

Unless otherwise defined in this announcement, capitalized terms used in this announcement shall have the same meanings as those defined in the prospectus dated 30 May 2019 (the “**Prospectus**”) issued by China East Education Holdings Limited (the “**Company**”).

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This announcement is not for release, publication, distribution, directly or indirectly, in or into the United States (including its territories and possessions, any state of the United States and the District of Columbia). This announcement does not constitute or form a part of any offer or solicitation to purchase or subscribe for securities in the United States or in any other jurisdictions or an invitation to engage in any investment activity with respect to securities or investments of any kind. The Shares have not been, and will not be, registered under the United States Securities Act of 1933, as amended from time to time (the “**U.S. Securities Act**”) or any state securities laws in the United States. The securities may not be offered or sold in the United States except pursuant to registration or an exemption from registration requirements of the U.S. Securities Act. There will be no public offer and is not currently intended to be any public offer of securities in the United States. Any offering of securities to be made in the United States will be made solely to qualified institutional buyers as defined in Rule 144A under the U.S. Securities Act pursuant to an exemption from the registration requirements under the U.S. Securities Act. The Offer Shares are also being offered and sold outside the United States as offshore transactions in accordance with Regulation S under the U.S. Securities Act.

In connection with the Global Offering, BNP Paribas Securities (Asia) Limited (“**BNP Paribas**”, the “**Stabilizing Manager**”), its affiliates or any person acting for it, as the Stabilizing Manager on behalf of the Underwriters, may, to the extent permitted by applicable laws of Hong Kong or elsewhere, over-allocate or effect any other transactions with a view to stabilizing or maintaining the market price of the Shares at a level higher than that which might otherwise prevail in an open market for a limited period after the Listing Date. However, there is no obligation on the Stabilizing Manager, its affiliates or any person acting for it, to conduct any such stabilizing action, which, if commenced, will be done at the absolute discretion of the Stabilizing Manager, its affiliates or any person acting for it, and may be discontinued at any time. Any such stabilizing action is required to be brought to an end on the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering (the last day for exercise of the Over-allotment Option being 4 July 2019). Such stabilization action, if commenced, may be effected in all jurisdictions where it is permissible to do so, in each case, in compliance with all applicable laws, rules and regulatory requirements, including the Securities and Futures (Price Stabilizing) Rules (Cap. 571W of the Laws of Hong Kong), as amended, made under the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong). The details of the intended stabilization and how it will be regulated under the Securities and Futures Ordinance are set out in the section headed “Structure of the Global Offering” in the Prospectus.

Potential investors should be aware that stabilizing actions cannot be taken to support the price of the Shares for longer than the stabilization period which will begin on the Listing Date and is expected to expire on the 30th day after the last date for lodging of applications under the Hong Kong Public Offering (the last day for exercise of the Over-allotment Option being 4 July 2019). After this date, no further Stabilizing action may be taken and demand for the Shares and the price of the Shares could fall.

Potential investors of the Offer Shares should note that the Joint Global Coordinators, for themselves and on behalf of the Hong Kong Underwriters, have the right in certain circumstances, in their absolute discretion, to terminate the obligation of the Hong Kong Underwriters pursuant to the Hong Kong Underwriting Agreement at any time prior to 8:00 a.m. on the Listing Date (which is expected to be 12 June 2019). Further details of the terms of the termination provisions are set out in the section headed “Underwriting – Grounds for Termination” in the Prospectus.

# CHINA EAST EDUCATION HOLDINGS LIMITED

中國東方教育控股有限公司

(Incorporated in the Cayman Islands with limited liability)

## GLOBAL OFFERING

<b>Total Number of Offer Shares under the Global Offering</b>	<b>:</b>	<b>435,800,000 Shares (subject to the Over-allotment Option)</b>
<b>Number of Hong Kong Offer Shares</b>	<b>:</b>	<b>33,171,000 Shares</b>
<b>Number of International Placing Shares</b>	<b>:</b>	<b>402,629,000 Shares (subject to the Over-allotment Option)</b>
<b>Offer Price</b>	<b>:</b>	<b>HK\$11.25 per Offer Share, plus brokerage of 1.0%, SFC transaction levy of 0.0027% and a Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars and subject to refund)</b>
<b>Nominal value</b>	<b>:</b>	<b>HK\$0.0001 per Share</b>
<b>Stock code</b>	<b>:</b>	<b>667</b>

### *Sole Sponsor*



**BNP PARIBAS**

### *Joint Global Coordinators*



**BNP PARIBAS**



**CICC  
中金公司**



**海通國際  
HAITONG**

### *Joint Bookrunners and Joint Lead Managers*



**BNP PARIBAS**



**CICC  
中金公司**



**海通國際  
HAITONG**



**國泰君安國際  
GUOTAI JUNAN INTERNATIONAL**



**招銀國際  
CMB INTERNATIONAL**



**農銀國際  
ABC INTERNATIONAL**