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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: 8095)

## ANNOUNCEMENT OF RESOLUTIONS PASSED AT THE 2005 ANNUAL GENERAL MEETING AND CHANGE OF BOARD OF DIRECTORS AND SUPERVISORY COMMITTEE

Reference is made to the notice of annual general meeting for the year 2005 (the "2005 AGM") dated 11 May 2006, the board of directors (the "Board") of Beijing Beida Jade Bird Universal Sci-Tech Company Limited (the "Company") is pleased to announce that all the resolutions as set out in the notice of 2005 AGM, except for the proposed appointment of Mr. Xie Wei as an independent non-executive director of the Company, were duly passed by show of hands at the 2005 AGM held on 30 June 2006.

The Board also announce that the proposals for the re-appointment of the Third Session of the Board and the Third Session of the Supervisory Committee were approved by the shareholders at the 2005 AGM of the Company. Mr. Xu Zhen Dong, Mr. Xu Zhi Xiang and Mr. Zhang Wan Zhong were re-appointed as executive directors; Mr. Lo Lin Shing, Simon, Mr. Liu Yong Jin, Mr. Hao Yi Long and Mr. Li Li Xin were re-appointed as non-executive directors; Professor Nan Xiang Hao and Professor Chin Man Chung, Ambrose were re-appointed as independent non-executive directors; Mr. Zhang Yong Li, Mr. Du Hong, Ms. Lu Qing, Mr. Li De Yong and Ms. Dong Xiao Qing were re-appointed as supervisors. The term of the Third Session of the Board and the Supervisory Committee will last for three years from the conclusion of the 2005 AGM to the date of the 2008 annual general meeting to be convened in 2009. However, voting of the ordinary resolution in respect of the proposed appointment of Mr. Xie Wei as an independent non-executive director of the Company was not proceeded as, subsequent to the release of the notice of 2005 AGM, it come to the Board's attention that Mr. Xie does not meet one of the independence guidelines set out in Rule 5.09 of the Rules Governing the Listing of Securities on the Growth Enterprise

Market of The Stock Exchange of Hong Kong Limited (the "GEM Listing Rules"). At the same time, Mr. Wang Chao Yong did not sit for re-election as an independent non-executive director of the Company, therefore, his resignation is effective from the conclusion of the 2005 AGM held on 30 June 2006. Mr. Wang confirmed that he has no disagreement with the Board and he did not have any other matters that need to be brought to the attention of the shareholders of the Company in respect of his resignation. Mr. Wang also resigned as a member of the audit committee and the remuneration committee, respectively, of the Company with effect from the same date. The Board would like to take this opportunity to thank Mr. Wang for his services rendered to the Company. Meanwhile, there is only two independent non-executive directors (both of them do not have appropriate professional qualifications or accounting or related financial management expertise set out in Rule 5.05(2) of the GEM Listing Rules) and two audit committee members. Therefore the Company is not currently in compliance with Rule 5.05 and Rule 5.28 of the GEM Listing Rules.

The Company will look for suitable candidate immediately and appoint a new independent non-executive director and a new member of the audit committee and the remuneration committee, respectively, of the Company. The Company will, in accordance with Rule 5.06 the GEM Listing Rules, ensure its compliance with the GEM Listing Rules in this regard as soon as practicable.

By order of the Board **Xu Zhen Dong** *Chairman* 

Beijing, the PRC, 30 June 2006

As at the date of this announcement, Mr. Xu Zhen Dong, Mr. Xu Zhi Xiang and Mr. Zhang Wan Zhong are executive directors, Mr. Lo Lin Shing, Simon, Mr. Liu Yong Jin, Mr. Hao Yi Long and Mr. Li Li Xin are non-executive directors and Professor Nan Xiang Hao and Professor Chin Man Chung, Ambrose are independent non-executive directors.

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