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Leader Education Limited

立德教育股份有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1449)

**PROPOSED AMENDMENTS TO THE MEMORANDUM AND
ARTICLES OF ASSOCIATION**

This announcement is made by Leader Education Limited (the “**Company**”) pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) in relation to the proposed amendments to the memorandum and articles of association of Company (the “**Memorandum and Articles of Association**”).

The Listing Rules had been amended, among others, to require all listed issuers to adopt a uniform set of 14 core shareholder protection standards (the “**Core Standards**”) as set out in Appendix 3 to the Listing Rules, which took effect on 1 January 2022. The board of directors of the Company (the “**Board**”) proposes to make certain amendments to the existing Memorandum and Articles of Association to (i) conform to the Core Standards; (ii) allow general meetings to be held as an electronic meeting or a hybrid meeting in order to modernize the conduct of general meetings and provide flexibility to the Company in this respect; (iii) bring the Memorandum and Articles of Association in line with amendments made to the Listing Rules and the applicable law and procedures in the Cayman Islands; and (iv) to incorporate certain housekeeping changes. For the purposes of the aforesaid proposed amendments, the Board proposes to adopt the second amended and restated Memorandum and Articles of Association in substitution for, and to the exclusion of, the existing Memorandum and Articles of Association.

The proposed amendments to the Memorandum and Articles of Association shall be subject to the passing of a special resolution by the shareholders of the Company at the forthcoming annual general meeting of the Company to be held on 24 February 2023 (the “AGM”), and the second amended and restated Memorandum and Articles of Association shall become effective upon the passing of such special resolution at the AGM. A circular containing, among others, details of the proposed amendments to the Memorandum and Articles of Association and a notice convening the AGM will be despatched to the Company’s shareholders as soon as practicable.

By Order of the Board
Leader Education Limited
LIU Laixiang
Chairman of the Board

Harbin, Heilongjiang Province, PRC, 16 December 2022

As at the date of this announcement, the executive Directors are Mr. LIU Laixiang, Ms. DONG Ling, Mr. WANG Yunfu and Mr. CHE Wenge; and the independent non-executive Directors are Mr. ZHANG Su, Mr. CAO Shaoshan and Mr. CHAN Ngai Fan.