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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: 08095)

- (1) POLL RESULTS OF ANNUAL GENERAL MEETING
HELD ON 31 MAY 2024;**
- (2) CHANGE OF DIRECTORS AND SUPERVISORS;**
- (3) CHANGE OF CHAIRMAN, PRESIDENT, VICE PRESIDENT AND
CHANGE IN COMPOSITION OF BOARD COMMITTEES; AND**
- (4) CHANGE OF CHAIRMAN OF SUPERVISORY COMMITTEE**

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 31 MAY 2024

The Board is pleased to announce that all the resolutions (except for resolutions numbered 5(b), 5(e) and 7 that no poll was counted) set out in the AGM Notice and the Supplemental AGM Notice were duly passed by the Shareholders at the AGM held on 31 May 2024 by way of poll.

CHANGE OF DIRECTORS AND SUPERVISORS

The Board announces that with effect from the conclusion of the AGM held on 31 May 2024, (i) Mr. Ni Jinlei retired as an executive Director; (ii) Mr. Li Chonghua retired as an independent non-executive Director; (iii) Mr. Fan Yimin retired as an external Supervisor; and (iv) Mr. Ouyang Zishi retired as an external Supervisor, as Mr. Ni Jinlei, Mr. Li Chonghua, Mr. Fan Yimin and Mr. Ouyang Zishi have not offered themselves for re-election at the AGM upon expiry of their respective terms of office.

The Board is pleased to announce that, following the passing of the resolutions at the AGM held on 31 May 2024, with effect from 31 May 2024, (i) Ms. Liu Zhangchi has been appointed as an independent non-executive Director; and (ii) each of Ms. Yang Xiaoqing and Mr. Zhu Bingze has been appointed as an external Supervisor.

CHANGE OF CHAIRMAN, PRESIDENT, VICE PRESIDENT AND CHANGE IN COMPOSITION OF BOARD COMMITTEES

The Board also announces that, following the above-mentioned changes to the members of the Board, with effect from 31 May 2024, (i) Mr. Ni Jinlei ceased to be the chairman of the Company; (ii) Ms. Zheng Zhong, an executive Director, ceased to be the president of the Company and has been appointed as the chairman of the Company; and (iii) Mr. Wang Xingye, an executive Director, ceased to be the vice president of the Company and has been appointed as the president of the Company.

The Board further announces that following the changes to the members of the Board as mentioned above, the following changes in the composition of the Board committees have taken place with effect from 31 May 2024:

(i) as to the Audit Committee:

- (1) Mr. Tang Xuan has been re-appointed as the chairman;
- (2) Mr. Shen Wei has been re-appointed as a member;
- (3) Ms. Liu Zhangchi has been appointed as a member; and
- (4) Mr. Li Chonghua ceased to be a member;

(ii) as to the Remuneration Committee:

- (1) Mr. Shen Wei has been re-appointed as the chairman;
- (2) Ms. Zheng Zhong has been appointed as a member;
- (3) Mr. Tang Xuan has been appointed as a member; and
- (4) each of Mr. Ni Jinlei and Mr. Li Chonghua ceased to be a member;

(iii) as to the Nomination Committee:

- (1) Ms. Zheng Zhong has been appointed as the chairman;
- (2) each of Mr. Tang Xuan and Mr. Shen Wei has been re-appointed as a member;
- (3) each of Mr. Wang Xingye and Ms. Liu Zhangchi has been appointed as a member;
- (4) Mr. Ni Jinlei ceased to be the chairman; and
- (5) Mr. Li Chonghua ceased to be a member.

CHANGE OF CHAIRMAN OF SUPERVISORY COMMITTEE

The Board also announces that, following the above-mentioned changes to the members of the Supervisory Committee, with effect from 31 May 2024, (i) Mr. Fan Yimin ceased to be the chairman of the Supervisory Committee; and (ii) Ms. Yang Xiaoping has been appointed as the chairman of the Supervisory Committee.

Reference is made to the announcement of the Company dated 10 April 2024 (the “**Announcement**”), the notice of the AGM dated 19 April 2024 (the “**AGM Notice**”), the supplemental notice of the AGM dated 17 May 2024 (the “**Supplemental AGM Notice**”), the circular of the Company dated 19 April 2024 (the “**Circular**”) and the supplemental circular of the Company dated 17 May 2024 (the “**Supplemental Circular**”). Unless otherwise stated, capitalized items used herein shall have the same meanings as those defined in the Announcement, the AGM Notice, the Supplemental AGM Notice, the Circular, and the Supplemental Circular.

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 31 MAY 2024

The Board is pleased to announce that all the resolutions (except for resolutions numbered 5(b), 5(e) and 7 that no poll was counted) set out in the AGM Notice and the Supplemental AGM Notice were duly passed by the Shareholders at the AGM held on 31 May 2024 by way of poll.

