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HOPE EDUCATION GROUP CO., LTD.

希望教育集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1765)

CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND MEMBERS OF BOARD COMMITTEES

The Board hereby announces that with effect from 1 January 2023:

- (1) Mr. Chen Yunhua (陳雲華) has resigned as an independent non-executive Director, and ceased to be the chairman of the Nomination and Remuneration Committee and a member of the Audit Committee of the Company;
- (2) Dr. Gao Hao (高皓) has resigned as an independent non-executive Director, and ceased to be a member of the Nomination and Remuneration Committee and the Audit Committee of the Company;
- (3) Mr. Liu Zhonghui (劉仲輝) has been appointed as an independent non-executive Director, and the chairman of the Nomination and Remuneration Committee and a member of the Audit Committee of the Company; and
- (4) Mr. Xiang Chuan (向川) has been appointed as an independent non-executive Director, and a member of the Nomination and Remuneration Committee and the Audit Committee of the Company.

This announcement is made by Hope Education Group Co., Ltd. (the “**Company**”, together with its subsidiaries, collectively the “**Group**”) pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The board (the “**Board**”) of directors (the “**Directors**”) of the Company announces that Mr. Chen Yunhua (陳雲華) (“**Mr. Chen**”) and Dr. Gao Hao (高皓) (“**Dr. Gao**”) have tendered their resignations as independent non-executive Directors of the Company due to retirement and change in work arrangement respectively with effect from 1 January 2023.

Mr. Chen and Dr. Gao have confirmed respectively that they have no disagreement with the Board, and no other matters relating to their resignations are required to be brought to the attention of the Stock Exchange and the shareholders of the Company (the “**Shareholders**”).

The Board would like to express its gratitude to Mr. Chen and Dr. Gao for their valuable contributions to the Company during their term of service.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The Board further announces that Mr. Liu Zhonghui (劉仲輝) (“**Mr. Liu**”) and Mr. Xiang Chuan (向川) (“**Mr. Xiang**”) have been appointed as independent non-executive Directors of the Company with effect from 1 January 2023.

The brief biographical details of Mr. Liu are set out below:

Mr. Liu, aged 64, graduated from Neijiang Normal University (內江師範學院) (formerly known as Neijiang Normal Vocational College (內江師範專科學校)) with major in Chinese Language in April 1980.

Mr. Liu has extensive experience in teaching. He has been the head of the language teaching and research team and deputy director of the academic affairs office of Jianyang Normal College (簡陽師範學校), deputy head of the joint language teaching and research team of the Neijiang Normal system (內江市師範系統), deputy director of the general office of the Ziyang municipal commission, deputy secretary general of the municipal commission, director of the party research office of the municipal commission, director of the political research office of the municipal commission, the secretary of party committee and the head of the education bureau of Ziyang City and has retired since 2018.

The Company has entered into a letter of appointment with Mr. Liu for a term of three years commencing on 1 January 2023, and will be subject to retirement by rotation and re-election at the annual general meeting of the Company pursuant to the Listing Rules, the articles of association of the Company and other applicable regulations and laws, until either Mr. Liu or the Company issues a notice in writing to the other party or pursuant to other terms in the letter of appointment for termination of service. According to his letter of appointment, an annual director’s fee of HK\$180,000 will be payable to Mr. Liu and is subject to review by the Board and the nomination and remuneration committee of the Board (the “**Nomination and Remuneration Committee**”) from time to time. The emolument is determined after making reference to the qualifications and experience of Mr. Liu, the committed level of duties and responsibilities and the prevailing market conditions.

The brief biographical details of Mr. Xiang are set out below:

Mr. Xiang, aged 64, graduated from the University of Chinese Academy of Social Sciences with a master's degree in business and economics in July 1998.

Mr. Xiang has extensive experience in corporate governance. He has served as deputy head of factory operation of Lixin Iron Factory of Da County of Sichuan Province (四川達縣立新鐵廠), head of Tanjiaba Iron Factory of Da County (達縣覃家壩鐵廠), deputy division head of the general office of the people's government of Da County, deputy director of the planning commission of Da County, director of economic coordination commission of Da County, chairman of the board of Haikou Xinda Industrial and Trading Company (海口鑫達工貿公司), director and secretary to the board of Tongwei Co., Ltd. (通威股份有限公司), (a company listed on Shanghai Stock Exchange, stock code: 600438); vice president and secretary to the board of New Hope Liuhe Co., Ltd. (新希望六和股份有限公司), (a company listed on Shenzhen Stock Exchange, stock code: 000876) and independent director of Xi'an Triangle Defense Co., Ltd. (西安三角防務股份有限公司) (a company listed on Shenzhen Stock Exchange, stock code: 300775).

