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China Maple Leaf Educational Systems Limited

中國楓葉教育集團有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1317)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 23 JANUARY 2017

At the annual general meeting (the “AGM”) of China Maple Leaf Educational Systems Limited (the “Company”) held on 23 January 2017, all the proposed resolutions as set out in the notice of the AGM dated 20 December 2016 were duly passed by the shareholders of the Company by way of poll. The poll results are as follows:

Ordinary Resolutions		No. of Votes (%)	
		For	Against
1.	To receive and consider the audited consolidated financial statements and the reports of the directors and auditors for the year ended 31 August 2016.	942,517,489 (100.00%)	0 (0.00%)
2.	To declare a final dividend for the year ended 31 August 2016.	942,517,489 (100.00%)	0 (0.00%)
3.	(a) To re-elect Ms. Jingxia Zhang as an executive director of the Company (the “ Director ”).	941,419,489 (99.88%)	1,098,000 (0.12%)
	(b) To re-elect Mr. James William Beeke as an executive Director.	941,419,489 (99.88%)	1,098,000 (0.12%)
	(c) To re-elect Mr. Howard Robert Balloch as a non-executive Director.	936,771,489 (99.39%)	5,746,000 (0.61%)
	(d) To authorize the board of Directors (the “ Board ”) to fix the respective Directors’ remuneration.	942,517,489 (100.00%)	0 (0.00%)
4.	To re-appoint Deloitte Touche Tohmatsu as auditors and to authorize the Board to fix their remuneration.	942,517,489 (100.00%)	0 (0.00%)
5.	To give a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company as at the date of passing of this resolution.	942,517,489 (100.00%)	0 (0.00%)

Ordinary Resolutions		No. of Votes (%)	
		For	Against
6.	To give a general mandate to the Directors to allot, issue and deal with additional shares of the Company not exceeding 20% of the total number of issued shares of the Company as at the date of passing of this resolution.	862,372,794 (91.50%)	80,144,695 (8.50%)
7.	To extend the general mandate granted to the Directors to allot, issue and deal with additional shares in the capital of the Company by the aggregate number of shares repurchased by the Company.	862,379,094 (91.50%)	80,138,395 (8.50%)

Notes:

- (a) As a majority of the votes were cast in favour of each of the resolutions numbered 1 to 7, all resolutions were duly passed as ordinary resolutions.
- (b) As at the date of the AGM, the total number of shares of the Company in issue was 1,360,750,671 shares.
- (c) The total number of shares of the Company entitling the holder to attend and vote on the resolutions at the AGM was 1,360,750,671 shares.
- (d) There were no shares entitling the holder to attend and abstain from voting in favour of the resolutions at the AGM as set out in rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).
- (e) No shareholder of the Company was required under the Listing Rules to abstain from voting on the resolutions at the AGM.
- (f) None of the shareholders of the Company have stated their intention in the Company’s circular dated 20 December 2016 to vote against or to abstain from voting on any of the resolutions at the AGM.
- (g) The Company’s Hong Kong share registrar, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.

By order of the Board
China Maple Leaf Educational Systems Limited
Shu Liang Sherman Jen
Chairman and Executive Director

Hong Kong, 23 January 2017

As at the date of this announcement, the Board comprises Mr. Shu Liang Sherman Jen, Ms. Jingxia Zhang and Mr. James William Beeke as executive Directors; Mr. Howard Robert Balloch as non-executive Director; and Mr. Peter Humphrey Owen, Mr. Chak Kei Jack Wong and Mr. Lap Tat Arthur Wong as independent non-executive Directors.

* *For identification purpose only*