As at the date of the AGM, the total number of Non-listed Shares and H Shares were 700,000,000 shares and 814,464,000 shares respectively, which were the total number of Non-listed Shares and H Shares entitling the holders to attend and vote on the resolutions at the AGM.

There was no Share entitling any Shareholder to attend and abstain from voting in favour of the resolutions at the AGM as set out in rule 17.47A of the GEM Listing Rules and no Shareholders were required under the GEM Listing Rules to abstain from voting at the AGM. No Shareholder has stated in the Circular that he/she/it intended to vote against or to abstain from voting on the resolutions at the AGM.

The Company appointed Hong Kong Registrars Limited, being the Company's H share registrar in Hong Kong, and Beijing Grandway Law Offices to scrutinise the voting at the AGM.

The poll results in respect of the resolutions at the AGM are as follows:

Ordinary Resolutions		Number of votes (including Non-listed Shares and H Shares)	
		For	Against
1.	The report of the Directors for the year ended 31 December 2023 be approved	751,118,000 (100.00%)	0 (0.00%)
2.	The report of the Supervisory Committee for the year ended 31 December 2023 be approved	751,118,000 (100.00%)	0 (0.00%)
3.	The audited consolidated financial statements of the Company and its subsidiaries for the year ended 31 December 2023 be approved	751,118,000 (100.00%)	0 (0.00%)
4.	The proposal of nil final dividend payment for the year ended 31 December 2023 be approved	751,118,000 (100.00%)	0 (0.00%)
5.	Re-election and re-appointment and appointment of Directors to form the ninth session of the Board and authorisation to the Board to enter into service contract or letter of appointment and deal with relative matters with each Director, including but not limited to, signing of service contracts, letters of appointment and supplementary contracts be approved:		
	(a) Re-election and re-appointment of Ms. Zheng Zhong as an executive Director be approved	751,118,000 (100.00%)	0 (0.00%)
	(c) Re-election and re-appointment of Mr. Wang Xingye as an executive Director be approved	751,118,000 (100.00%)	0 (0.00%)
	(d) Re-election and re-appointment of Ms. Guan Xueming as an executive Director be approved	751,118,000 (100.00%)	0 (0.00%)

Ordinary Resolutions		Number of votes (including Non-listed Shares and H Shares)	
		For	Against
(f)	Re-election and re-appointment of Mr. Tang Xuan as an independent non-executive Director be approved	751,118,000 (100.00%)	0 (0.00%)
(g)	Re-election and re-appointment of Mr. Shen Wei as an independent non-executive Director be approved	751,118,000 (100.00%)	0 (0.00%)
(h)	Appointment of Ms. Liu Zhangchi as an independent non-executive Director be approved	751,118,000 (100.00%)	0 (0.00%)
(i)	Re-election and re-appointment of Mr. Liu Ziyi as a non-executive Director be approved	751,118,000 (100.00%)	0 (0.00%)
6.	Re-election and re-appointment and appointment of Supervisors to form the ninth session of the Supervisory Committee and authorisation to the Board to enter into service contract and deal with relative matters with each Supervisor, including but not limited to, signing of service contracts, and supplementary contracts be approved:		
(a)	Appointment of Ms. Yang Xiaoqing as a Supervisor be approved	751,118,000 (100.00%)	0 (0.00%)
(b)	Re-election and re-appointment of Mr. Pan Yudong as a Supervisor be approved	751,118,000 (100.00%)	0 (0.00%)
(c)	Appointment of Mr. Zhu Bingze as a Supervisor be approved	751,118,000 (100.00%)	0 (0.00%)

Ordinary Resolutions		Number of votes (including Non-listed Shares and H Shares)	
		For	Against
8.	The proposal for re-appointment of BDO Limited as independent auditor of the Company for the year ending 31 December 2024 and authorisation to the Board to fix its remuneration be approved	751,118,000 (100.00%)	0 (0.00%)
9.	The remuneration proposal for the Directors and the Supervisors for the year ending 31 December 2024 as set out in the Supplemental Circular be approved	751,118,000 (100.00%)	0 (0.00%)
Special Resolutions		Number of votes (including Non-listed Shares and H Shares)	
		For	Against
1.	The grant of an unconditional general mandate to the Board to issue, allot and deal with additional Shares be approved	751,118,000 (100.00%)	0 (0.00%)
2.	The amendments to the Articles as set out in the AGM Notice be approved	751,118,000 (100.00%)	0 (0.00%)
3.	The additional amendments to the Articles as set out in the Supplemental AGM Notice be approved	751,118,000 (100.00%)	0 (0.00%)

As more than 50% of the votes were cast in favour of each of the ordinary resolutions and more than two-thirds of the votes were cast in favour of each of the special resolutions, the above resolutions were duly passed at the AGM.

