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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)

**RESOLUTIONS PASSED AT TWO SPECIAL GENERAL MEETINGS  
RELATING TO**

**(I) MAJOR TRANSACTION**

**RELATING TO THE DISPOSAL OF SHARES IN  
SEMICONDUCTOR MANUFACTURING INTERNATIONAL CORPORATION  
AND**

**(II) PROPOSED AMENDMENT TO THE ARTICLES OF ASSOCIATION IN  
RELATION TO THE TWO SHARE TRANSFERS**

The Board is pleased to announce that the ordinary resolution to approve, ratify and confirm the Disposal by JBU Development and the special resolution to approve the proposed amendment to the Articles of Association to reflect the changes in shareholders and shareholdings arising out of the Two Share Transfers were duly passed at the two special general meetings held at 11:00 a.m. and 11:30 a.m. respectively on Friday, 4 June 2004, at Room 301, Beida Jade Bird Building, No. 207 Chengfu Road, Haidian District, Beijing, the PRC.

**ORDINARY RESOLUTION**

Reference is made to the circular issued by Beijing Beida Jade Bird Universal Sci-Tech Company Limited (the “Company”) dated 19 April 2004 (the “Circular”) in relation to the disposal of 156,842,000 SMIC Ordinary shares by JBU Development pursuant to the Offer for Sale. Terms used herein shall have the same meanings as those defined in the Circular unless the context requires otherwise.

The Board is pleased to announce that the ordinary resolution to approve, ratify and confirm the Disposal by JBU Development was duly passed at the SGM held at 11:00 a.m. on Friday, 4 June 2004, at Room 301, Beida Jade Bird Building, No. 207 Chengfu Road, Haidian District, Beijing, the PRC. Details of the resolution were set out in the Circular.

For the ordinary resolution, none of the Shareholders has any interest in the Disposal. Accordingly, none of the Shareholders has been required to abstain from voting. 8 Shareholders cast 8 votes (representing 100% of the total votes cast at the SGM) in favour of the ordinary resolution. The 637,852,000 Shares held by these Shareholders present and voting at the SGM represent approximately 57.78% of 1,104,000,000 Shares, being the total issued shares of the Company as at the date of this announcement.

### **SPECIAL RESOLUTION**

Reference is also made to the announcement made by the Company dated 13 April 2004 (the “Announcement”) in relation to the proposed amendment to the Articles of Association to reflect the changes in shareholders and shareholdings arising out of the Two Share Transfers. Terms used herein shall have the same meanings as those defined in the Announcement unless the context requires otherwise.

The Board is pleased to announce that the special resolution to approve the proposed amendment to the Articles of Association to reflect the changes in shareholders and shareholdings arising out of the Two Share Transfers was duly passed at the SGM held at 11:30 a.m. on Friday, 4 June 2004, at Room 301, Beida Jade Bird Building, No. 207 Chengfu Road, Haidian District, Beijing, the PRC. Details of the resolution were set out in the Announcement.

For the special resolution, none of the Shareholders has been required to abstain from voting. 8 Shareholders cast 8 votes (representing 100% of the total votes cast at the SGM) in favour of the special resolution. The 641,777,000 Shares held by these Shareholders present and voting at the SGM represent approximately 58.13% of 1,104,000,000 Shares, being the total issued shares of the Company as at the date of this announcement.

As at the date of this announcement, the Board comprises of:

*Executive Directors:*

Mr. Xu Zhen Dong (*Chairman*)

Mr. Xu Zhi Xiang

Prof. Zhang Wan Zhong

*Non-Executive Directors:*

Mr. Lo Lin Shing, Simon

Mr. Liu Yong Jin

Mr. Hao Yi Long

Mr. Wu Min Sheng

Mr. Li Li Xin

*Independent Non-Executive Directors:*

Prof. Nan Xiang Hao

Prof. Chin Man Chung, Ambrose

By order of the board

**Xu Zhen Dong**

*Chairman*

Beijing, the PRC, 4 June 2004

*This announcement will remain on the “Latest Company Announcements” page of the GEM website for at least seven days from its date of publication.*