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Hong Kong Education (Int'l) Investments Limited

香港教育（國際）投資集團有限公司

(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)

(Stock Code: 1082)

**(1) APPOINTMENT OF EXECUTIVE DIRECTORS;
(2) APPOINTMENT OF
INDEPENDENT NON-EXECUTIVE DIRECTOR;
(3) CHANGE OF COMPOSITION OF BOARD COMMITTEES;
(4) COMPLIANCE WITH RULES 3.10(1), 3.10(2), 3.21 AND
3.25 OF THE LISTING RULES;
AND
(5) UPDATES ON THE COMPANY SECRETARY**

The Board announces that with effect from 10 November 2017:

- (i) Mr. Yip Chung Yin Jeffrey has been appointed as an executive Director and a member of the Remuneration Committee;
- (ii) Mr. Wong King Hoi has been appointed as an executive Director; and
- (iii) Ms. Jor Stephanie Wing Yee has been appointed as an independent non-executive Director and the chairman of each of the Audit Committee and the Remuneration Committee.

Following the appointment of Mr. Yip, Mr. Wong and Ms. Jor, the composition of the Board, the Audit Committee and the Remuneration Committee meet with the requirements under Rules 3.10(1), 3.10(2), 3.21 and 3.25 of the Listing Rules.

APPOINTMENT OF EXECUTIVE DIRECTORS

The board (“**Board**”) of directors (“**Director(s)**”) of Hong Kong Education (Int’l) Investments Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) is pleased to announce that with effect from 10 November 2017:

- (1) Mr. Yip Chung Yin Jeffrey (“**Mr. Yip**”) has been appointed as an executive Director and a member of the remuneration committee of the Board (“**Remuneration Committee**”). Biographical details of Mr. Yip are set out below:

Mr. Yip, aged 42, has over 15 years of experience in the information technology and marketing sector, in particular, online marketing, offline events organizing and big data analysis.

Mr. Yip was a director of Y-Century Corporation Limited, a private company limited by shares incorporated in Hong Kong, which was dissolved by deregistration on 13 May 2005 under section 291AA of the Companies Ordinance (Chapter 32 of the Laws of Hong Kong) as in force before 3 March 2014. Y-Century Corporation Limited was principally engaged in software development. To the best of the knowledge and belief of Mr. Yip, Y-Century Corporation Limited had ceased business and become defunct and was solvent at the time of it being dissolved by deregistration.

On 10 November 2017, the Company has entered into a service agreement with Mr. Yip for a term of three years commencing from 10 November 2017, unless terminated by not less than two months’ notice in writing served by either party on the other. The appointment of Mr. Yip is subject to rotation and re-election pursuant to the bye-laws of the Company and the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Listing Rules**”). Pursuant to the service agreement, Mr. Yip is entitled to a monthly salary of HK\$30,000 and an annual discretionary bonus as may be determined by the Board and the Remuneration Committee. The remuneration of Mr. Yip was recommended by the Remuneration Committee and determined by the Board with reference to his background, experience, duties and responsibilities with the Company and the prevailing market conditions.

Save as disclosed above, Mr. Yip:

- (i) has not held any other positions in the Company or in any other members of the Group, other major appointments or professional qualifications, nor any directorships in any other listed public companies in the last three years in Hong Kong or overseas prior to the date of this announcement;
 - (ii) does not have any other relationships with any Directors, members of the senior management, substantial shareholder of the Company or controlling shareholder of the Company (which both have the meanings ascribed to them respectively under the Listing Rules) as at the date of this announcement;
 - (iii) does not hold any other interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) as at the date of this announcement; and
 - (iv) does not receive any other remuneration from the Company as at the date of this announcement.
- (2) Mr. Wong King Hoi (“**Mr. Wong**”) has been appointed as an executive Director. Biographical details of Mr. Wong are set out below:

Mr. Wong, aged 30, obtained a Bachelor of Nursing degree from the University of Hong Kong in 2011. Mr. Wong was the president of a newspaper in Hong Kong which focuses on finance and investments from 2015 to 2017 and is currently a financial columnist in various newspapers and magazines in Hong Kong. Mr. Wong has over 10 years of experience in the investment sector.

Mr. Wong was a director of The Hexa-Post Limited, a private company limited by shares incorporated in Hong Kong, which was dissolved by deregistration on 17 March 2017 under section 751 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong). The Hexa-Post Limited was principally engaged in multimedia business which focuses on finance and investments. To the best of the knowledge and belief of Mr. Wong, The Hexa-Post Limited had ceased business and become defunct and was solvent at the time of it being dissolved by deregistration.

