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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)**

## **NOTICE OF SPECIAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that a special general meeting (the “Special General Meeting”) of Beijing Beida Jade Bird Universal Sci-Tech Company Limited (the “Company”) will be held at 11:30 a.m. on 17 December 2004 at Room 301, 3rd Floor, Beida Jade Bird Building, No. 207 Chengfu Road, Haidian District, Beijing, the PRC for the purpose of considering and, if thought fit, passing the following resolution as ordinary resolution of the Company.

### **ORDINARY RESOLUTION**

“**THAT** Mr. Wang Chao Yong is hereby appointed as an independent non-executive director and an audit committee member.”

By order of the Board  
**Beijing Beida Jade Bird Universal  
Sci-Tech Company Limited**  
**Xu Zhen Dong**  
*Chairman*

Beijing, the PRC, 2 November 2004.

Notes:

- (A) The H Share register of the Company will be closed from 17 November 2004 (Wednesday) to 16 December 2004 (Thursday) [both days inclusive], during which no transfer of H Shares will be effected. Any holders of H Shares of the Company, whose name appear on the Company's H Share Register of Members at the close of business on 16 November 2004 (Tuesday), are entitled to attend and vote at the Special General Meeting after completing the registration procedures for attending the meeting.

The address of the Company's H Shares registrar, Hong Kong Registrars Limited, is as follows:

46 Floor, Hopewell Centre  
183 Queen's Road East  
Hong Kong  
(Fax no: 2865-0990)

- (B) Holders of Promoter Shares or H Shares, who intend to attend the Special General Meeting, must complete the reply slips for attending the Special General Meeting and return them to Hong Kong Registrars Limited at the address set out above (for holders of H Shares) or to the place of business of the Company in Beijing (for Promoter Shares) not later than 20 days before the date of the Special General Meeting, i.e. no later than 4:00 p.m. on 26 November, 2004 (Friday).

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

3<sup>rd</sup> Floor, Beida Jade Bird Building  
No. 207 Chengfu Road  
Haidian District  
Beijing 100871  
PRC  
(Fax no: 86-10-62758434)

- (C) Each holder of H Shares who has the right to attend and vote at the Special General Meeting is entitled to appoint in writing one or more proxies, whether a shareholder or not, to attend and vote on his behalf at the Special General Meeting. A proxy of a shareholder who has appointed more than one proxy may only vote on a poll.
- (D) The instrument appointing a proxy must be in writing under the hand of the appointor or his attorney duly authorized in writing. If that instrument is signed by an attorney of the appointor, the power of attorney authorizing that attorney to sign, or other documents of authorization, must be notarially certified.
- (E) To be valid, the form of proxy, and if the form of proxy is signed by a person under a power of attorney or other authority on behalf of the appointor, a notarially certified copy of that power of attorney or other authority, must be delivered to the Company's H Share Registrars Limited, the address of which is set out in Note (A) above, not less than 24 hours before the time for holding the Special General Meeting or any adjournment thereof in order for such documents to be valid.
- (F) Each holder of Promoter Shares is entitled to appoint in writing one or more proxies, whether a shareholder or not, to attend and vote on its behalf at the Special General Meeting. Notes (C) to (D) also apply to holders of Promoter Shares, except that the proxy form or other documents of authority must be delivered to the place of business of the Company in Beijing, the address of which is set out in Note (B) above, not less than 24 hours before the time for holding the Special General Meeting or any adjournment thereof in order for such documents to be valid.
- (G) If a proxy attends the Special General Meeting on behalf of a shareholder, he should produce his identity card and the instrument signed by the proxy or his legal representative, and specifying the date of its issuance. If a legal person shareholder appoints its corporate representative to attend the Special General Meeting, such representative should produce he/her identity card and the notarized copy of the resolution passed by the board of directors or other authorities or other notarized copy of the licence issued by such legal person shareholder.
- (H) The Special General Meeting is expected to last for half a day. Shareholders attending the Special General Meeting are responsible for their own transportation and accommodation expenses.

*As at the date of this announcement, the board of directors of the Company comprises three executive directors, being Mr. Xu Zhen Dong, Mr. Xu Zhi Xiang and Professor Zhang Wan Zhong, five non-executive directors, being Mr. Lo Lin Shing, Simon, Mr. Liu Yong Jin, Mr. Hao Yi Long, Mr. Wu Min Sheng and Mr. Li Li Xin, and two independent non-executive directors, being Professor Nan Xiang Hao and Professor Chin Man Chung, Ambrose.*

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