

*The Stock Exchange of Hong Kong Limited takes no responsibility for the contents of this announcement, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*

*This announcement appears for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for the securities.*



**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. Chan Ka Kit Benny has resigned as the Company Secretary and Authorised Representative of the Company with effect from 2 November 2012 and Mr. Cheng Man For has been appointed as the Company Secretary and Authorised Representative of the Company on the same date.

The board of directors (the “Board”) of China E-Learning Group Limited (the “Company”) announces that Mr. Chan Ka Kit Benny (“Mr. Chan”) has resigned as the Company Secretary and Authorised Representative of the Company with effect from 2 November 2012. Mr. Chan remains as the Chief Financial Officer of the Company and would dedicate his efforts to the Group’s financial and accounting areas. Mr. Chan has confirmed that there is no disagreement with the Board, and that there is no matter in relation to his resignation that needs to be brought to the attention of the shareholders of the Company.

The Board is pleased to announce that Mr. Cheng Man For (“Mr. Cheng”) has been appointed as the Company Secretary and Authorised Representative of the Company with effect from 2 November 2012. Mr. Cheng, a Hong Kong resident, is an associate member of the Hong Kong Institute of Certified Public Accountants, an associate member of Institute of Chartered Secretaries and Administrators and an associate member of Hong Kong Institute of Chartered Secretaries. He has obtained a Master of Business Administration from Macquarie University of Sydney, Australia.

The Board would like to express its appreciation to Mr. Chan for his contribution to the Company during his term of service and welcome Mr. Cheng to his new appointment.

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

Hong Kong, 2 November 2012

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

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited 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.*

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