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This report, for which the directors (the "Directors") of Beijing Beida Jade Bird Universal Sci-Tech Company Limited (the "Company") collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM (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 report 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 in this report misleading.

香港聯合交易所有限公司(「聯交所 |) GEM(「GEM |) 的特色

GEM的定位,乃為中小型公司提供一個上市的市場,此等公司相比起其他在聯交所上市的公司帶有較高投資風險。有意投資的人士應了解投資於該等公司的潛在風險,並應經過審慎周詳的考慮後方作出投資決定。

由於**GEM**上市公司普遍為中小型公司,在**GEM**買賣的證券可能會較於主板買賣之證券承受較大的市場波動風險,同時無法保證在**GEM**買賣的證券會有高流通量的市場。

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本報告包括的資料乃遵照GEM證券上市規則(「GEM上市規則」)的規定而提供有關北京北大青鳥環宇科技股份有限公司(「本公司」)的資料。各董事(「董事」)願就本報告共同及個別承擔全部責任,並在作出一切合理查詢後確認,就彼等所深知及確信,本報告所載資料在各重大方面均屬準確完整,且無誤導成分;及本報告並無遺漏其他事項致使其所載任何聲明產生誤導。

FIRST QUARTERLY RESULTS (UNAUDITED)

The board of the Directors (the "Board") announced the unaudited consolidated results of the Company and its subsidiaries (the "Group") for the three months ended 31 March 2018 together with the unaudited comparative figures for the corresponding period in 2017 as follows:

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the three months ended 31 March 2018

第一季度業績(未經審核)

董事會(「董事會」)宣佈本公司及其附屬公司 (「本集團」)截至二零一八年三月三十一日止三 個月之未經審核綜合業績,連同二零一七年同 期之未經審核比較數字如下:

簡明綜合損益及其他全面收益表

截至二零一八年三月三十一日止三個月

		Note 附註	2018 二零一八年 RMB′000 人民幣千元	2017 二零一七年 RMB'000 人民幣千元
Turnover	營業額	3	274,445	221,344
Cost of sales and services	銷售及服務成本		(144,665)	(117,991)
Gross profit	毛利		129,780	103,353
Other gains and income	其他收益及收入	4	4,161	2,635
Distribution costs	分銷成本		(26,725)	(20,589)
Administrative expenses	行政開支		(26,954)	(28,133)
Other expenses	其他開支		(24,893)	(12,477)
Profit from operations	經營溢利		55,369	44,789
Finance costs	融資成本	5	(7,904)	(2,131)
Share of (losses)/profits of associates	應佔聯營公司(虧損)/溢利		(5,323)	9,884
Share of losses of joint ventures	應佔合營企業虧損		(165)	(169)
Profit before tax	除税前溢利		41,977	52,373
Income tax expense	所得税開支	6	(11,046)	(8,900)
Profit for the period	本期間溢利		30,931	43,473

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

簡明綜合損益及其他全面收益表(續)

(Continued)

For the three months ended 31 March 2018

截至二零一八年三月三十一日止三個月

		Note 附註	2018 二零一八年 RMB′000 人民幣千元	2017 二零一七年 RMB'000 人民幣千元
Other comprehensive income after tax Items that may be reclassified to profit or loss:	: 其他除税後全面收益: 可重新分類至損益之項目:			
Exchange differences on translating foreign operations	換算海外業務之匯兑差異		(19,042)	(5,097)
Changes in fair value of available-for-sale financial assets	可供出售財務資產之 公平值變動 数化公營公業其他公司收益		(10,634)	(9,047)
Share of other comprehensive income of joint ventures	攤佔合營企業其他全面收益		12	4
Other comprehensive income for the period, net of tax	本期間其他全面收益,已除税		(29,664)	(14,140)
Total comprehensive income for the period	本期間全面收益總額		1,267	29,333
Profit for the period attributable to: Owners of the Company	應佔本期間溢利: 本公司擁有人		15,110	26,626
Non-controlling interests	非控股權益		15,821	16,847
			30,931	43,473
Total comprehensive income for the period attributable to:	應佔本期間全面收益總額:			
Owners of the Company Non-controlling interests	本公司擁有人 非控股權益		(13,218) 14,485	12,041 17,292
			1,267	29,333
			RMB 人民幣	RMB 人民幣
Earnings per share Basic and diluted (cents per share)	每股盈利 基本及攤薄(每股分)	7	1.10	1.99

