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**21世紀教育**  
21ST CENTURY EDUCATION

**China 21st Century Education Group Limited**

**中國21世紀教育集團有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1598)**

**(I) CHANGE OF JOINT COMPANY SECRETARY AND PROCESS AGENT;  
AND  
(II) WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17  
OF THE LISTING RULES**

**(I) CHANGE OF JOINT COMPANY SECRETARY AND PROCESS AGENT**

The board (the “**Board**”) of directors (the “**Directors**”) of China 21st Century Education Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that Ms. Wong Sau Ping (“**Ms. Wong**”) has tendered her resignation as a joint company secretary of the Company (the “**Joint Company Secretary**”) and the agent for the acceptance of service of process and notices on behalf of the Company in Hong Kong under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) (the “**Process Agent**”) with effect from 26 May 2022.

Ms. Wong has confirmed that she has no disagreement with the Board in any respect and there is no other matter relating to her resignation that needs to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board is pleased to announce that Mr. Leung Chi Kit (“**Mr. Leung**”) has been appointed as a Joint Company Secretary and the Process Agent in place of Ms. Wong with effect from 26 May 2022. Mr. Yang Yang (“**Mr. Yang**”) will remain as the other Joint Company Secretary.

## (II) WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES

Reference is made to the waiver (the “**Waiver**”) granted to the Company by the Stock Exchange from strict compliance with the requirements of Rules 3.28 and 8.17 of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”) in respect of the eligibility of Mr. Yang to act as a Joint Company Secretary for a three-year period from the date of appointment of Mr. Yang as a Joint Company Secretary (i.e. 25 October 2021) to 24 October 2024 (the “**Waiver Period**”), on the condition that Mr. Yang would be assisted by Ms. Wong, who possesses the qualifications required under Rule 3.28 of the Listing Rules, during the Waiver Period.

Given the condition of the Waiver could no longer be fulfilled following the resignation of Ms. Wong, the Company has applied to the Stock Exchange and has already been granted with a new waiver (the “**New Waiver**”) by the Stock Exchange from strict compliance with the requirements under Rules 3.28 and 8.17 of the Listing Rules for the remaining period of the Waiver Period (i.e. from the date of appointment of Mr. Leung as the Joint Company Secretary to 24 October 2024) (the “**New Waiver Period**”) in relation to the eligibility of Mr. Yang to act as a Joint Company Secretary, on the conditions that:

- (i) Mr. Yang will be assisted by Mr. Leung during the New Waiver Period; and
- (ii) the New Waiver could be revoked if there are material breaches of the Listing Rules by the Company.

Before the end of the New Waiver Period, the Company must demonstrate and seek confirmation from the Stock Exchange that Mr. Yang, having had the benefit of Mr. Leung’s assistance during the New Waiver Period, has attained the relevant experience and is capable of discharging the functions of company secretary under Rule 3.28 of the Listing Rules such that a further waiver will not be necessary.

The biographies of Mr. Yang and Mr. Leung are set out as below:

Mr. Yang Yang (楊洋), aged 38, was appointed as a Joint Company Secretary in October 2021, primarily responsible for the corporate governance, compliance disclosure, investor relations and public relations management of the Group. Mr. Yang has over 16 years of experience in the board affairs management, corporate governance and information disclosure management, capital operations and investor relations management of listed companies.

From 2007 to 2009, Mr. Yang served as the assistant to the chairman and investor relations officer of V1 Group Limited (第一視頻集團有限公司) (currently known as Crazy Sports Group Limited (瘋狂體育集團有限公司)) (a company listed on the Stock Exchange (stock code: 00082)). From 2010 to 2012, he served as the deputy director of the board office and investor relations manager of HanKore Environment Tech Group Limited (漢科環境科技集團有限公司) (a company previously listed on Singapore Exchange). From August 2012 to June 2015, he served as the head

of the board office and investor relations manager of SPT Energy Group Inc. (華油能源集團有限公司\*) (a company listed on the Stock Exchange (stock code: 01251)). From June 2015 to June 2019, he served as an investor relations director of PW Medtech Group Limited (普華和順集團公司) (a company listed on the Stock Exchange (stock code: 01358)).

Mr. Yang graduated from University of Sunderland in the United Kingdom with a bachelor's degree in business administration in 2005. He obtained a master's degree in project management from University of Sunderland in the United Kingdom in 2007.

Mr. Leung Chi Kit (梁志傑), a manager of the Listing Services Department of TMF Hong Kong Limited (a global corporate services provider), has more than 10 years of experience in company secretarial field. Mr. Leung is an associate member of The Hong Kong Chartered Governance Institute and The Chartered Governance Institute in the United Kingdom.

The Board would like to take this opportunity to express its sincere gratitude Ms. Wong for her contributions to the Company during her tenure of services and extend a warm welcome to Mr. Leung on his new appointment.

By order of the Board  
**China 21st Century Education Group Limited**  
**Li Yunong**  
*Chairman*

Hong Kong, 26 May 2022

*As at the date of this announcement, the executive Directors are Mr. Li Yunong, Ms. Liu Hongwei, Mr. Ren Caiyin, Ms. Yang Li and Mr. Li Yasheng; and the independent non-executive Directors are Mr. Guo Litian, Mr. Yao Zhijun and Mr. Wan Joseph Jason.*

\* *For identification purpose only*