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US\$125,000,000 2.25 PER CENT. CONVERTIBLE BONDS DUE 2026

ISSUED BY



枫叶教育

CHINA MAPLE LEAF EDUCATIONAL SYSTEMS LIMITED

中國楓葉教育集團有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 01317)

(the “Company”)

(the “Bonds”)

(Stock Code: 40564)

RESULT OF MEETING OF BONDHOLDERS AND IMPLEMENTATION DATE

Reference is made to the announcement dated 5 October 2022 in relation to the Company’s notice of meeting to Bondholders dated 5 October 2022 (the “**Notice of Meeting**”) convening a meeting of Bondholders in connection with the Extraordinary Resolution (the “**Announcement**”). Unless the contrary is stated, or the context otherwise requires, terms and expressions defined in the Announcement shall have the same meanings when used in this announcement. **Bondholders should refer to the Notice of Meeting for the full terms of the Extraordinary Resolution.**

RESULTS OF THE MEETING

The Meeting was convened and held at 10:00 a.m. (Hong Kong time) on 27 October 2022.

The Extraordinary Resolution as set out in the Notice of Meeting was duly passed at the Meeting by the requisite majority of Bondholders in accordance with the terms of the Trust Deed.

PROPOSED WAIVERS

The Proposed Waivers in relation to the Bonds became immediately effective upon the passing of the Extraordinary Resolution.

PROPOSED AMENDMENTS

The Amended and Restated Trust Deed and the Amended and Restated Agency Agreement giving effect to the Proposed Amendments have been duly executed by each of the parties thereto on 27 October 2022.

The Proposed Amendments have therefore become effective and the Implementation Date has occurred on 27 October 2022.

As a result, each present and future holder of the Bonds is bound by the terms of the Amended and Restated Trust Deed (which amends and restates the Trust Deed), and by the terms of the Amended and Restated Agency Agreement (which amends and restates the Agency Agreement).

By Order of the Board
China Maple Leaf Educational Systems Limited
Shu Liang Sherman Jen
Chairman and Chief Executive Officer

Hong Kong, 27 October 2022

As at the date of this announcement, the Board comprises Mr. Shu Liang Sherman Jen, Ms. Jingxia Zhang and Mr. James William Beeke as Executive Directors; and Mr. Peter Humphrey Owen, Mr. Alan Shaver and Mr. Lap Tat Arthur Wong as Independent Non-executive Directors.

Trading in the shares of the Company (Stock Code: 1317) and the debt securities of the Company (Debt Securities Stock Code: 40564) on the Stock Exchange has been suspended since 9:00 a.m. on 3 May 2022 due to the delay in publication of the unaudited interim results of the Group for the six months ended 28 February 2022 and will remain suspended until the Company fulfils the Resumption Guidance imposed by the Stock Exchange on the Company as described in the announcement of the Company dated 30 May 2022. Shareholders of the Company and potential investors should exercise caution when dealing in the securities of the Company.

* *For identification purposes only*