CONDENSED CONSOLIDATED STATEMENT OF 簡明綜合權益變動表 CHANGES IN EQUITY

For the three months ended 31 March 2018

截至二零一八年三月三十一日止三個月

			Attributable to owners of the Company 本公司擁有人應佔								
		Share capital 股本 RMB'000 人民幣千元	Capital reserve 資本儲備 RMB'000 人民幣千元	Reserve funds 儲備基金 RMB'000 人民幣千元	Foreign currency translation reserve 匯兑儲備 RMB'000 人民幣千元	Investment revaluation reserve 投資重估儲備 RMB'000 人民幣千元	Other reserves 其他儲備 RMB'000 人民幣千元	Retained profits 留存盈利 RMB'000 人民幣千元	Total 合計 RMB'000 人民幣千元	Non- controlling interests 非控股權益 RMB'000 人民幣千元	Total equity 總權益 RMB'000 人民幣千元
At 1 January 2017	於二零一七年一月一日	128,176	449,966	133,630	(33,178)	105,717	12,552	677,774	1,474,637	548,174	2,022,811
Issue of shares Total comprehensive income	發行股份 本期間全面收益總額	9,696	112,553	-	-	-	-	-	122,249	-	122,249
for the period	于V1的工品.V而必然	_	_	_	(5,538)	(9,047)	_	26,626	12,041	17,292	29,333
Reclassification	重新分類						3,157		3,157	2,104	5,261
Changes in equity for the period	本期間權益變動	9,696	112,553		(5,538)	(9,047)	3,157	26,626	137,447	19,396	156,843
At 31 March 2017	於二零一七年三月三十一日	137,872	562,519	133,630	(38,716)	96,670	15,709	704,400	1,612,084	567,570	2,179,654
At 1 January 2018	於二零一八年一月一日	137,872	562,519	149,610	(59,266)	132,592	16,295	828,719	1,768,341	719,907	2,488,248
Total comprehensive income for the period	本期間全面收益總額	_		_	(17,694)	(10,634)		15,110	(13,218)	14,485	1,267
Acquisition of a subsidiary Appropriation of safety	收購一家附屬公司 安全生產基金撥款	-	-	-	-	-	-	-	-	876	876
production fund	ハエエルエルの						(217)	217			
Changes in equity for the period	本期間權益變動				(17,694)	(10,634)	(217)	15,327	(13,218)	15,361	2,143
At 31 March 2018	於二零一八年三月三十一日	137,872	562,519	149,610	(76,960)	121,958	16,078	844,046	1,755,123	735,268	2,490,391

Note:

1. GENERAL INFORMATION

The Company was incorporated in the People's Republic of China (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 Unit 7605, 76th Floor, The Center, 99 Queen's Road Central, Hong Kong respectively.

The Company is engaged in the marketing and sale of embedded system products and related products. The principal activities of its subsidiaries are the research, development, manufacture, marketing, contract work and sale of electronic fire alarm systems and related products, the development of travel and leisure business, investment holding and production and sales of wine and related products.

2. BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES

These condensed consolidated financial statements have been prepared in accordance with all applicable Hong Kong Financial Reporting Standards ("HKFRSs") issued by the Hong Kong Institute of Certified Public Accountants (the "HKICPA"). HKFRSs comprise Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards and Interpretations. These consolidated financial statements also comply with the applicable disclosure provisions of the GEM Listing Rules.

In the current period, the Group has adopted all the new and revised HKFRSs issued by the HKICPA that are relevant to its operations and effective for its accounting year beginning on 1 January 2018. The adoption of these new and revised HKFRSs did not result in substantial changes to the Group's accounting policies and amounts reported for the current period and prior periods.

附註:

1. 一般資料

本公司乃於中華人民共和國(「中國」) 註冊成立之中外合資股份制有限責任公司。本公司之H股於GEM上市。本公司之 註冊辦事處地址為中國北京市海淀區海 淀路5號燕園三區北大青鳥樓三層(郵編 100080),其在中國及香港之主要營業地 點分別為中國北京市海淀區成府路207號 北大青鳥樓3樓(郵編100871)及香港皇后 大道中99號中環中心76樓7605室。

本公司從事嵌入式系統產品及相關產品之 市場推廣及銷售,其附屬公司主要業務為 研究、開發、製造、市場推廣、合約工程 及銷售電子消防報警系統及相關產品、發 展旅遊及休閒業務、投資控股、生產及銷 售葡萄酒及相關產品。

2. 編製基準及重大會計政策

該等簡明綜合財務報表乃根據香港會計師公會(「香港會計師公會」)頒佈之所有適用香港財務報告準則(「香港財務報告準則」)編製。香港財務報告準則包含香港財務報告準則、香港會計準則及詮釋。該等綜合財務報表亦符合GEM上市規則之適用披露條文。

本集團於本期間已採納香港會計師公會所 頒佈並於二零一八年一月一日開始之會計 年度生效的所有與其營運有關之新訂及經 修訂的香港財務報告準則。採納該等新訂 及經修訂香港財務報告準則並無對本集團 之會計政策及本期間和過往期間之呈報數 額造成重大變動。

2. BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (Continued)

The Group has not early applied new and revised HKFRSs that have been issued but are not yet effective for the financial year beginning 1 January 2018. The Directors anticipate that the new and revised HKFRSs will be adopted in the Group's consolidated financial statements when they become effective. The Group is in the process of assessing, where applicable, the potential effect of all new and revised HKFRSs that will be effective in future periods but is not yet in a position to state whether these new and revised HKFRSs would have a material impact on its results of operations and financial position.

The condensed consolidated financial statements are unaudited but have been reviewed by the audit committee of the Company (the "Audit Committee").

Save as aforesaid or as otherwise mentioned in this report, the accounting policies adopted in preparing these unaudited first 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 2017. 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 is as follows:

2. 編製基準及重大會計政策(續)

本集團並無提早應用已頒佈但尚未於二零一八年一月一日開始之財政年度生效之新訂及經修訂的香港財務報告準則。董事預期本集團將於有關新訂及經修訂的香港財務報告準則生效後,在綜合財務報表中應用有關準則。本集團現正評估(倘適用)所有將於未來期間生效之新訂及經修訂的香港財務報告準則之潛在影響,惟目前未能確定此等新訂及經修訂的香港財務報告準則會否對其經營業績及財務狀況構成重大影響。

簡明綜合財務報表未經審核,惟已經本公司審核委員會(「審核委員會」)審閱。

除上述或本報告其他部分所述者外,編製本未經審核第一季度簡明綜合財務報表所採納會計政策,與編製本公司截至二零一七年十二月三十一日止年度之年度經審核綜合財務報表所用者貫徹一致。本簡明綜合財務報表應與上述經審核財務報表一併閱讀。

