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Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those defined in the prospectus dated Wednesday, June 29, 2022 (the “**Prospectus**”) issued by Readboy Education Holding Company Limited (the “**Company**”).

This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities of the Company. This announcement is not a prospectus. Potential investors should read the Prospectus for detailed information about the Company and the Global Offering described below before deciding whether or not to invest in the Offer Shares. Any investment decision in relation to the Offer Shares should be taken solely in reliance on the information provided in the Prospectus.

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) or any other jurisdiction where such distribution is prohibited by law. 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 jurisdiction. The Offer 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 securities law of any state or other jurisdiction 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. There will be no public offer of the Offer Shares in the United States. The Offer Shares may be offered, sold or delivered outside of the United States in accordance with Regulation S under the U.S. Securities Act and the applicable laws of each jurisdiction where those offers and sales occur.

In connection with the Global Offering, China Securities (International) Corporate Finance Company Limited, as stabilizing manager (the “**Stabilizing Manager**”), or any person acting for it, on behalf of the Underwriters, may over-allocate or effect transactions with a view to stabilizing or supporting the market price of the Shares at a level higher than that which might otherwise prevail for a limited period after the Listing Date. However, there is no obligation on the Stabilizing Manager 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 or any person acting for it and may be discontinued at any time. Any such stabilizing activity is required to be brought to an end within 30 day of the last day for lodging applications under the Hong Kong Public Offering. Any market purchases of the Shares will be effected in compliance with all applicable laws and regulatory requirements. Such stabilization action, if taken, 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 (Chapter 571W of the Laws of Hong Kong), as amended, made under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Potential investors should be aware that stabilizing action 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 Thursday, August 4, 2022, being the 30th day after the last day for lodging applications under the Hong Kong Public Offering. 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 Representatives, for themselves and on behalf of the Hong Kong Underwriters, and the Joint Sponsors shall be entitled to terminate their obligations under the Hong Kong Underwriting Agreement with immediate effect upon the occurrence of any of the events set out in the paragraph headed “Underwriting – Underwriting Agreement and Expenses – Hong Kong Public Offering – Grounds for Termination” in the Prospectus at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date (which is currently expected to be on Tuesday, July 12, 2022).

读书郎

Readboy Education Holding Company Limited
讀書郎教育控股有限公司

(Incorporated in the Cayman Islands with limited liability)

GLOBAL OFFERING

Number of Offer Shares under the Global Offering	: 52,000,000 Shares (subject to the Over-allotment Option)
Number of Hong Kong Offer Shares	: 5,200,000 Shares (subject to adjustment)
Number of International Offer Shares	: 46,800,000 Shares (subject to adjustment and the Over-allotment Option)
Maximum Offer Price	: HK\$10.00 per Offer Share, plus brokerage of 1.0%, SFC transaction levy of 0.0027%, Stock Exchange trading fee of 0.005% and FRC transaction levy of 0.00015% (payable in full on application in Hong Kong dollars and subject to refund)
Nominal value	: HK\$0.001 per Share
Stock code	: 2385

Joint Sponsors, Joint Global Coordinators, Joint Bookrunners and Joint Lead Managers



中信建投國際
CHINA SECURITIES INTERNATIONAL



(in alphabetical order)

Joint Bookrunners and Joint Lead Managers



海通國際
HAITONG



國泰君安國際
GUOTAI JUNAN INTERNATIONAL



交銀國際
BOCOM International



富途證券



老虎證券
TIGER BROKERS



利弗莫尔证券
LIVERMORE HOLDINGS LIMITED



EDDID
艾德金融



CMS 招商證券國際

Your application through the **White Form eIPO** service or by giving **electronic application instructions** to HKSCC must be for a minimum of 400 Hong Kong Offer Shares and in one of the numbers set out in the table. You are required to pay the amount next to the number you select.

