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KINGSLEY EDUGROUP LIMITED

皇皇國際教育企業集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8105)

PROPOSED APPOINTMENT OF NEW AUDITORS

This announcement is made by the board (the “**Board**”) of directors (the “**Directors**”) of Kingsley Edugroup Limited (the “**Company**”) pursuant to Rule 17.50(4) of the GEM Listing Rules of Hong Kong Stock Exchange Limited.

The Board hereby announces that BDO Limited (“**BDO**”) will retire as auditors of the Company upon expiration of its current term of office at the forthcoming annual general meeting of the Company (the “**AGM**”) and will not be offering themselves for re-appointment as the Company and BDO could not reach an agreement on the audit fee for the financial year ending 30 June 2019.

The Board has resolved, with the recommendation from the audit committee of the Company, to propose the appointment of ZhongHui Anda CPA Limited, Certified Public Accountants (“**ZhongHui**”) as the new auditors of the Company (the “**Proposed Appointment**”) at the AGM following the retirement of BDO and to fill vacancy from the conclusion of the AGM until the conclusion of the next following annual general meeting of the Company, subject to the approval of the Shareholders of the Company (the “**Shareholders**”) at the AGM.

BDO has confirmed in writing that there are no matters in relation to its retirement that need to be brought to the attention of the Shareholders of the Company. The Board has confirmed that nothing needs to be brought to the attention of the Shareholders in connection with the proposed appointment of new auditors. The Board and the Audit Committee have confirmed that there is no disagreement between BDO and the Company and that the Board has no unresolved issue regarding the appointment of new auditors.

The Board would like to take this opportunity to express its sincere gratitude to BDO for its professional and quality services rendered to the Company over the past years.

By Order of the Board
Kingsley Edugroup Limited
Tan Sri Dato’ Sri Goh Ming Choon
Chairman and Executive Director

Subang Jaya, Malaysia, 18 October 2018

As at the date of this announcement, the executive Directors are Tan Sri Dato’ Sri Goh Ming Choon, Dato’ Danny Goh Meng Keong, Dr. Chua Ping Yong, the independent non-executive Directors are Prof. Emeritus Tan Sri Dato’ Dr. Mohamed Salleh Bin Mohamed Yasin, Tan Sri Dato’ Hj Abd Karim Bin Shaikh Munisar and Prof. Dr. Rozainun Binti Abdul Aziz.

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.

This announcement will remain on the GEM website at www.hkgem.com on the "Latest Company Announcements" page for at least 7 days from the date of its posting and on the Company's website at www.kingsley.edu.my