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JH Educational Technology INC.

嘉宏教育科技有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 1935)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an extraordinary general meeting (the “EGM”) of JH Educational Technology INC. (the “Company”) will be held at No. 618 Liuweng Road, Liushi Town, Yueqing, Zhejiang, the People’s Republic of China on Monday, 15 August 2022 at 10 a.m. for the following purposes:

ORDINARY RESOLUTIONS

To consider and if thought fit, pass the following resolutions (with or without modification) as ordinary resolutions of the Company:

1. **THAT** the purchase agreement date 27 May 2022 entered into between Zhengzhou College of Economics and Business* (鄭州經貿學院) and Binzhou Yilingyi Properties Co., Ltd.* (濱州市一零一置業有限公司) (the “Purchase Agreement”), the supplemental agreement to the Purchase Agreement dated 30 June 2022 entered into among Zhengzhou College of Economics and Business* (鄭州經貿學院), Wenzhou Jia Yao Educational Technology Co., Ltd.* (溫州嘉耀教育科技有限責任公司) and Binzhou Yilingyi Properties Co., Ltd.* (濱州市一零一置業有限公司), and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified.
2. **THAT** any director(s) of the Company be and is/are hereby authorised, for and on behalf of the Company, to enter into any agreement, deed or instrument and/or to execute and deliver all such documents and/or do all such acts on behalf of the Company as he/she may consider necessary, desirable or expedient for the purpose of, or in connection with (i) the implementations and completion of the Purchase Agreement (as supplemented by the Supplemental Agreement) and transactions contemplated thereunder; and (ii) any amendment, variation or modification of the Purchase Agreement, the Supplemental Agreement and the transactions contemplated thereunder upon such terms and conditions as the board of directors of the Company may think fit.

By order of the Board
JH Educational Technology INC.
Chen Yuguo
Chairman

Wenzhou, Zhejiang Province, the People’s Republic of China
29 July 2022

Registered office:
Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman, KY1-1111
Cayman Islands

Principal place of business in Hong Kong:
Room 2106, 21/F
Emperor Group Centre
288 Hennessy Road
Wanchai
Hong Kong

Notes:

1. The resolutions at the EGM (except those relate to the procedural or administrative matters, which should be taken by a show of hands as the chairman of the EGM may decide, in good faith) will be taken by a poll pursuant to the Listing Rules and the results of the poll will be published on the websites of Stock Exchange in accordance with the Listing Rules.
2. Any shareholder of the Company entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote on his or her behalf.
3. In order to be valid, a form of proxy must be deposited at the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong together with the power of attorney or other authority (if any) under which it is signed (or a certified copy thereof) not less than 48 hours (i.e. 10 a.m. on Saturday, 13 August 2022) before the time appointed for the holding of the above meeting or not less than 48 hours before the time appointed for the holding of any adjournment thereof. Completion and return of a form of proxy will not preclude a member from attending and voting in person if he or she is subsequently able to be present and in such event the form of proxy shall be deemed revoked.
4. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his or her attorney duly authorized in writing or, if the appointor is a corporation, either under its common seal or under the hand of an officer or attorney or other person duly authorized.
5. The form of proxy must be signed by the appointor or by his or her attorney authorized in writing or, if the appointor is a corporation, either under its seal or under the hand of an officer, attorney or other person duly authorized to sign the same.
6. Where there are joint registered holders of any Share, any one of such persons may vote at any meeting, either personally or by proxy, in respect of such Share as if he or she were solely entitled thereto; but if more than one of such joint holders be present at any meeting personally or by proxy, that one of the said persons so present whose name stands first on the register in respect of such Share shall alone be entitled to vote in respect thereof.
7. For the purposes of holding the EGM, the register of members of the Company will be closed from Saturday, 13 August 2022 to Monday, 15 August 2022 (both days inclusive), for the purpose of determining the entitlement to attend and vote at the EGM scheduled to be held on Monday, 15 August 2022. In order to be eligible to attend and vote at the EGM, all transfer forms accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not later than 4:30 p.m. on Friday, 12 August 2022.
8. If a Typhoon Signal No. 8 or above is hoisted or a Black Rainstorm Warning Signal is in force within a period of two (2) hours before the commencement of the EGM, the EGM will be postponed or adjourned. The Company will post an announcement on the websites of the Company (www.jheduchina.com) and the Stock Exchange (www.hkexnews.hk) to notify shareholders of the date, time and place of the rescheduled meeting. The EGM will be held as scheduled when an Amber or a Red Rainstorm Warning Signal is in force. Shareholders should decide on their own whether they would attend the EGM under bad weather condition bearing in mind their own situations.

9. In view of the ongoing COVID-19 epidemic, the Company will implement the following prevention and control measures targeting COVID-19 at the EGM to protect Shareholders from infection:
- (i) Compulsory body temperature check will be conducted, and any person with a body temperature beyond normal range will be denied entry into the venue;
 - (ii) Every Shareholder or authorized representative must wear a surgical mask; and
 - (iii) The Company will maintain appropriate distance and space in the venue.

The Company strongly recommends Shareholders, who intend to attend the EGM, to submit the form of proxy for voting instead of attending the EGM in person. The form of proxy has been dispatched to Shareholders and is available to download on the Company's website (www.jheduchina.com) or HKExnews' website (www.hkexnews.hk). If you are not a registered Shareholder (if your Shares are held via banks, brokers, custodians or the Hong Kong Securities Clearing Company Limited), you should consult directly with your banks or brokers or custodians (as the case may be) to assist you in the appointment of a proxy.

Shareholders who choose not to attend the EGM in person may access the EGM through a live webcast (the "Webcast"). The Webcast link can be accessed by computers, mobile phones or any browser-enabled electronic or communication devices. Shareholders will be able to access the Webcast at the start of the EGM until its conclusion.

Shareholders who wishes to access the EGM by Webcast or submit questions in relation to any resolution set out in the Notice of EGM must send a) full name; b) registered address; c) number of Shares held; d) contact telephone numbers; and e) email address together with the questions, if any, to this email address: info@jheduchina.com not later than 72 hours before the appointed time and date of the EGM. Shareholders may be required to produce identification documents to show identity and enable the Company to check against its Shareholders' records. Shareholders having completed registration and identity verification will be provided the web link and/or password to access the Webcast at the start of the EGM until conclusion. Shareholders who are given the web link and/or password of the Webcast should not share such information to anyone else.

No remote voting system will be provided for the EGM. For the avoidance of doubt, Shareholders' presence through live webcast will not be counted as quorum or attendance of the EGM, and will not revoke any form of proxy previously delivered to the Company by the same Shareholder. Shareholders may, however, view and listen to the EGM through the Webcast.

The Company is closely monitoring the impact of COVID-19 pandemic. Should any changes be made to the EGM arrangements, the Company will publish further announcement(s) to notify the Shareholders.

10. References to time and dates of this notice are to Hong Kong time and dates.

As at the date of this notice, the executive directors of the Company are Mr. Chen Yuguo, Mr. Chen Yuchun, Mr. Chen Shu, Mr. Chen Nansun and Mr. Chen Lingfeng; the non-executive director of the Company is Ms. Zhang Xuli; and the independent non-executive directors of the Company are Ms. Bi Hui, Mr. Fung Nam Shan and Mr. Wang Yuqing.