3. 營業額

本集團之營業額指已售予客戶之貨品及已 提供予客戶之服務扣除退貨、貿易折扣及 銷售税後之發票淨值,載列如下:

		2018 二零一八年 RMB′000 人民幣千元	2017 二零一七年 RMB'000 人民幣千元
Sales and contract works of embedded system products and related products Rendering of travel and leisure services Sales of wine and related products	銷售嵌入式系統產品及 相關產品及合約工程 提供旅遊及休閒服務 銷售酒類及有關產品	241,532 31,091 1,822	194,538 24,578 2,228
		274,445	221,344

4. OTHER GAINS AND INCOME

4. 其他收益及收入

		2018 二零一八年 RMB′000 人民幣千元	2017 二零一七年 RMB'000 人民幣千元
Bank interest income	銀行利息收入	476	382
Government grants	政府補貼	1,280	_
Others	其他	2,405	2,253
		4,161	2,635

5. FINANCE COSTS

5. 融資成本

		2018 二零一八年 RMB′000 人民幣千元	2017 二零一七年 RMB'000 人民幣千元
Interest on bank and other loans Net foreign exchange loss/(gain)	銀行及其他貸款利息外幣匯兑虧損/(收益)淨額	2,542 5,362 7,904	2,268 (137) 2,131

6. INCOME TAX EXPENSE

6. 所得税開支

		2018 二零一八年	2017 二零一七年
		RMB′000 人民幣千元	RMB'000 人民幣千元
Current tax – PRC Enterprise Income Tax Provision for the period	即期税項-中國企業所得税 本期間撥備	11,046	8,900

No provision for Hong Kong Profits Tax is required for the there months ended 31 March 2018 and 2017 since the Group had no assessable profit for both periods.

Tax charge on profits assessable elsewhere has 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. 概無於截至二零一八年及二零一七年三月 三十一日止三個月計提香港利得税撥備, 因為本集團於該兩個期間並無應課税溢 利。

其他地方應課税溢利之税項乃根據本集團 經營業務所在國家之現行法例、詮釋及慣 例按該國之現行税率計算。

6. INCOME TAX EXPENSE (Continued)

Three 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 three subsidiaries are subject to PRC Enterprise Income Tax at a rate of 15% effective for three years within 2019.

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% (2017: 25%).

7. EARNINGS PER SHARE

Basic and diluted earnings per share

The calculation of basic earnings per share attributable to owners of the Company is based on the profit for the period attributable to owners of the Company of RMB15,110,000 (2017: RMB26,626,000) and the weighted average number of ordinary shares of 1,378,720,000 (2017: 1,339,936,000) in issue during the period. No adjustment has been made to the basic profit per share amounts presented for the three months ended 31 March 2018 and 2017. Therefore, the calculation of the diluted earnings per share is the same as basic earnings per share.

8. DIVIDEND

The Board does not recommend the payment of an interim dividend for the three months ended 31 March 2018 (2017: Nil).

6. 所得税開支(續)

本公司三間附屬公司獲中國有關機關認證 為高新科技企業。根據中國所得稅法,該 三間附屬公司須按15%之稅率繳交中國 企業所得稅,於二零一九年前三個年度生 效。

本公司於中國成立之其他附屬公司通常須就應課税收入按税率25%(二零一七年: 25%)繳納所得稅。

7. 每股盈利

每股基本及攤薄盈利

本公司擁有人應佔每股基本盈利乃根據本公司擁有人應佔本期間溢利人民幣15,110,000元(二零一七年:人民幣26,626,000元)及期內已發行普通股加權平均數1,378,720,000(二零一七年:1,339,936,000)股計算。概無就截至二零一八年及二零一七年三月三十一日止三個月之每股基本溢利作出調整。故此,計算每股攤薄盈利與每股基本盈利相同。

8. 股息

董事會不建議派發截至二零一八年三月 三十一日止三個月之中期股息(二零一七 年:無)。

MANAGEMENT DISCUSSION AND ANALYSIS

Overall performance

The Company, through its subsidiaries, is principally engaged in research, development, manufacture, marketing, contract work and sale of electronic fire equipment, development of travel and leisure businesses as well as investment holding.

During the period under review, the Group recorded turnover of approximately RMB274.4 million (2017: RMB221.3 million), representing an increase of 24.0%, as a result of satisfactory performance of the Group's manufacture and sale of electronic fire equipment and tourism development businesses. The Group maintained a steady gross profit margin of 47% (2017: 47%). Gross profit reached approximately RMB129.8 million (2017: RMB103.4 million), increased by approximately RMB26.4 million or 25.5% year-on-year, which was in line with the increase in turnover. The Group's total operating expenses (including distribution costs, administrative expenses and other expenses) were increased by 28.4% to approximately RMB78.6 million (2017: RMB61.2 million), following to the continued growth of the Group's main businesses, in particular the increase in research and development of the manufacture and sale of electronic fire equipment business. During the reporting period, the profit attributable to owners of the Company was decreased by approximately 43.2% to approximately RMB15.1 million (2017: RMB26.6 million) mainly as a result of increase in the Group's total operating expenses and share of losses of the Group's associates.

Manufacture and sale of electronic fire equipment

The Group focused on research, development, manufacture, marketing and sale of comprehensive and integrated fire safety solution, including fire automatic alarm and control linkage system, electrical fire monitoring system, automatic gas fire extinguishing system and gas detection monitoring system. The Group mainly distributes its fire safety products through dealers across the region in the PRC. Its main production facilities are located in Hebei, Beijing and Sichuan, the PRC.

