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天立教育国际控股有限公司

Tianli Education International Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1773)

PROPOSED CHANGE OF PRINCIPAL BUSINESS ACTIVITIES; AND PROPOSED CHANGE OF COMPANY NAME

The Company is pleased to announce that the overall business will be changed to integrated operational services for the development of people of the appropriate age. In response to the subsequent change of principal business activities of the Group, the Board proposes to change the English name of the Company from “Tianli Education International Holdings Limited” to “Tianli International Holdings Limited” and the dual foreign name in Chinese of the Company from “天立教育國際控股有限公司” to “天立國際控股有限公司”.

The Proposed Change of Company Name is subject to (i) the passing of a special resolution by the Shareholders at the forthcoming AGM approving the Proposed Change of Company Name; and (ii) the Registrar of Companies in the Cayman Islands approving the Proposed Change of Company Name and issuing a certificate of incorporation on change of name.

A circular containing, among other matters, information in relation to the Proposed Change of Company Name and a notice convening the AGM will be despatched to the Shareholders in due course.

PROPOSED CHANGE OF PRINCIPAL BUSINESS ACTIVITIES

To better comply with the policies of the Party and the state and nurture more well-rounded talents for the country, as well as promote sustainable operation and development of the Group, Tianli Education International Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) is pleased to announce that the overall business will be gradually changed to integrated operational services for the development of people of the appropriate age, namely providing a series of value-added services to our target customers, including but not limited to: online campus store, logistical integrated services, study guidance for art and sports oriented schools, international education, overseas studies consulting and study tours (the “**Integrated Services**”).

For the existing projects of the Group, we will maintain a stable operation of our existing schools with a responsible attitude towards students, parents, teachers and society. Stable enrollment and operation will also be maintained for schools in operation nationwide. With respect to the contracted schools that are under construction, the Group will strictly follow the agreement and continue the construction and preparation of the relevant schools to provide students and parents with high quality teaching services. Meanwhile, in response to the policies and development trends of domestic education industry, the Company decided not to develop new self-owned compulsory education business and will focus on providing more diverse and higher quality Integrated Services to our existing students and other external customer groups.

The Group will fully implement the education policies of the Party under the earnest guidance of Mr. Luo Shi, the Company's Chairman of the Board, Executive Director and Chief Executive Officer, and remain steadfast in the original intention of education of nurturing talents, as well as cultivate and promote the core values of socialism. In addition, we will strive to guide our teachers and students to be the firm believers, active disseminators and exemplary advocates of the core values of socialism, and cultivate contributors and successors of socialism with all-round development in "ethics, intellect, physique, aesthetics and hardwork".

PROPOSED CHANGE OF COMPANY NAME

To better reflect the current status of the Company, the Company's strategic business plan and its future development direction, the board of directors of the Company (the "**Board**") proposes to change the English name of the Company from "Tianli Education International Holdings Limited" to "Tianli International Holdings Limited" and the dual foreign name in Chinese of the Company from "天立教育國際控股有限公司" to "天立國際控股有限公司" (the "**Proposed Change of Company Name**"). The Board believes that the new English and Chinese names of the Company will provide the Company with a new corporate image which will benefit the Company's future business development. Therefore, the Board considers that the Proposed Change of Company Name is in the best interests of the Company and the Shareholders as a whole.

Conditions of the Proposed Change of Company Name

The Proposed Change of Company Name is subject to satisfaction of the following conditions:

- (i) the passing of a special resolution by the shareholders of the Company (the "**Shareholders**") at the forthcoming annual general meeting of the Company (the "**AGM**") approving the Proposed Change of Company Name; and
- (ii) the Registrar of Companies in the Cayman Islands approving the Proposed Change of Company Name and issuing a certificate of incorporation on change of name.

Subject to the satisfaction of the conditions set out above, the Proposed Change of Company Name will take effect upon the date of the issue of a certificate of incorporation on change of name by the Registrar of Companies in the Cayman Islands confirming that the new name has been registered. The Company will then carry out the necessary filing procedures in relation to the Proposed Change of Company Name with the Companies Registry in Hong Kong.

Effects of the Proposed Change of Company Name

The Proposed Change of Company Name will not affect any rights of the holders of securities of the Company or the Company's financial position.

All existing certificates of securities in issue bearing the present name of the Company will, upon the Proposed Change of Company Name becoming effective, continue to be evidence of title to such securities and the existing share certificates will continue to be valid for trading, settlement, registration and delivery purposes.

There will not be any arrangement for exchange of the existing share certificates of securities for new share certificates under the new name of the Company. Subject to the confirmation of The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**"), the English and Chinese stock short names of the Company for trading in the securities of the Company on the Stock Exchange will also be changed after the Proposed Change of Company Name becomes effective. If the Proposed Change of Company Name becomes effective, any issue of share certificates thereafter will be in the new Chinese and English name of the Company. Further announcement(s) will be made in relation to the effective date of the Proposed Change of Company Name and the new stock short name for trading in the shares of the Company on the Stock Exchange.

GENERAL

A special resolution will be proposed at the AGM for the Shareholders to consider and, if thought fit, approve the Proposed Change of Company Name. A circular containing, among other matters, information in relation to the Proposed Change of Company Name and a notice convening the AGM will be despatched to the Shareholders in due course.

By order of the Board
Tianli Education International Holdings Limited
Luo Shi
Chairman, Executive Director and Chief Executive Officer

The PRC, 3 March 2022

As at the date of this announcement, the Board comprises Mr. Luo Shi as chairman and executive Director, Mr. Wang Rui as executive Directors, Mr. Tian Mu as non-executive Director and Mr. Liu Kai Yu Kenneth, Mr. Yang Dong and Mr. Cheng Yiqun as independent non-executive Directors.