No. of Hong Kong Offer Shares applied for	Amount payable on application <i>HK\$</i>	No. of Hong Kong Offer Shares applied for	Amount payable on application <i>HK\$</i>	No. of Hong Kong Offer Shares applied for	Amount payable on application <i>HK\$</i>	No. of Hong Kong Offer Shares applied for	Amount payable on application <i>HK\$</i>
400	4,040.32	8,000	80,806.28	40,000	404,031.40	600,000	6,060,471.00
800	8,080.63	10,000	101,007.85	50,000	505,039.25	700,000	7,070,549.50
1,200	12,120.94	12,000	121,209.42	60,000	606,047.10	800,000	8,080,628.00
1,600	16,161.25	14,000	141,410.99	70,000	707,054.95	900,000	9,090,706.50
2,000	20,201.57	16,000	161,612.56	80,000	808,062.80	1,000,000	10,100,785.00
2,400	24,241.89	18,000	181,814.13	90,000	909,070.65	1,400,000	14,141,099.00
2,800	28,282.20	20,000	202,015.70	100,000	1,010,078.50	1,800,000	18,181,413.00
3,200	32,322.51	24,000	242,418.84	200,000	2,020,157.00	2,200,000	22,221,727.00
3,600	36,362.82	28,000	282,821.98	300,000	3,030,235.50	2,600,000 ⁽¹⁾	26,262,041.00
4,000	40,403.14	32,000	323,225.12	400,000	4,040,314.00		
6,000	60,604.71	36,000	363,628.26	500,000	5,050,392.50		

(1) Maximum number of Hong Kong Offer Shares you may apply for.

No application for any other number of the Hong Kong Offer Shares will be considered and any such application is liable to be rejected.

THE LISTING APPLICATION

We have applied to the Listing Committee of the Stock Exchange for the listing of, and permission to deal in, the Shares in issue and to be issued pursuant to the Global Offering (including any Shares that may be issued pursuant to the exercise of the Over-allotment Option) and the Shares to be issued pursuant to the Post-IPO Share Option Scheme.

STRUCTURE OF THE GLOBAL OFFERING

The Global Offering comprises:

- the Hong Kong Public Offering of initially 5,200,000 Offer Shares (subject to adjustment) in Hong Kong, representing 10% of the total number of Offer Shares initially available under the Global Offering, and
- the International Offering of initially 46,800,000 Offer Shares (subject to adjustment, and the Over-allotment Option), representing 90% of the total number of Offer Shares initially available under the Global Offering.

The allocation of the Offer Shares between the Hong Kong Public Offering and the International Offering will be subject to adjustments as described in the section headed “Structure of the Global Offering” in the Prospectus.

In particular, the Joint Representatives may reallocate Offer Shares from the International Offering to the Hong Kong Public Offering to satisfy valid applications under the Hong Kong Public Offering. In accordance with Guidance Letter HKEX-GL91-18 issued by the Stock Exchange, if such reallocation is done other than pursuant to clawback mechanism as described in the section headed “Structure of the Global Offering – The Hong Kong Public Offering – Reallocation” in the Prospectus, the maximum total number of Offer Shares that may be reallocated to the Hong Kong Public Offering following such reallocation shall not exceed 5,200,000 Shares, representing approximately 10% of the total number of Offer Shares initially available under the Global Offering, increasing the total number of Offer Shares available under the Hong Kong Public Offering to 10,400,000 Shares, representing approximately 20% of the total number of Offer Shares initially available under the Global Offering and the final Offer Price shall be fixed at the low end of the indicative Offer Price range (i.e. HK\$7.60 per Offer Share) stated in the Prospectus.

In connection with the Global Offering and pursuant to the International Underwriting Agreement, the Company is expected to grant to the International Underwriters, exercisable by the Joint Representatives (for themselves and on behalf of the International Underwriters), the Over-allotment Option, at any time within 30 days after the last day for lodging applications under the Hong Kong Public Offering (the last day for exercise of the Over-allotment Option being Thursday, August 4, 2022) to require the Company to allot and issue up to an aggregate of 7,800,000 additional Offer Shares, representing 15% of the Offer Shares initially available under the Global Offering, at the Offer Price, to cover over-allocations in the International Offering, if any. In the event the Over-allotment Option is exercised, we will make an announcement which will be posted on the website of the Stock Exchange (www.hkexnews.hk) and on our website (<http://www.readboy.com>), respectively.

PRICING

The Offer Price will not be more than HK\$10.00 per Offer Share and is expected to be not less than HK\$7.60 per Offer Share, unless otherwise announced as further explained in the section headed “Structure of the Global Offering” in the Prospectus. Applicants for the Offer Shares are required to pay, on application, the maximum Offer Price of HK\$10.00 per Offer Share together with brokerage fee of 1.0%, SFC transaction levy of 0.0027%, the Stock Exchange trading fee of 0.005% and FRC transaction levy of 0.00015%, subject to refund if the Offer Price as finally determined is less than HK\$10.00 per Offer Share.