Currently, Mr. Xiang is an independent director of Tianqi Lithium Industries Inc. (天齊鋰業股份有限公司) (a company listed on Shenzhen Stock Exchange and Hong Kong Stock Exchange, stock code: 002466, 09696), Shanghai Menon Animal Nutrition Technology Co., Ltd. (上海美農生物科技股份有限公司) (a company listed on Shenzhen Stock Exchange, stock code: 301156), Xi'an Longteng Semiconductor Co., Ltd. (西安龍騰半導體股份有限公司), Sichuan Qiangshan Biotechnology Co., Ltd. (四川羌山生物科技股份有限公司) (a company listed on the National Equities Exchange and Quotations for medium and small-sized companies, stock code: 833302) and Ya'an Baitu High New Materials Co., Ltd. (雅安百圖高新材料股份有限公司), and a statutory legal representative of Chengdu Shucui Business Consulting Centre (成都蜀采商務諮詢中心). He has been awarded various honours consecutively by New Fortune Magazine (新財富雜誌), including "Golden-plated Secretary to the Board (金牌董秘)", Advanced (Excellent) Staff and other honours, and a member of the New Fortune Hall of Fame of Golden-plated Secretaries to the Board (新財富金牌董秘名人堂).

The Company has entered into a letter of appointment with Mr. Xiang for a term of three years commencing on 1 January 2023, and will be subject to retirement by rotation and re-election at the annual general meeting of the Company pursuant to the Listing Rules, the articles of association of the Company and other applicable regulations and laws, until either Mr. Xiang or the Company issues a notice in writing to the other party or pursuant to other terms in the letter of appointment for termination of service. According to his letter of appointment, an annual director's fee of HK\$180,000 will be payable to Mr. Xiang and is subject to review by the Board and Nomination and Remuneration Committee from time to time. The emolument is determined after making reference to the qualifications and experience of Mr. Xiang, the committed level of duties and responsibilities and the prevailing market conditions.

As at the date of this announcement, after making all reasonable enquiries by the Board and save as disclosed above, Mr. Liu and Mr. Xiang have confirmed that they (i) are not related to any Director, senior management of the Company, substantial Shareholder or controlling Shareholder; (ii) did not hold any directorship in other public companies with securities listed on any securities market in Hong Kong or overseas in the past three years; (iii) do not have any interest in the shares and underlying shares of the Company within the meaning as defined in Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (iv) do not hold any other positions in the Company or other members of the Group; and (v) do not have other material appointments or professional qualifications.

Save as disclosed above, Mr. Liu and Mr. Xiang have confirmed respectively that no other matters relating to the appointments of Mr. Liu or Mr. Xiang are required to be brought to the attention of the Shareholders of the Company or the Stock Exchange, and no other information is required to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules.

The Board would like to welcome Mr. Liu and Mr. Xiang to join the Board.

CHANGES IN THE COMPOSITION OF THE BOARD COMMITTEES

After the resignation of Mr. Chen as an independent non-executive Director on 1 January 2023, he has ceased to be the chairman of the Nomination and Remuneration Committee and a member of the audit committee (the “**Audit Committee**”) of the Board. Mr. Liu has been appointed as the chairman of the Nomination and Remuneration Committee and a member of the Audit Committee, and both shall take effect on 1 January 2023.

After the resignation of Dr. Gao as an independent non-executive Director on 1 January 2023, he has ceased to be a member of the Nomination and Remuneration Committee and the Audit Committee. Mr. Xiang has been appointed as a member of the Nomination and Remuneration Committee and the Audit Committee, and both shall take effect on 1 January 2023.

By order of the Board
Hope Education Group Co., Ltd.
Chairman
He Shengli

Hong Kong, 30 December 2022

As at the date of this announcement, the executive Directors are Mr. Xu Changjun, Mr. Wang Huiwu and Mr. Li Tao; the non-executive Directors are Mr. He Shengli, Mr. Tang Jianyuan and Mr. Lu Zhichao; and the independent non-executive Directors are Dr. Gao Hao, Mr. Chen Yunhua and Mr. Zhang Jin.