During the period, the Group actively worked out an international strategic development plan and the Group obtained international certifications for its fire safety products. Production of fire safety products with international certifications began in the first quarter of 2018, which would help the Group to enter the international market. The Group also convened an annual conference with dealers to establish effective communication channels and maintain solid relationship with dealers across the region.

管理層討論及分析

整體表現

本公司透過其附屬公司,主要從事研究、開發、製造、營銷、合約工程及銷售電子消防設備、發展旅遊及休閒業務以及投資控股。

於回顧期間,本集團錄得營業額約人幣2.744 億元(二零一七年:人民幣2.213億元),增幅 達24.0%,有賴本集團的製造及銷售電子消防 設備及旅遊發展業務錄得理想表現所致。本集 團的毛利率穩定,維持於47%(二零一七年: 47%)。毛利達約人民幣1.298億元(二零一七 年:人民幣1.034億元),按年增長約人民幣 2,640萬元或25.5%,與本集團營業額增長相 符。本集團總經營開支(包括分銷成本、行政 開支及其他開支)增加28.4%至約人民幣7,860 萬元(二零一七年:人民幣6,120萬元),原因 為本集團的主要業務持續增長,尤其是製造及 銷售電子消防設備業務的研發增加。報告期間 內,主要由於本集團總經營開支增加及分佔本 集團聯營公司的虧損,本公司擁有人應佔利潤 減少約43.2%至約人民幣1,510萬元(二零一七 年:人民幣2,660萬元)。

製造及銷售電子消防設備

本集團專門研究、開發、製造、營銷及銷售全面及綜合消防安全解決方案,包括消防自動報警及聯動控制系統、電子消防監控系統、自動氣體滅火系統及氣體檢測監控系統。本集團主要以中國各地的經銷商分銷其消防安全產品。 其主要生產設施位於中國河北、北京及四川。

期內,本集團積極規劃國際策略發展計劃,以及本集團就其消防安全產品取得國際認證。於二零一八年第一季開始生產具有國際認證的消防設備將有助本集團進軍國際市場。本集團亦與經銷商召開年度會議,以確立有效的溝通渠道,維持於區內經銷商的穩健關係。

MANAGEMENT DISCUSSION AND ANALYSIS (Continued)

Manufacture and sale of electronic fire equipment (Continued)

Turnover from manufacture and sale of electronic fire equipment of approximately RMB241.5 million was recorded for the three months ended 31 March 2018 (2017: RMB194.5 million), which was increased by 24.2% year-on-year. The continuous growth in the manufacture and sale of electronic fire equipment business was mainly due to brand effect and industry recognition of the Group's fire safety solutions with excellent quality and after-sales services, and sound supply chain management.

Tourism development

The Group is the environmental shuttle bus operator in Hengshan Mountain scenic area, the PRC. The Group is also engaged in provision of property management services and operation of tourist service center and tourist souvenir shops in the scenic area. The Group's associates took part in several tourism development projects in Hunan Province, including the construction and development of landscape architectures and primary land development of land around the Sonya Lake region at Changsha County, and the development of tourist sight project located at Tianzi Mountain.

During the period, fare revenue from tourists and pilgrims continued to be the main source of income of the Group's tourism development business. Approximately 0.42 million arrivals visited Hengshan in 2018, up 23.5% (2017: 0.34 million arrivals) year-on-year. Service utilisation rate of the Group's environmental bus service remained steady at 94% during the period under review.

The Group's tourism development business recorded steady turnover of RMB31.1 million during the three months ended 31 March 2018 (2017: RMB24.6 million), representing an increase of 26.4% year-on-year. Such increase was mainly attributable to the increase in visitors to Hengshan during the period.

管理層討論及分析(續)

製造及銷售電子消防設備(續)

截至二零一八年三月三十一日止三個月,製造及銷售電子消防設備錄得營業額約人民幣2.415億元(二零一七年:人民幣1.945億元),按年增長24.2%。製造及銷售電子消防設備業務的持續增長乃主要由於品牌效應,以及行內對本集團消防安全解決方案品質及售後服務均佳的肯定以及供應鏈管理出色。

旅遊業發展

本集團為中國衡山風景區的環保穿梭巴士的營運商。本集團亦於風景區從事提供物業管理服務以及營運旅客服務中心及旅遊紀念品店。本集團之聯營公司參與了數個湖南省的旅遊發展項目,包括建設及開發園景建築及長沙縣松雅湖區周圍土地的一級土地開發,以及位於天子山旅遊景點的項目發展。

於本期間,從遊客及香客獲得之車費收入繼續 為本集團旅遊發展業務之主要收入來源。二零 一八年,約有42萬人次遊覽衡山,按年上升 23.5%(二零一七年:34萬人次)。於回顧期 間,本集團環保巴士服務的服務使用率維持在 94%。

截至二零一八年三月三十一日止三個月,本 集團的旅遊發展業務錄得穩定營業額人民幣 3,110萬元(二零一七年:人民幣2,460萬元), 按年增長26.4%。有關升幅乃主要由於期內衡 山旅客數目增加。

MANAGEMENT DISCUSSION AND ANALYSIS (Continued)

Investment holding

As at 31 March 2018, the Group's investment holding business mainly included investments in private equity funds (the investment areas of which included private enterprises in the PRC with businesses ranging from the provision of information technology vocational education, insurance business, baby products retailing business, manufacturing and sale of light-emitting diode related products, property development, IT development and solution business, air transport agency, provision of technical consultancy services and semiconductor industry chain projects etc.), the equity interests in listed companies in Hong Kong, the equity interest in a private enterprise in the PRC which is principally engaged in manufacture and sale of light-emitting diode related products, and coproduction of films and television dramas in the PRC. During the period, the Group did not effect any material additional investments.