Prospective investors should be aware that the Offer Price to be determined on the Price Determination Date may be, but is not expected to be, lower than the indicative Offer Price range stated in the Prospectus.

EXPECTED TIMETABLE

Hong Kong Public Offering commences 9:00 a.m. on Wednesday,
June 29, 2022

Latest time for completing electronic applications under
White Form eIPO service through the designated
website www.eipo.com.hk. 11:30 a.m. on Tuesday,
July 5, 2022

Application lists open 11:45 a.m. on Tuesday,
July 5, 2022

Latest time for (a) completing payment for **White
Form eIPO** applications by effecting internet banking
transfer(s) or PPS payment transfer(s) and (b) giving
electronic application instructions to HKSCC. 12:00 noon on Tuesday,
July 5, 2022

If you are instructing your **broker** or **custodian** who is a CCASS Clearing Participant or a CCASS Custodian Participant to give **electronic application instructions** via CCASS terminals to apply for the Hong Kong Offer Shares on your behalf, you are advised to contact your **broker** or **custodian** for the latest time for giving such instructions which may be different from the latest time as stated above.

Application lists close 12:00 noon on Tuesday,
July 5, 2022

Expected Price Determination Date Tuesday, July 5, 2022

- (1) Announcement of the Offer Price, the level of indications of interest in the International Offering, the level of applications in the Hong Kong Public Offering and the basis of allocation of the Hong Kong Offer Shares under the Hong Kong Public Offering to be published on the website of the Stock Exchange at www.hkexnews.hk and our Company’s website at <http://www.readboy.com/> on or before Monday, July 11, 2022

- (2) An announcement of results of allocations in the Hong Kong Public Offering (with successful applicants' identification document numbers, where appropriate) to be available through a variety of channels, including the website of the Stock Exchange www.hkexnews.hk and the Company's website at <http://www.readboy.com/> (see "How to Apply for Hong Kong Offer Shares – 10. Publication of Results" in the Prospectus) from Monday, July 11, 2022

Results of allocations in the Hong Kong Public Offering will be available at www.iporesults.com.hk (alternatively: English <https://www.eipo.com.hk/en/Allotment>; Chinese <https://www.eipo.com.hk/zh-hk/Allotment>) with a "search by ID" function from 8:00 a.m. Monday, July 11, 2022 to 12:00 midnight Sunday, July 17, 2022

The allocation results telephone enquiry by calling +852 2862 8555 between 9:00 a.m. and 6:00 p.m. from Monday, July 11, 2022 to Thursday, July 14, 2022

Share certificates in respect of wholly or partially successful applications to be despatched/collected or deposited into CCASS on or before. Monday, July 11, 2022

White Form e-Refund payment instructions/refund cheques in respect of wholly or partially successful applications (if applicable) or wholly or partially unsuccessful applications to be despatched/collected on or before Monday, July 11, 2022

Dealings in the Shares on the Stock Exchange expected to commence at 9:00 a.m. on Tuesday, July 12, 2022

Note: Unless otherwise stated, all times and dates refer to Hong Kong local times and dates.

SETTLEMENT

Subject to the granting of the approval for listing of, and permission to deal in, the Shares on the Stock Exchange and compliance with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the date of commencement of dealings in the Shares on the Stock Exchange or such other date as may be determined by HKSCC. Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second settlement day after any trading day. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. All necessary arrangements have been made to enable the Shares to be admitted into CCASS. Investors should seek the advice of their stockbrokers or other professional advisers for details of the settlement arrangement as such arrangements may affect their rights and interests.

ELECTRONIC APPLICATION CHANNELS

White Form eIPO

You may submit your application to the **White Form eIPO Service Provider** at www.eipo.com.hk (24 hours daily, except on the last application day) from 9:00 a.m. on Wednesday, June 29, 2022 until 11:30 a.m. on Tuesday, July 5, 2022 and the latest time for completing full payment of application monies in respect of such applications will be 12:00 noon on Tuesday, July 5, 2022 or such later time as described in the section headed “How to Apply for Hong Kong Offer Shares – 9. Effect of Bad Weather on the Opening of the Application Lists” in the Prospectus.

