on the "Latest Listed Company Information" page for at least 7 days from the date of its posting and on the website of the Company at "[www.jbu.com.cn](http://www.jbu.com.cn)".*