All the Directors attended the AGM.

CHANGES OF DIRECTORS AND SUPERVISORS

The Board announces that with effect from the conclusion of the AGM held on 31 May 2024, (i) Mr. Ni Jinlei retired as an executive Director; (ii) Mr. Li Chonghua retired as an independent non-executive Director; (iii) Mr. Fan Yimin retired as an external Supervisor; and (iv) Mr. Ouyang Zishi retired as an external Supervisor, as Mr. Ni Jinlei, Mr. Li Chonghua, Mr. Fan Yimin and Mr. Ouyang Zishi have not offered themselves for re-election at the AGM upon expiry of their respective terms of office.

Each of Mr. Ni Jinlei, Mr. Li Chonghua, Mr. Fan Yimin and Mr. Ouyang Zishi has confirmed that he has no disagreement with the Board and that there is no other matter that shall be brought to the attention of the Shareholders and the Stock Exchange in relation to their retirement.

The Board is pleased to announce that, following the passing of the resolutions at the AGM held on 31 May 2024, with effect from 31 May 2024, (i) Ms. Liu Zhangchi (“**Ms. Liu**”) has been appointed as an independent non-executive Director; and (ii) each of Ms. Yang Xiaoqing (“**Ms. Yang**”) and Mr. Zhu Bingze (“**Mr. Zhu**”) has been appointed as an external Supervisor.

The biographical details of each of Ms. Liu, Ms. Yang and Mr. Zhu are set out below:

Ms. Liu

Ms. Liu Zhangchi, aged 29, graduated from the Boston College in 2016 with a double bachelor’s degree in history and economics. Ms. Liu was a co-founder of Beijing Jieke Technology Co., Ltd. and the chief executive officer of a self-established baking brand in Beijing. Ms. Liu was the acting chief executive officer of Christine International Holdings Limited, where she was responsible for its asset and business restructuring and corporate transformation planning. She was the strategic advisor of Shenzhen Heiluo Technology Co., Ltd.. She is currently the strategic advisor of Changsha Heiluo Technology Co., Ltd. and she has participated in its business planning, financing, and team building and management.

Save as disclosed herein, as at the date of this announcement, Ms. Liu does not have any other major appointments and professional qualifications.

As at the date of this announcement, Ms. Liu (i) does not hold any positions in the Company or any of its subsidiaries; (ii) does not hold any directorships in any public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (iii) does not have any relationship with any Directors, Supervisors, senior management of the Company, substantial Shareholders (having the meaning ascribed to it in the GEM Listing Rules) or controlling Shareholders (having the meaning ascribed to it in the GEM Listing Rules); and (iv) is not interested in any Shares within the meaning of Part XV of the SFO.

The Company has entered into a letter of appointment with Ms. Liu for a term of three years commencing on the date of passing the resolution approving the appointment of Ms. Liu as an independent non-executive Director at the AGM until the conclusion of the 2026 annual general meeting to be held by the Company in 2027. Pursuant to the letter of appointment, Ms. Liu will receive an annual fee of RMB80,000. The remuneration of Ms. Liu is determined having regard to her duties and responsibilities in the Company.

Ms. Liu confirmed that (i) she met the independence criteria as set out in Rule 5.09 of the GEM Listing Rules; (ii) she has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected person (having the meaning ascribed to it in the GEM Listing Rules) of the Company; and (iii) there are no other factors that may affect her independence at the time of her appointment.

Save as disclosed herein, there is no other information relating to Ms. Liu that is required to be disclosed pursuant to Rules 17.50(2)(h) to (v) of the GEM Listing Rules, and there is no other matter that needs to be brought to the attention of the Shareholders in relation to the appointment of Ms. Liu as an independent non-executive Director.

Ms. Yang

Ms. Yang Xiaoqing, aged 62, graduated from Peking University in 2004 with a bachelor's degree in law. Ms. Yang has worked for China Hewlett-Packard Co., Ltd., ORACLE in China and Beijing Foreign Enterprise Human Resources Service Co., Ltd.. She is currently the deputy director of the chairman's office of Beijing Beida Jade Bird Limited.

Save as disclosed herein, as at the date of this announcement, Ms. Yang does not have any other major appointments and professional qualifications.

As at the date of this announcement, Ms. Yang (i) does not hold any positions in the Company or any of its subsidiaries; (ii) does not hold any directorships in any public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (iii) does not have any relationship with any Directors, Supervisors, senior management of the Company, substantial Shareholders (having the meaning ascribed to it in the GEM Listing Rules) or controlling Shareholders (having the meaning ascribed to it in the GEM Listing Rules); and (iv) is not interested in any Shares within the meaning of Part XV of the SFO.

