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0.90% CONVERTIBLE BONDS DUE 2024
ISSUED BY



CHINA YUHUA EDUCATION CORPORATION LIMITED

中国宇华教育集团有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 6169 and Debt Stock Code: 40109)

**RESULTS OF THE SOLICITATION OF ELECTRONIC CONSENTS
FOR EXTRAORDINARY RESOLUTION**

This announcement is made by China YuHua Education Corporation Limited (the “**Company**”, together with its subsidiaries and consolidated affiliated entities, the “**Group**”) pursuant to Rules 13.09(2) and 37.47E(a) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (the “**Listing Rules**”) and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the Convertible Bonds and the announcements of the Company dated 30 November 2022, 28 December 2022 and 12 January 2023 (collectively, the “**Announcements**”).

Capitalised terms used but not otherwise defined herein shall have the meanings ascribed to them in the Announcements (as applicable).

RESULTS OF THE SOLICITATION OF ELECTRONIC CONSENTS FOR EXTRAORDINARY RESOLUTION

The Company hereby announces that, with respect to the Convertible Bonds, it has received the requisite consent of not less than 90% by the Electronic Consent Time of 4 p.m. (London time) on 18 January 2023 to approve and implement the Extraordinary Resolution and to give effect to the Proposed Waivers and the Proposed Amendments. As such, the Proposed Waivers will be effective immediately and the Proposed Amendment Documents were executed on 19 January 2023 thereby giving effect to the Proposed Amendments.

Pursuant to the amended terms and conditions of the Convertible Bonds, the Company has undertaken that on 30 January 2023 (the “**Mandatory Redemption Date**”), it will redeem (on a pro rata basis amongst all Bondholders in proportion to the aggregate principal amount of Convertible Bonds held by each Bondholder) HK\$500,000,000 in aggregate principal amount of the Convertible Bonds, at their principal amount together with interest on all outstanding Bonds accrued up to but excluding the Mandatory Redemption Date. Following such redemption, the principal amount of the Convertible Bonds outstanding will be HK\$974,000,000.

No consent fee is payable in connection with the Electronic Consents.

OTHER INFORMATION

The Issuer has appointed Morrow Sodali Limited as Tabulation and Information Agent with respect to the solicitation of electronic consents for Extraordinary Resolution. Bondholders may inspect copies of the relevant documents electronically by visiting the Consent Website (<https://projects.morrowsodali.com/ChinaYuHua>), subject to eligibility confirmation and registration. For additional information, Bondholders should contact the Tabulation and Information Agent, whose contact details are set out as follows:

TABULATION AND INFORMATION AGENT

Morrow Sodali Limited
Consent Website: <https://projects.morrowsodali.com/ChinaYuHua>
E-mail: chinayuhua@investor.morrowsodali.com

In Hong Kong
The Hive
33–35 Hillier Street
Sheung Wan
Hong Kong
Telephone: +852 2319 4130

In London
103 Wigmore Street
W1U 1QS
London
United Kingdom
Telephone: +44 20 4513 6933

Unless stated otherwise, announcements in connection with the solicitation of electronic consents for Extraordinary Resolution will be made through the website of the Stock Exchange and the Consent Website, and/or the delivery of notices to the Clearing Systems for communication to Bondholders. Significant delays may be experienced where notices are delivered to the Clearing Systems, and Bondholders are urged to contact the Tabulation and Information Agent for the relevant announcements during the course of the solicitation of electronic consents for Extraordinary Resolution.

By order of the Board
China YuHua Education Corporation Limited
Li Guangyu
Chairman and Executive Director

Hong Kong, 19 January 2023

As at the date of this announcement, the board of directors of the Company comprises Mr. Li Guangyu, Ms. Li Hua and Ms. Qiu Hongjun as executive Directors; and Mr. Chen Lei, Mr. Xia Zuoquan and Mr. Zhang Zhixue as independent non-executive Directors.

Trading in the shares of the Company (Stock Code: 6169) and the debt securities of the Company (Debt Securities Stock Code: 40109) on the Stock Exchange has been suspended since 9:00 a.m. on 1 December 2022 due to the delay in publication of the annual results of the Group for the year ended 31 August 2022 and will remain suspended until the publication of the 2022 Annual Results. Shareholders of the Company and potential investors should exercise caution when dealing in the securities of the Company.

THIS ANNOUNCEMENT IS IMPORTANT AND REQUIRES THE IMMEDIATE ATTENTION OF BONDHOLDERS. IF BONDHOLDERS ARE IN ANY DOUBT AS TO THE ACTION THEY SHOULD TAKE, THEY SHOULD SEEK THEIR OWN FINANCIAL AND LEGAL ADVICE, INCLUDING AS TO ANY TAX CONSEQUENCES, IMMEDIATELY FROM THEIR STOCKBROKER, SOLICITOR, ACCOUNTANT OR OTHER INDEPENDENT FINANCIAL OR LEGAL ADVISOR.

THIS ANNOUNCEMENT IS PROVIDED BY THE COMPANY. THE TRUSTEE ACCEPTS NO RESPONSIBILITY FOR THE ACCURACY OR COMPLETENESS OF THIS ANNOUNCEMENT OR THE INFORMATION CONTAINED IN IT.

SHAREHOLDERS OF THE COMPANY, HOLDERS OF THE CONVERTIBLE BONDS AND POTENTIAL INVESTORS IN THE COMPANY ARE ADVISED TO EXERCISE CAUTION WHEN DEALING IN THE SECURITIES OF THE COMPANY.