Outlook

Looking ahead, the Group's manufacture and sale of electronic fire equipment business will primarily focus on increasing support to the dealers and strengthening marketing and promotion through, among other methods, advertisements on e-commerce platforms and new media channels. The Group will also give priority to technical innovation and invest in production equipment with high technology in order to meet the repaid development of R&D needs.

With the recent promotion of Hengshan Mountain scenic area by the local government and the Labour's Day and Chung Yeung Festival holidays in the second quarter, the number of tourists and pilgrims is expected to further increase. The Group's tourism development business will continue to be benefited from the booming tourism industry of the PRC.

The Group targets to diversify its business and investment portfolio in order to achieve continuous business growth. The Group will continue to seek new promising investment opportunities in the market to broaden its income sources and increase profitability.

管理層討論及分析(續)

投資控股

於二零一八年三月三十一日,本集團之投資控股業務主要包括投資於私募基金(投資範圍包括中國私營企業,而該等企業從事提供職業性資訊科技教育業務、保險業務、嬰兒產品零售業務、製造及銷售發光二極體相關產品、物業運輸代理、提供技術顧問服務及半導體產業鏈項目等)、於香港上市公司的股權於一間中國私營企業(主要從事製造及銷售發光二極體相關產品)的股權,以及中國電影及電視劇集共同製作。於本期間,本集團並無作出任何重大新增投資。

前景

展望將來,本集團製造及銷售電子消防設備業務將主要著重加強對經銷商的支援及加強宣傳及推廣,(其中包括)透過電子商務平台、新媒體頻道等進行宣傳推廣。本集團亦注重技術創新,於高科技生產設備投入資源,達成研發需要的急速發展。

地方政府近期宣傳衡山風景區,預計第二季度 的勞動節及重陽節假期內旅客及香客的人數進 一步上升。本集團之旅遊發展業務將因中國旅 遊業一片暢旺而受惠。

本集團旨在多元化發展其業務及投資組合,以 達致業務持續增長。本集團將繼續於市場尋找 新投資機遇,以拓闊其收入來源及提高盈利能 力。

USE OF PROCEEDS FROM PLACINGS UNDER GENERAL MANDATE

In respect of the placing completed on 11 July 2016, approximately 90% of the net proceeds from the placing would be applied to explore acquisition opportunities and development of new businesses; and approximately 10% of the net proceeds from the placing would be used to repay existing indebtedness and supplement working capital of the Group. Details of the above was disclosed in the announcements of the Company dated 17 June 2016, 11 July 2016 and 1 December 2017. As at 31 March 2018, approximately RMB74.5 million was used for acquisition of equity interests in associate and subsidiary, capital contribution to associate and payments for investments; approximately RMB8.2 million was applied as working capital of the Group. All the net proceeds from the placing have been fully utilised.

In respect of the placing completed on 6 February 2017 and following the change of use of proceeds on 29 March 2018, approximately 88% of net proceeds from the placing would be applied to potential acquisitions and/or development of new businesses; and approximately 12% of the net proceeds from the placing would be applied as working capital of the Group. Details of the above were disclosed in the announcements of the Company dated 11 January 2017, 6 February 2017, 1 December 2017 and 29 March 2018. As at 31 March 2018, approximately RMB93.8 million was applied to capital contribution to associates and investment of the Company and payments for investments of the Group; approximately RMB2.6 million was applied as working capital of the Group; and the remaining balance of approximately HK\$25.9 million (equivalent to approximately RMB20.8 million) was deposited in bank.

根據一般授權進行配售事項所得款項 用途

就於二零一六年七月十一日完成的配售事項而言,所得款項淨額約90%將用於尋求收購機會及發展新業務,而所得款項淨額約10%將用於償還本集團現有債務及補充營運資金。上述事宜詳情於本公司日期為二零一六年六月十七日及二零一七年十二月一日之公佈披露。於二零一八年三月二十十一日,約人民幣7,450萬元用作收購聯營公司股權、向聯營公司注資以及投資之款項:而約人民幣820萬元應用於本集團之營運資金。全部配售所得款項已全數動用。

DISCLOSURE UNDER RULE 17.24 OF THE GEM LISTING RULES

As at 31 March 2018, the aggregate amount of financial assistance provided by the Group to its affiliated companies, including (i) shareholder's loan provided to an affiliated company; and (ii) guarantees provided by the Group in relation to bank facilities of its affiliated companies is RMB536,400,000 in total, which exceeds 8% in the asset ratio as defined under Rules 19.07(1) of the GEM Listing Rules. Details on the financial assistance and guarantee as at 31 March 2018 are set out below:

根據GEM上市規則第17.24條的披露 資料

於二零一八年三月三十一日,本集團提供 予聯屬公司的財務資助,包括(i)提供予聯屬 公司之股東貸款;及(ii)本集團為聯屬公司 之銀行融資所作出之擔保合共總金額為人 民幣536,400,000元,超逾GEM上市規則第 19.07(1)條所界定的資產比率之8%。於二零 一八年三月三十一日的財務資助及擔保之詳情 如下:

Name of affiliated company	聯屬公司名稱	Aggregate amount of financial assistance and guarantee 財務資助 及擔保金額 之總額 RMB'000 人民幣千元
Changsha Songya Lake Construction Investment Co., Ltd. ("Songya Lake Construction")	長沙松雅湖建設投資有限公司 (「松雅湖建設」)	346,400 (note 1) (註1)
Chuanqi (Hunan) Enterprise Development Co., Ltd. ("Chuanqi Enterprise")	傳奇(湖南)實業發展有限公司 (「傳奇實業」)	190,000 (note 2) (註2)
		536,400

Notes:

- 1. The amount includes (i) a guarantee of RMB200,000,000 to Bank A and Bank B by the Company; (ii) a guarantee of RMB113,000,000 to Bank C by Chuanqi Tourism Investment Co., Ltd. ("Chuanqi Tourism"), a non-wholly owned subsidiary of the Company; and (iii) an interest-free and unsecured shareholder's loan of RMB33,400,000 from Chuanqi Tourism to Songya Lake Construction. The total amount of the facilities from Bank A and Bank B to Songya Lake Construction is RMB786,000,000 and the total amount of the facilities from Bank C to Songya Lake Construction is RMB800,000,000.
- 2. The amount includes a guarantee of RMB190,000,000 to a bank by Chuanqi Tourism. The total amount of the facilities from the bank to Chuanqi Enterprise is RMB190,000,000.