The Company has entered into a service contract with Ms. Yang for a term of three years commencing from the date of passing the resolution approving the appointment of Ms. Yang as an external Supervisor at the AGM until the conclusion of the 2026 annual general meeting to be held by the Company in 2027. Pursuant to the service contract, Ms. Yang will receive an annual fee of RMB50,000. The remuneration of Ms. Yang is determined having regard to her duties and responsibilities in the Company.

Save as disclosed herein, there is no other information relating to Ms. Yang that is required to be disclosed pursuant to Rules 17.50(2)(h) to (v) of the GEM Listing Rules, and there is no other matter that needs to be brought to the attention of the Shareholders in relation to the appointment of Ms. Yang as an external Supervisor.

Mr. Zhu

Mr. Zhu Bingze, aged 41, graduated from Beihua University in 2009 with a master's degree in business administration. Mr. Zhu was a training specialist of the Beijing branch of Yingda Taihe Life Insurance Co., Ltd., who had successively served as the secretary of the Youth League Committee and the deputy director of the Office of the Environmental Planning Institute of the Ministry of Ecology and Environment of the PRC, and he was the general manager of the Hainan branch of Beijing Shenzhou Ruilin Environmental Technology Research Institute Co., Ltd.. Mr. Zhu is currently the chairman of Jilin Shizeng Pharmaceutical Group Co., Ltd..

Save as disclosed herein, as at the date of this announcement, Mr. Zhu does not have any other major appointments and professional qualifications.

As at the date of this announcement, Mr. Zhu (i) does not hold any positions in the Company or any of its subsidiaries; (ii) does not hold any directorships in any public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (iii) does not have any relationship with any Directors, Supervisors, senior management of the Company, substantial Shareholders (having the meaning ascribed to it in the GEM Listing Rules) or controlling Shareholders (having the meaning ascribed to it in the GEM Listing Rules); and (iv) is not interested in any Shares within the meaning of Part XV of the SFO.

The Company has entered into a service contract with Mr. Zhu for a term of three years commencing from the date of passing the resolution approving the appointment of Mr. Zhu as an external Supervisor at the AGM until the conclusion of the 2026 annual general meeting to be held by the Company in 2027. Pursuant to the service contract, Mr. Zhu will receive an annual fee of RMB50,000. The remuneration of Mr. Zhu is determined having regard to his duties and responsibilities in the Company.

Save as disclosed herein, there is no other information relating to Mr. Zhu that is required to be disclosed pursuant to Rules 17.50(2)(h) to (v) of the GEM Listing Rules, and there is no other matter that needs to be brought to the attention of the Shareholders in relation to the appointment of Mr. Zhu as an external Supervisor.

CHANGE OF CHAIRMAN, PRESIDENT AND VICE PRESIDENT AND CHANGE IN COMPOSITION OF BOARD COMMITTEES

The Board also announces that, following the above-mentioned changes to the members of the Board, with effect from 31 May 2024, (i) Mr. Ni Jinlei ceased to be the chairman of the Company; (ii) Ms. Zheng Zhong, an executive Director, ceased to be the president of the Company and has been appointed as the chairman of the Company; and (iii) Mr. Wang Xingye, an executive Director, ceased to be the vice president of the Company and has been appointed as the president of the Company.

The Board further announces that following the changes to the members of the Board as mentioned above, the following changes in the composition of the Board committees have taken place with effect from 31 May 2024:

- (i) as to the Audit Committee:
 - (1) Mr. Tang Xuan has been re-appointed as the chairman;
 - (2) Mr. Shen Wei has been re-appointed as a member;
 - (3) Ms. Liu has been appointed as a member; and
 - (4) Mr. Li Chonghua ceased to be a member;
- (ii) as to the remuneration committee (the “**Remuneration Committee**”) of the Company:
 - (1) Mr. Shen Wei has been re-appointed as the chairman;
 - (2) Ms. Zheng Zhong has been appointed as a member;
 - (3) Mr. Tang Xuan has been appointed as a member; and
 - (4) each of Mr. Ni Jinlei and Mr. Li Chonghua ceased to be a member;
- (iii) as to the Nomination Committee:
 - (1) Ms. Zheng Zhong has been appointed as the chairman;
 - (2) each of Mr. Tang Xuan and Mr. Shen Wei has been re-appointed as a member;
 - (3) each of Mr. Wang Xingye and Ms. Liu has been appointed as a member;
 - (4) Mr. Ni Jinlei ceased to be the chairman; and
 - (5) Mr. Li Chonghua ceased to be a member.

CHANGE OF CHAIRMAN OF SUPERVISORY COMMITTEE

The Board also announces that, following the above-mentioned changes to the members of the Supervisory Committee, with effect from 31 May 2024, (i) Mr. Fan Yimin ceased to be the chairman of the Supervisory Committee; and (ii) Ms. Yang Xiaoqing has been appointed as the chairman of the Supervisory Committee.

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

Beijing, the PRC
31 May 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.

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