

## IMPORTANT

If you are in any doubt about any of the contents of this document, you should seek independent professional advice.

# 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)

[REDACTED]

Total Number of [REDACTED] under : [REDACTED] Shares (subject to the  
the [REDACTED] [REDACTED])  
Number of [REDACTED] : [REDACTED] Shares (subject to  
adjustment)  
Number of [REDACTED] : [REDACTED] Shares (subject to the  
[REDACTED] and adjustment)  
[REDACTED] : Not more than HK\$[REDACTED] per  
[REDACTED], 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)  
Nominal value : HK\$0.0001 per Share  
[REDACTED] : [REDACTED]

Sole Sponsor



BNP PARIBAS

[REDACTED]

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The [REDACTED] is expected to be determined by agreement between the [REDACTED], on behalf of the [REDACTED], and our Company on or before [REDACTED] or such later time as may be agreed between the parties, but in any event, no later than [REDACTED]. If, for any reason, the [REDACTED], on behalf of the [REDACTED], and our Company are unable to reach an agreement on the [REDACTED] by [REDACTED], the [REDACTED] will not proceed and will lapse immediately. The [REDACTED] will be not more than [REDACTED] per Share and is expected to be not less than [REDACTED] per Share, unless otherwise announced. Investors applying for the [REDACTED] must pay, on application, the maximum [REDACTED] of [REDACTED] for each [REDACTED] together with brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005% subject to refund if the [REDACTED] is lower than [REDACTED]. The [REDACTED], on behalf of the [REDACTED], may, with the consent of our Company, reduce the number of [REDACTED] being offered under the [REDACTED] and/or the indicative [REDACTED] range below that stated in this document at any time prior to the morning of the last day for lodging applications under the [REDACTED]. In such a case, notices of such reduction will be published in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese) and on the websites of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and the Company at [www.chinaeastedu.com](http://www.chinaeastedu.com) as soon as practicable but in any event not later than the morning of the last day for lodging applications under the [REDACTED].

Prior to making an investment decision, prospective investors should carefully consider all of the information set out in this document, in particular, the risk factors set out in the section headed "Risk Factors".

Pursuant to the termination provisions contained in the [REDACTED] in respect of the [REDACTED], the [REDACTED], on behalf of the [REDACTED], have the right in certain circumstances, in its absolute discretion, to terminate the obligation of the [REDACTED] pursuant to the [REDACTED] at any time prior to 8:00 a.m. on the [REDACTED]. Further details of the terms of the termination provisions are set out in the section headed "[REDACTED]". It is important that you refer to that section for further details.

The [REDACTED] have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act") or any state securities law of the United States and may not be offered, sold, pledged or transferred within the United States, except in transactions exempt from, or not subject to, the registration requirements of the U.S. Securities Act. The [REDACTED] are offered and sold (i) within the United States to qualified institutional buyers in reliance on Rule 144A under the U.S. Securities Act or another exemption from registration under the U.S. Securities Act; and (ii) in offshore transactions outside the United States in reliance on Regulation S under the U.S. Securities Act.

[REDACTED]