CCASS EIPO service

CCASS Clearing/Custodian Participants can input **electronic application instructions** at the following times on the following dates:⁽¹⁾

Wednesday, June 29, 2022	– 9:00 a.m. to 8:30 p.m.
Thursday, June 30, 2022	– 8:00 a.m. to 8:30 p.m.
Monday, July 4, 2022	– 8:00 a.m. to 8:30 p.m.
Tuesday, July 5, 2022	– 8:00 a.m. to 12:00 noon

Note:

(1) The times in this sub-section are subject to change as HKSCC may determine from time to time with prior notification to CCASS Clearing/Custodian Participants and/or CCASS Investor Participants.

CCASS Investor Participants can input **electronic application instructions** from 9:00 a.m. on Wednesday, June 29, 2022 until 12:00 noon on Tuesday, July 5, 2022 (24 hours daily, except on Tuesday, July 5, 2022, the last application day).

The latest time for inputting your **electronic application instructions** will be 12:00 noon on Tuesday, July 5, 2022, the last application day or such later time as described in the section headed “How to Apply for Hong Kong Offer Shares – 9. Effect of Bad Weather on the Opening of the Application Lists” in the Prospectus.

The application monies (including the brokerage fees, SFC transaction levy, the Stock Exchange trading fee and FRC transaction levy) will be held by the receiving bank and on behalf of the Company after the closing of the application lists and the refund monies, if any, will be returned to the applicants without interest on or before Monday, July 11, 2022.

Please refer to the sections headed “Structure of the Global Offering” and “How to Apply for Hong Kong Offer Shares” of the Prospectus for details of the conditions and procedures of the Hong Kong Public Offering.

Application for the Hong Kong Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus, the Green Application Form and on the designated website (www.eipo.com.hk) for the White Form eIPO.

PUBLICATION OF RESULTS

We expect to announce the final Offer Price, the level of indications of interest in the International Offering, the level of applications in the Hong Kong Public Offering and the basis of allocation of the Hong Kong Offer Shares on Monday, July 11, 2022 on our website at <http://www.readboy.com> and the website of the Stock Exchange at www.hkexnews.hk.

The results of allocations and the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants (where applicable) under the Hong Kong Public Offering will be available through a variety of channels at the times and date and in the manner specified in the section headed “How to Apply for Hong Kong Offer Shares – 10. Publication of Results” in the Prospectus.

If an application is rejected, not accepted or accepted in part only, or if the Offer Price as finally determined is less than the maximum Offer Price of HK\$10.00 per Offer Share (excluding brokerage, SFC transaction levy, the Stock Exchange trading fee and FRC transaction levy thereon), or if the conditions of the Hong Kong Public Offering are not fulfilled in accordance with “Structure of the Global Offering – The Hong Kong Public Offering” in the Prospectus or if any application is revoked, the application monies, or the appropriate portion thereof, together with the related brokerage, SFC transaction levy, the Stock Exchange trading fee and FRC transaction levy, will be refunded, without interest or the cheque or banker’s cashier order will not be cleared.

No temporary documents of title will be issued in respect of the Shares and no receipt will be issued for sums paid on application. Share certificates will only become valid evidence of title at 8:00 a.m. on Tuesday, July 12, 2022 (Hong Kong time), provided that the Global Offering has become unconditional and the right of termination described in the “Underwriting” section in the Prospectus has not been exercised.

Assuming the Global Offering becomes unconditional at or before 8:00 a.m. on Tuesday, July 12, 2022 (Hong Kong time), dealings in the Shares are expected to commence at 9:00 a.m. on Tuesday, July 12, 2022 (Hong Kong time). The Shares will be traded in board lots of 400 Shares each. The stock code of the Shares is 2385.

By order of the Board
Readboy Education Holding Company Limited
Mr. Qin Shuguang
Chairman

Hong Kong, June 29, 2022

As at the date of this announcement, the board of directors of the Company comprises Mr. Qin Shuguang, Ms. Liu Zhilan, Mr. Chen Jiafeng and Mr. Deng Denghui as executive Directors; and Mr. Chen Zhiyong and Mr. Shen Jianfei as non-executive Directors; and Mr. Li Xinshou, Ms. Kong Fanhua and Prof. Li Renfa as independent non-executive Directors.