註:

- 1. 其中包括:(i)本公司向銀行甲及銀行乙提供人 民幣2億元擔保;(ii)本公司非全資附屬公司傳 奇旅遊投資有限公司(「傳奇旅遊」)向銀行丙提 供人民幣1.13億元擔保;及(iii)傳奇旅遊向松雅 湖建設提供的人民幣3,340萬元的不計息無擔 保股東貸款。銀行甲及銀行乙給予松雅湖建設 的融資總額為人民幣7.86億元;而銀行丙給予 松雅湖建設的融資總額為人民幣8億元。
- 2. 金額包括傳奇旅遊向一間銀行提供人民幣1.9 億元擔保。該銀行向傳奇實業授出的融資總額 為人民幣1.9億元。

DISCLOSURE UNDER RULE 17.24 OF THE GEM LISTING RULES (Continued)

The unaudited combined statement of financial position of the above affiliated companies and the Group's attributable interests in the above affiliated companies based on its unaudited consolidated financial statements for the period ended 31 March 2018 prepared in accordance with the generally accepted accounting principles in the PRC, adjusted for any differences in accounting policies, are presented below:

根據GEM上市規則第17.24條的披露 資料(續)

根據上述聯屬公司截至二零一八年三月三十一 日止期間之未經審核綜合財務報表(遵照中國公 認會計原則編製,並已就會計政策差異作出調 整),上述聯屬公司之未經審核合併財務狀況表 及本集團應佔上述聯屬公司之權益呈列如下:

		Combined statement of financial position 合併財務 狀況表 RMB'000 人民幣千元	Group's attributable interests 本集團 應佔權益 RMB'000 人民幣千元
Assets Liabilities	資 <u>產</u> 負債	3,311,364 (2,929,765)	932,419 (822,313)
Net assets	"新"的"一"的"一"的"一"的"一"的"一"的"一"的"一"的"一"的"一"的"一	381,599	110,106

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

董事、監事及最高行政人員於股份及 相關股份之權益及淡倉

As at 31 March 2018, the interests (including interests in shares and short positions) of Directors, supervisors (the "Supervisors"), and chief executives of the Company in the shares (the "Shares") and underlying shares of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (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:

於二零一八年三月三十一日,董事、監事(「監事」)及本公司最高行政人員於本公司或其任何相聯法團(定義見證券及期貨條例(「證券及期貨條例」)第XV部)之股份(「股份」)及相關股份中,擁有根據證券及期貨條例第352條記錄於本公司存置之登記冊或須根據GEM上市規則第5.46條另行知會本公司及聯交所之權益(包括股份權益及淡倉)如下:

Long positions in ordinary shares and underlying shares of the Company

本公司普通股及相關股份之好倉

		Numb	er of ordinary 普通股數目	Shares			
Name	Capacity	Interests in promoters Shares (Note) 於發起人 股份之權益	Interests in H Shares 於H股之	Total	Approximate percentage of the Company's total number of issued promoters Shares 佔本公司 已發行 發起人股份 總數概約	Approximate percentage of the Company's total number of issued H Shares 佔本公司已發行H股總數概約	Approximate percentage of the Company's total issued share capital 佔本公司已發行股本總數概約
姓名 Director	身分	(附註)	權益	總計	百分比	百分比	百分比
董事 Mr. Zhang Wanzhong 張萬中先生	Beneficial owner and beneficiary of trust 實益擁有人及 信託受益人	205,414,000	-	205,414,000	29.34%	-	14.90%
Supervisor 監事							
Ms. Zhou Min 周敏女士	Beneficiary of trust 信託受益人	205,414,000	-	205,414,000	29.34%	-	14.90%

DIRECTORS', SUPERVISORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES (Continued)

董事、監事及最高行政人員於股份及 相關股份之權益及淡倉(續)

Long positions in ordinary shares and underlying shares of the Company (Continued)

本公司普通股及相關股份之好倉(續)

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 Beijing Beida Jade Bird Software System Co., Ltd. ("Jade Bird Software"), Beijing Beida Jade Bird Limited ("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 Assets Limited ("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 Yue'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. Each of Mr. Xu Zhendong and Mr. Xu Zhixiang was former Director who resigned on 5 May 2015.

