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KINGSLEY EDUGROUP LIMITED

皇豈國際教育企業集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8105)

(1) CANCELLATION OF BOARD MEETING

(2) WAIVER FROM COMPLIANCE WITH RULES 18.66 AND 18.79 OF THE GEM LISTING RULES

Reference is made to the announcement (the “**Board Meeting Announcement**”) of Kingsley Edugroup Limited (the “**Company**”, together with its subsidiaries, collectively, the “**Group**”) dated 5 May 2020 in which it announced that a meeting (the “**Proposed Board Meeting**”) of the board (the “**Board**”) of directors (the “**Directors**”) of the Company to be held on Friday, 15 May 2020, for the purpose of, among others, considering and approving the quarterly results of the Group for the nine months ended 31 March 2020.

The Board announces that, given that, as disclosed in the announcement dated 19 March 2020, (i) the trading of the shares of the Company had been suspended from 19 March 2020 and would continue to be suspended until its proposed delisting; and (ii) the shares of the Company would be delisted following a compulsory acquisition, the Company had applied for, and obtained from The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) a waiver (the “**Waiver**”) from compliance with the requirements under rules 18.66 and 18.79 of the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “**GEM Listing Rules**”) to publish the Company’s quarterly report and quarterly results announcement for the nine months ended 31 March 2020.

In light of the grant of the Waiver, the Proposed Board Meeting originally scheduled on Friday, 15 May 2020 will be cancelled, and the Company will not publish its quarterly report and quarterly results announcement for the nine months ended 31 March 2020.

By Order of the Board
Kingsley Edugroup Limited
Shu Liang Sherman Jen
Chairman and Executive Director

Hong Kong, 12 May 2020

As at the date of this announcement, the Board comprises the following Director:

Executive Director:

Mr. Shu Liang Sherman Jen

This announcement, for which the Director(s) 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 Director(s), 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.