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SDM Education Group Holdings Limited

SDM 教育集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8363)

UPDATE ON PROPOSED CAPITAL REORGANISATION

References are made to the announcement of SDM Education Group Holdings Limited (the “**Company**”) dated 28 September 2022 (the “**Announcement**”) and the announcements of delay in despatch of circular dated 6 October 2022 and 20 October 2022 in relation to the proposed Capital Reorganisation. Capitalised terms used herein shall have the same meanings as those defined in the Announcement unless otherwise stated.

As set out in the Announcement, the effective date of the Share Consolidation will be on Tuesday, 1 November 2022. As more time is required for preparing and finalising the circular, it is expected that the circular containing, among other things, further details in relation to the proposed Capital Reorganisation and a notice convening the EGM, will be despatched to the Shareholders as soon as possible and the Share Consolidation will not be effective on 1 November 2022.

The Company will publish the revised timetable in relation to the proposed Capital Reorganisation as soon as possible.

By Order of the Board
SDM Education Group Holdings Limited
Mr. Chiu Ka Lok
Chairman

Hong Kong, 31 October 2022

As at the date of this announcement, the executive Directors are Mr. Chiu Ka Lok, Mr. Chun Chi Ngon Richard and Dr. Chun Chun, the non-executive Director is Ms. Yeung Siu Foon and the independent non-executive Directors are Mr. Chak Chi Shing, Dr. Hung Siu Ying Patrick and Dr. Kao Ping Suen.

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 at www.hkexnews.hk on the “Latest Listed Company Information” page of the HKEX website for at least 7 days from the date of its posting and on the Company website at www.sdm.hk.