附註:上述董事及監事因彼等各自身為Heng Huat信 託(「Heng Huat信託」)其中受益人之權益,被 視作於本公司已發行股本中擁有權益。根據 於二零零零年七月十九日以契據形式作出之 Heng Huat信託聲明書,許振東先生、張萬中 先生及劉越女士(徐祗祥先生自二零零三年五 月九日起擔任彼之接任受託人)宣佈,彼等以 受託人身分,為北京北大青鳥軟件系統有限公 司(「青鳥軟件」)、北京北大青鳥有限責任公司 (「北大青鳥」)及北京北大宇環微電子系統有限 公司以及彼等各自之附屬公司及聯營公司以及 本公司超過300名僱員之利益,持有Heng Huat Investments Limited(「Heng Huat」)之股份。 Heng Huat 實益擁有致勝資產有限公司(「致 勝」)全部已發行股本權益,因而視作於致勝 擁有權益之205,414,000股本公司股份中擁有 權益。許振東先生、張萬中先生及徐祗祥先生 (徐祗祥先生在劉越女士於二零零三年五月九 日辭任受託人後於同日接任成為受託人)以受 託人身分,於Heng Huat已發行股本之100股 股份中,分別持有60股、20股及20股。許振 東先生及徐祗祥先生各自為前董事,已於二零 一五年五月五日辭任。

Save as disclosed above, none of the Directors, Supervisors and 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 31 March 2018.

除上文披露者外,於二零一八年三月三十一日,概無董事、監事及本公司最高行政人員於本公司或其任何相聯法團之股份或相關股份中,擁有根據證券及期貨條例第352條須予記錄,或根據GEM上市規則第5.46條須另行知會本公司及聯交所之權益或淡倉。

DIRECTORS' AND SUPERVISORS' RIGHTS TO ACQUIRE SHARES

董事及監事購入股份之權利

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.

於本期間任何時間,董事及監事或彼等各自之 配偶或未成年子女並無獲授任何可藉收購本公 司股份而取得利益之權利,亦無行使任何該等 權利。本公司、其控股公司或其任何附屬公司 或同系附屬公司亦無訂立任何安排,致使董事 及監事獲得於任何其他法人團體之該等權利。

SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES

主要股東及其他人士於股份及相關股份之權益及淡倉

At 31 March 2018, 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:

於二零一八年三月三十一日,根據證券及期貨條例第336條規定本公司須存置之權益登記冊內,記錄下列本公司已發行股本之權益與淡倉:

Long positions in ordinary shares and underlying shares of the Company

本公司普通股及相關股份之好倉

	Name of shareholder 股東名稱	Note 附註	Capacity 身份	Number of promoters Shares held 持有發起人 股份數目	Approximate percentage of the Company's total number of issued promoters Shares 佔本公司已發行發起人股份總數概約百分比	Approximate percentage of the Company's total issued share capital 佔本公司全部已發行股本概約百分比
1.	Peking University 北京大學	(a)	Through controlled corporations 透過受控制公司	200,000,000	28.57%	14.50%
2.	Beida Asset Management Co., Ltd. 北大資產經營有限公司	(a)	Through controlled corporations 透過受控制公司	200,000,000	28.57%	14.50%
3.	Beijing Beida Jade Bird Software System Co., Ltd. 北京北大青鳥軟件系統有限公司	(a)	Through controlled corporations 透過受控制公司	200,000,000	28.57%	14.50%
4.	Beijing Beida Jade Bird Limited 北京北大青鳥有限責任公司	(a)	Directly beneficially owned 直接實益擁有	115,000,000	16.43%	8.34%
5.	Beida Microelectronics Investment Limited 北大微電子投資有限公司	(a)	Through controlled corporations 透過受控制公司	85,000,000	12.14%	6.16%
6.	Sanya Jade Bird Youfu Jidi Construction Service Co., Ltd 三亞青鳥油服基地建設服務有限公司	(a)	Through a controlled corporation 透過一家受控制公司	85,000,000	12.14%	6.16%

SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES (Continued)

主要股東及其他人士於股份及相關股份之權益及淡倉(續)

Long positions in ordinary shares and underlying shares of the Company (Continued)

本公司普通股及相關股份之好倉(續)

Name of shareholder 股東名稱	Note 附註	Capacity 身份	Number of promoters Shares held 持有發起人 股份數目	Approximate percentage of the Company's total number of issued promoters Shares 佔本公司已發行發起人股份總數 概約百分比	Approximate percentage of the Company's total issued share capital 佔本公司全部已發行股本概約百分比
7. Haikou Jade Bird Yuanwang Sci-Tech Development Co., Ltd 海口青鳥遠望科技發展有限公司	(a)	Directly beneficially owned 直接實益擁有	85,000,000	12.14%	6.16%
8. Grand East (H.K.) Limited 怡興(香港)有限公司		Directly beneficially owned 直接實益擁有	110,000,000	15.71%	7.98%
9. Heng Huat Investments Limited	(b)	Through a controlled corporation 透過一家受控制公司	205,414,000	29.34%	14.90%
10. Dynamic Win Assets Limited 致勝資產有限公司	(b)	Directly beneficially owned 直接實益擁有	205,414,000	29.34%	14.90%
11. Mongolia Energy Corporation Limited 蒙古能源有限公司	(c)	Through a controlled corporation 透過一家受控制公司	84,586,000	12.08%	6.13%
12. New View Venture Limited	(c)	Directly beneficially owned 直接實益擁有	84,586,000	12.08%	6.13%
13. Asian Technology Investment Company Limited 亞洲技術投資有限公司		Directly beneficially owned 直接實益擁有	50,000,000	7.14%	3.63%

SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES (Continued)

Long positions in ordinary shares and underlying shares of the Company (Continued)

Notes:

- (a) Peking University is taken to be interested in 14.50% of the total issued share capital of the Company through the following companies:
 - (i) 115 million promoters Shares (representing approximately 8.34% of the Company's total issued share capital) held by Beida Jade Bird, which is 46% beneficially owned by Jade Bird Software. Jade Bird Software is 48% beneficially owned by Beida Asset Management Co., Ltd., a wholly owned subsidiary of Peking University;
 - (ii) 85 million promoters Shares (representing approximately 6.16% of the Company's total issued share capital) in which Haikou Jade Bird Yuanwang Sci-Tech Development Co., Ltd. ("Haikou Jade Bird") is interested. Jade Bird Software owns 100% equity interest in Beida Microelectronics Investment Limited which in turn owns 46% equity interest in Sanya Jade Bird Youfu Jidi Construction Service Co., Ltd which in turn owns 100% equity interest in Haikou Jade Bird; and
 - (iii) Mr. Zhang Wanzhong is a supervisor of Beida Jade Bird.
- (b) The promoters Shares are held by Dynamic Win, which is beneficially wholly-owned by Heng Huat. Please refer to the note to the section "Directors', Supervisors' and chief executives' interests and short positions in shares and underlying shares" above for further details of Heng Huat.
- (c) The promoters 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 31 March 2018.

