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## China Gingko Education Group Company Limited

中國銀杏教育集團有限公司

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1851)**

### POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON FRIDAY, 16 JUNE 2023

All the Proposed Resolutions as set out in the AGM Notice were passed by the Shareholders by way of poll at the AGM.

The board (the “**Board**”) of directors (the “**Directors**”) of China Gingko Education Group Company Limited (the “**Company**”) is pleased to announce that all the proposed resolutions (the “**Proposed Resolutions**”) as set out in the notice of the annual general meeting of the Company dated 26 April 2023 (the “**AGM Notice**”) were duly passed by the holders of the Company’s shares (the “**Shares**” and the “**Shareholders**”, respectively) by way of poll at the annual general meeting of the Company held on Friday, 16 June 2023 (the “**AGM**”). Except for Mr. Fang Gongyu who was unable to attend the AGM due to other business commitment, all Directors attended the AGM in person or by electronic means.

As at the date of the AGM, there were 500,000,000 issued Shares entitling the Shareholders to attend and vote for or against all the Proposed Resolutions at the AGM. There were no Shares entitling the Shareholders to attend but abstain from voting in favour of the Proposed Resolutions at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

None of the Shareholders was required under the Listing Rules to abstain from voting on the Proposed Resolutions at the AGM. None of the Shareholders has stated in the Company’s circular dated 26 April 2023 (the “**Circular**”) his/her/its intention to vote against or to abstain from voting on any of the Proposed Resolutions at the AGM.

Boardroom Share Registrars (HK) Limited, the Hong Kong branch share registrar of the Company, was appointed and acted as the scrutineer for the vote taking at the AGM.

The poll results in respect of all the Proposed Resolutions at the AGM are set out as follows:

Ordinary Resolutions		Number of Votes (%) <i>(Note 1)</i>	
		For	Against
1.	To receive and consider the audited consolidated financial statements of the Company and its subsidiaries (including the consolidated affiliated entities) for the year ended 31 December 2022 and the reports of the Directors and of the Company's auditors for the year ended 31 December 2022.	375,000,000 (100%)	0 (0%)
2.	(a) To re-elect Mr. Ma Xiaoming as executive Director.	375,000,000 (100%)	0 (0%)
	(b) To re-elect Mr. Wong Chi Keung as independent non-executive Director.	375,000,000 (100%)	0 (0%)
	(c) To re-elect Mr. Yuan Jun as independent non-executive Director.	375,000,000 (100%)	0 (0%)
3.	To authorise the Board to fix the remuneration of the Directors.	375,000,000 (100%)	0 (0%)
4.	To re-appoint PricewaterhouseCoopers as auditors of the Company for the year ending 31 December 2023 and to authorise the Board to fix their remuneration.	375,000,000 (100%)	0 (0%)
5.	To grant a general mandate to the Directors to allot, issue and otherwise deal with the additional Shares not exceeding 20% of the total number of issued Shares as at the date of passing this resolution. <i>(Note 2)</i>	375,000,000 (100%)	0 (0%)
6.	To grant a general mandate to the Directors to buy back Shares not exceeding 10% of the total number of issued Shares as at the date of passing this resolution. <i>(Note 2)</i>	375,000,000 (100%)	0 (0%)
7.	To extend the general mandate granted to the Directors pursuant to ordinary resolution no. 5 to issue additional Shares in the capital of the Company by adding to the number of issued Shares bought back under ordinary resolution no. 6. <i>(Note 2)</i>	375,000,000 (100%)	0 (0%)
Special Resolution		Number of Votes (%) <i>(Note 1)</i>	
		For	Against
8.	To approve the proposed amendments to the existing amended and restated memorandum and articles of association of the Company and to adopt the second amended and restated memorandum and articles of association of the Company in substitution for and to the exclusion of the existing amended and restated memorandum and articles of association of the Company. <i>(Note 2)</i>	375,000,000 (100%)	0 (0%)

Notes:

1. *The number of votes and the percentage of total votes as stated on above are based on the total number of the issued Shares held by the Shareholders who attended and voted at the AGM in person, by authorised representative or by proxy.*
2. *For the full text of the Proposed Resolutions, please refer to the AGM Notice as contained in the Circular.*

As more than 50% of the votes were cast in favour of each of the Proposed Resolutions numbered 1 to 7, all of them were duly passed as ordinary resolutions of the Company.

As not less than three-fourths of the votes were cast in favour of the Proposed Resolution numbered 8, the said Proposed Resolution was duly passed as a special resolution of the Company.

By Order of the Board  
**China Gingko Education Group Company Limited**  
**Fang Gongyu**  
*Chairman and Executive Director*

Hong Kong, 16 June 2023

*As of the date of this announcement, the Board comprises four executive Directors, namely Mr. Fang Gongyu, Mr. Tian Tao, Ms. Yu Yuan and Mr. Ma Xiaoming, and three independent non-executive Directors, namely Mr. Jiang Qian, Mr. Wong Chi Keung and Mr. Yuan Jun.*