

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

China Xinhua Education Group Limited

中國新華教育集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2779)

PROPOSED CHANGE OF AUDITOR

This announcement is made by the board of directors (the “**Board**”) of China Xinhua Education Group Limited (the “**Company**”) pursuant to Rule 13.51(4) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board hereby announces that the existing auditor of the Company, KPMG, will retire as the auditor of the Company upon expiration of its current term of office at the conclusion of the forthcoming annual general meeting of the Company to be held on 16 June 2026 (the “**AGM**”). Taking into account that KPMG has been holding office as auditor of the Company since 2018, the audit committee of the Company (the “**Audit Committee**”) and the Board are of the view that the proposed change of auditor is consistent with good corporate governance measure, beneficial to maintaining the independence and objectivity of external auditor, and in the best interest of the Company and its shareholders (the “**Shareholders**”) as a whole.

With the recommendation of the Audit Committee, on 14 April 2026, the Board resolved not to propose the re-appointment of KPMG on the expire of KPMG’s term of office as the auditor of the Company at the AGM, and to propose a resolution to approve the appointment of Rongcheng (Hong Kong) CPA Limited as the new auditor of the Company (the “**Proposed Appointment**”) with effect from the conclusion of the AGM and to hold office until the conclusion of the next annual general meeting of the Company. Such Proposed Appointment is subject to the approval of the Shareholders at the AGM.

The Audit Committee has considered a number of factors when recommending Rongcheng (Hong Kong) CPA Limited as the new auditor of the Company to the Board, including but not limited to (i) fee quotation and audit proposal; (ii) the audit team’s experience and technical competence in handling audit work for companies listed on the Stock Exchange, industry knowledge and their familiarity with the requirements under the Listing Rules and the IFRS Accounting Standards; (iii) their resources allocation, quality and capability including but not limited to manpower, time and other resources allocation; (iv) their independence and objectivity; (v) their market reputation; (vi) the “*Guidelines for Effective Audit Committees – Selection, Appointment and Reappointment of Auditors*” issued by the Accounting and Financial Reporting Council (“**AFRC**”) in December 2021 (the “**Guide**”), including section 2 “*Selection and Appointment of Auditors*” of the Guide; and (vii) the “*Guidance Notes on Change of Auditors*” published by AFRC in September 2023. Based on the above, the Audit Committee has assessed and considered that recommending Rongcheng (Hong Kong) CPA Limited is independent, competent and capable (including manpower, expertise, time and other resources) to perform a high-quality audit and is suitable to act as the new auditor of the Company.

The Company is incorporated under the laws of the Cayman Islands and to the knowledge of the Board, there is no requirement under the laws of the Cayman Islands for the retiring auditor to confirm whether or not there is any circumstance connected with their retirement which they consider should be brought to the attention of the Shareholders. KPMG has therefore not issued such confirmation. The Board confirms that to its best knowledge, there is no disagreement between the Company and KPMG and, save for the disclosure in this announcement, there are no other matters in connection with the retirement of KPMG as the auditor of the Company that would be required to be brought to the attention of the Shareholder.

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

A circular containing, among other things, further details of the proposed change of auditor, together with a notice of the AGM, will be despatched to the Shareholders in due course.

By order of the Board
China Xinhua Education Group Limited
Wu Junbao
Chairman

Hong Kong, 14 April 2026

As at the date of this announcement, the Board comprises one non-executive Director, namely Mr. Wu Junbao (Chairman); three executive Directors, namely Mr. Zhang Ming, Mr. Wang Yongkai and Ms. Chen Ming; and three independent non-executive Directors, namely Mr. Jiang Min, Mr. Yang Zhanjun and Mr. Yao Heping.