COMPETING INTERESTS

As at 31 March 2018, 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.

主要股東及其他人士於股份及相關股份之權益及淡倉(續)

本公司普通股及相關股份之好倉(續)

附註:

- (a) 北京大學被視為透過下列公司,擁有本公司已 發行股本總數14.50%權益:
 - (i) 1.15億股發起人股份(佔本公司已發行股本總數約8.34%)由北大青鳥持有,而北大青鳥由青鳥軟件實益擁有46%,青鳥軟件由北京大學全資附屬公司北大資產經營有限公司實益擁有48%;
 - (ii) 8,500萬股發起人股份(佔本公司已發行股本總數約6.16%),海口青鳥遠望科技發展有限公司(「海口青鳥」)於當中擁有權益。青鳥軟件擁有北京微電子投資有限公司100%股權,而北京微電子投資有限公司擁有三亞青鳥油服基地建設服務有限公司46%股權,而三亞青鳥油服基地建設服務有限公司則擁有海口青鳥100%股權;及
 - (iii) 張萬中先生為北大青鳥之監事。
- (b) 該等發起人股份由致勝持有,而致勝由Heng Huat至資實益擁有。有關Heng Huat更多資料,請參閱上文「董事、監事及最高行政人員 於股份及相關股份之權益及淡倉」一節內附註。
- (c) 該等發起人股份由New View Venture Limited 持有,而New View Venture Limited由蒙古能 源有限公司全資擁有。

除上文披露者外,於二零一八年三月三十一日,概無其他人士(董事及監事除外,彼等之權益載於上文「董事、監事及最高行政人員於股份及相關股份之權益及淡倉」一節)於本公司之股份或相關股份中,擁有根據證券及期貨條例第336條規定須予記錄之權益或淡倉。

競爭權益

於二零一八年三月三十一日,概無董事及監事 以及彼等各自之聯繫人士(定義見GEM上市規 則)於與本集團業務構成競爭或可能構成競爭之 業務中擁有權益,或根據GEM上市規則與本集 團有任何利益衝突。

PURCHASE, REDEMPTION OR SALE OF THE LISTED SECURITIES OF THE COMPANY

Neither the Company, nor any of its subsidiaries purchased, redeemed or sold any of the Company's listed securities during the three months ended 31 March 2018.

AUDIT COMMITTEE

The Company has established the Audit Committee with terms of reference in compliance with the requirements as set out in the GEM Listing Rules. The Audit Committee is accountable to the Board. Its primary duties include monitoring the financial reporting system and risk management and internal control systems of the Group, reviewing financial information, and advising the Board on the engagement and independence of external auditor.

The Audit Committee currently comprises four independent non-executive Directors, namely Mr. Shao Jiulin, Mr. Li Juncai, Mr. Lin Yan and Mr. Li Chonghua. Mr. Shao Jiulin is the chairman of the Audit Committee. The Audit Committee had held a meeting to review the Group's first quarterly results report for the three months ended 31 March 2018 and concluded the meeting with agreement to the contents of the first quarterly results report.

By order of the Board

Beijing Beida Jade Bird Universal

Sci-Tech Company Limited

Ni Jinlei

Chairman

Beijing, the PRC, 8 May 2018

As at the date of this report, Mr. Zhang Wanzhong, Ms. Zheng Zhong and Mr. Ip Wing Wai are executive Directors, Mr. Ni Jinlei, Ms. Xue Li and Mr. Xiang Lei are non-executive Directors and Mr. Shao Jiulin, Mr. Li Juncai, Mr. Lin Yan and Mr. Li Chonghua are independent non-executive Directors.

購買、贖回或出售本公司上市證券

本公司或其任何附屬公司於截至二零一八年三 月三十一日止三個月內概無購買、贖回或出售 本公司任何上市證券。

審核委員會

本公司已成立審核委員會,並根據GEM上市規則所載之規定制訂其職權範圍。審核委員會對董事會負責,其主要職責包括監察本集團之財務匯報系統、風險管理及內部監控系統、審閱財務資料以及就委聘外部核數師及其獨立性向董事會提供意見。

審核委員會目前由四名獨立非執行董事組成,成員為邵九林先生、李俊才先生、林岩先生及李崇華先生,邵九林先生為審核委員會主席。審核委員會已召開會議以審閱本集團截至二零一八年三月三十一日止三個月之第一季度業績報告,並於會上議定落實第一季度業績報告之內容。

承董事會命 北京北大青鳥環宇 科技股份有限公司 主席 倪金磊

中國,北京,二零一八年五月八日

於本報告日期,張萬中先生、鄭重女士及葉永 威先生為執行董事,倪金磊先生、薛麗女士及 項雷先生則為非執行董事,而邵九林先生、李 俊才先生、林岩先生及李崇華先生為獨立非執 行董事。



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