On 10 November 2017, the Company has entered into a service agreement with Mr. Wong for a term of three years commencing from 10 November 2017, unless terminated by not less than two months' notice in writing served by either party on the other. The appointment of Mr. Wong is subject to rotation and re-election pursuant to the bye-laws of the Company and the Listing Rules. Pursuant to the service agreement, Mr. Wong is entitled to a monthly salary of HK\$18,000 and an annual discretionary bonus as may be determined by the Board and the Remuneration Committee. The remuneration of Mr. Wong was recommended by the Remuneration Committee and determined by the Board with reference to his background, experience, duties and responsibilities with the Company and the prevailing market conditions.

Save as disclosed above, Mr. Wong:

- (i) has not held any other positions in the Company or in any other members of the Group, other major appointments or professional qualifications, nor any directorships in any other listed public companies in the last three years in Hong Kong or overseas prior to the date of this announcement;
- (ii) does not have any other relationships with any Directors, members of the senior management, substantial shareholder of the Company or controlling shareholder of the Company (which both have the meanings ascribed to them respectively under the Listing Rules) as at the date of this announcement;
- (iii) does not hold any other interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) as at the date of this announcement; and
- (iv) does not receive any other remuneration from the Company as at the date of this announcement.

APPOINTMENT OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that Ms. Jor Stephanie Wing Yee (“**Ms. Jor**”) has been appointed as an independent non-executive Director and the chairman of each of the audit committee of the Board (the “**Audit Committee**”) and the Remuneration Committee with effect from 10 November 2017. Biographical details of Ms. Jor are set out below:

Ms. Jor, aged 35, obtained a Bachelor of Engineering (Honours) degree and a Bachelor of Commerce degree from the University of Auckland, New Zealand in 2005. Ms. Jor is qualified as a Chartered Financial Analyst of the CFA Institute and as a Chartered Accountant of the Chartered Accountants Australia and New Zealand. Ms. Jor has over 12 years of experience in the accounting and finance sector, in particular, corporate finance and financial advisory services.

On 10 November 2017, the Company and Ms. Jor have signed a letter of appointment pursuant to which Ms. Jor was appointed for a fixed term of three years commencing from 10 November 2017, unless terminated by not less than two months’ notice in writing served by either party on the other. The appointment of Ms. Jor is subject to rotation and re-election pursuant to the bye-laws of the Company and the Listing Rules. Pursuant to such letter of appointment, Ms. Jor is entitled to a monthly director’s fee of HK\$10,000. The remuneration of Ms. Jor was recommended by the Remuneration Committee and determined by the Board with reference to her background, experience, duties and responsibilities with the Company and the prevailing market conditions.

Save as disclosed above, Ms. Jor:

- (i) has not held any other positions in the Company or in any other members of the Group, other major appointments or professional qualifications, nor any directorships in any other listed public companies in the last three years in Hong Kong or overseas prior to the date of this announcement;

- (ii) does not have any other relationships with any Directors, members of the senior management, substantial shareholder of the Company or controlling shareholder of the Company (which both have the meanings ascribed to them respectively under the Listing Rules) as at the date of this announcement;
- (iii) does not hold any other interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) as at the date of this announcement; and
- (iv) does not receive any other remuneration from the Company as at the date of this announcement.

Save as disclosed above, there is no other information relating to the appointment of Mr. Yip, Mr. Wong and Ms. Jor which is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules. There is also no further information which needs to be brought to the attention of the shareholders of the Company in respect of the appointment of Mr. Yip, Mr. Wong and Ms. Jor.

The Board would like to take this opportunity to welcome Mr. Yip, Mr. Wong and Ms. Jor to join the Company.

COMPLIANCE WITH RULES 3.10(1), 3.10(2), 3.21 AND 3.25 OF THE LISTING RULES

Following the appointment of Mr. Yip, Mr. Wong and Ms. Jor, the Board comprises five executive Directors and three independent non-executive Directors. As a result, the composition of the Board, the Audit Committee and the Remuneration Committee meet with the requirements under Rules 3.10(1), 3.10(2), 3.21 and 3.25 of the Listing Rules.

UPDATES ON THE COMPANY SECRETARY

Reference is made to the announcement of the Company dated 23 October 2017 in relation to, among other matters, the purported change of the company secretary from Ms. Cheung Po King to Ms. Ho Ka Yee (“**Purported Change**”).

After further enquiry made by the Company and based on the legal advice from the Company's legal advisers as to Bermuda laws, the Board announces that the Purported Change is invalid as a matter of Bermuda law. Therefore, there was no change of company secretary of the Company on 23 October 2017 and Ms. Cheung Po King has remained as the company secretary of the Company.

By order of the Board
Hong Kong Education (Int'l) Investments Limited
Wu Mei Chu
Executive Director

Hong Kong, 10 November 2017

As of the date of this announcement, the executive Directors are Mr. Wong Yuk Tong, Ms. Wu Mei Chu, Mr. Tsang Ka Wai, Mr. Yip Chung Yin Jeffrey and Mr. Wong King Hoi; and the independent non-executive Directors are Mr. Lee Shu Fai, Mr. Fong Chak Kiu and Ms. Jor Stephanie Wing Yee.