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China Education Group Holdings Limited

中國教育集團控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 839)

**(1) RESIGNATION OF EXECUTIVE DIRECTOR
AND
(2) APPOINTMENT OF EXECUTIVE DIRECTOR**

The board (the “**Board**”) of directors (“**Directors**”) of China Education Group Holdings Limited (the “**Company**”, together with its subsidiaries and consolidated affiliated entities, the “**Group**”) announces the following changes to the Board.

RESIGNATION OF EXECUTIVE DIRECTOR

Ms. Xie Shaohua (“**Ms. Xie**”) has tendered her resignation as an executive Director with effect from 1 September 2022 as she needs to devote more time to her other business commitments.

Ms. Xie has confirmed that she has no disagreement with the Board and there is no matter that needs to be brought to the attention of the shareholders of the Company (the “**Shareholders**”) in connection with her resignation.

The Board would like to express its gratitude to Ms. Xie for her contributions to the Company during her tenure of service.

APPOINTMENT OF EXECUTIVE DIRECTOR

The Board is pleased to announce that Mr. Wang Rui (“**Mr. Wang**”) has been appointed as an executive Director with effect from 1 September 2022.

Biographical details of Mr. Wang are set out as follows:

Mr. Wang, aged 32, is the chairman of the board of directors of Guangzhou College of Applied Science and Technology and has about nine years of experience in the private higher education industry. Mr. Wang has been an investment manager for strategic investments of the Company since February 2018. Mr. Wang graduated from Kean University in the United States with a Bachelor degree in Computer Science in 2012 and a Master degree in Computer Information Science in 2013.

Mr. Wang is the son of Ms. Xie and the nephew of Mr. Xie Ketao, an executive Director, the co-chairman of the Board and one of the controlling shareholders of the Company.

Mr. Wang shall hold office until the next following general meeting of the Company and if re-elected by the Shareholders thereat, will be subject to retirement by rotation and re-election and other related provisions as stipulated in the articles of association of the Company and the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

Mr. Wang entered into a service agreement as an executive Director with the Company for an initial term of three years commencing from 1 September 2022.

Pursuant to the service agreement, Mr. Wang is entitled to a director’s fee of HKD2,650,000 per annum, which will be reviewed annually by the remuneration committee of the Company (the “**Remuneration Committee**”) and decided by the majority of the members of the Board. Mr. Wang will also be entitled to a discretionary bonus in respect of each financial year of the Company as may be recommended by the Board or the Remuneration Committee.

Save as disclosed herein, as at the date of this announcement, (i) Mr. Wang has not held any other position in the Group or had other major appointments and professional qualifications; (ii) Mr. Wang has not held any other directorship in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the three years prior to the date of this announcement; (iii) Mr. Wang does not have any relationship with any Directors, senior management of the Company or substantial or controlling Shareholders; and (iv) Mr. Wang does not have any interest or short position in the shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

Save as disclosed above, there is no other matter relating to the appointment of Mr. Wang that needs to be brought to the attention of the Shareholders and there is no other information which is required to be disclosed pursuant to any of the requirements under Rules 13.51(2)(h) to (v) of the Listing Rules.

The Board would also like to take this opportunity to welcome Mr. Wang to the Board.

By order of the Board
China Education Group Holdings Limited
Yu Guo Xie Ketao
Co-Chairmen

Hong Kong, 1 September 2022

As at the date of this announcement, the executive directors of the Company are Mr. Yu Guo, Mr. Xie Ketao, Dr. Yu Kai and Mr. Wang Rui, and the independent non-executive directors of the Company are Dr. Gerard A. Postiglione, Dr. Rui Meng and Dr. Wu Kin Bing.