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CHINA E-LEARNING GROUP LIMITED
中國網絡教育集團有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 08055)

**CHANGE OF COMPANY SECRETARY AND
AUTHORISED REPRESENTATIVE**

The Board announces that Mr. Cheng Man For resigned from the position of company secretary and an authorised representative of the Company on 12 August 2010, and subsequently thereto Mr. Lau Kwok Fai has been appointed as the company secretary and as an authorised representative of the Company, with both new appointments taking effect from 12 August 2010.

CHANGE OF COMPANY SECRETARY AND AUTHORISED REPRESENTATIVE

The board of directors (the “**Board**”) of China E-Learning (the “**Company**”) announces that Mr. Cheng Man For (“**Mr. Cheng**”) resigned as the company secretary and an authorised representative of the Company on 12 August 2010. Mr. Cheng has confirmed that he has no disagreement with the Board, nor are there any other matters that need to be brought to the attention of the Company’s shareholders arising from his tenure as the company secretary and an authorised representative of the Company.

Upon Mr. Cheng’s resignation as the company secretary and an authorised representative of the Company, Mr. Lau Kwok Fai (“**Mr. Lau**”) has been appointed as the company secretary and an authorised representative of the Company with effect from 12 August 2010. Mr. Lau, aged 50, Hong Kong residence, graduated from the London University, United Kingdom with a LL.B. Degree. He has been a solicitors in Hong Kong for over 20 years.

The Board would like to take this opportunity to express its appreciation for the contribution of Mr. Cheng towards the Company during his tenure of service and to welcome Mr. Lau in taking up the position of company secretary of the Company and an authorised representative of the Company.

By Order of the Board
China E-learning Group Limited
Chen Hong
Chairman

Hong Kong, 12 August 2010

As at the date of this announcement, the Board comprises two executive Directors, namely Mr. Chen Hong (Chairman) and Ms. Wei Jianya; three independent non-executive Directors, namely Dr. Huang Chung Hsing, Mr. Cheung Wai Tak and Mr. Wu Tao.

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: (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable. The Directors jointly and severally accept full responsibility for the accuracy of information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

This announcement will remain on the GEM website at <http://www.hkgem.com> on the “Latest Company Announcements” page and the website of the Company at www.chinae-learning.com for at least 7 days from the date of its publication.