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**21世紀教育**  
21ST CENTURY EDUCATION

**China 21st Century Education Group Limited**

**中國21世紀教育集團有限公司**

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

**(Stock Code: 1598)**

**POLL RESULTS OF ANNUAL GENERAL MEETING  
HELD ON 30 JUNE 2023**

At the annual general meeting (the “**AGM**”) of China 21st Century Education Group Limited (the “**Company**”) held on 30 June 2023, all the proposed resolutions as set out in the notice of the AGM dated 28 April 2023 (the “**Original AGM Notice**”) and the supplemental notice of the AGM dated 13 June 2023 (the “**Supplemental AGM notice**”) were duly passed by way of poll.

As at the date of the AGM, the total number of issued shares of the Company was 1,161,204,000 shares, which was the total number of shares entitling the holders to attend and vote for or against the resolutions proposed at the AGM. There was no restriction on any shareholder of the Company (the “**Shareholders**”) casting votes on any of the proposed resolutions at the AGM. There was no share entitling the Shareholders to attend and abstain from voting in favour of the 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 were required under the Listing Rules to abstain from voting on the resolutions at the AGM. None of the Shareholders have stated the intention in the circular of the Company dated 28 April 2023 to vote against or abstain from voting on any of the proposed resolutions at the AGM.

The Company’s Hong Kong branch share registrar, Tricor Investor Services Limited, was appointed as the scrutineer for the purpose of vote-taking at the AGM. The poll results in respect of the respective resolutions proposed at the AGM were as follows:

ORDINARY RESOLUTIONS		No. of Votes (%)	
		For	Against
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and auditor for the year ended 31 December 2022.	887,487,000 100.0%	0 0.0%
2.	To declare and pay a final dividend of HK\$0.80 cents per ordinary share of the Company for the year ended 31 December 2022.	887,487,000 100.0%	0 0.0%
3.	(A) To consider the re-election of the following directors of the Company (the “ <b>Directors</b> ”), each as a separate resolution:		
	(i) Mr. Li Yasheng as a non-executive Director.	887,487,000 100.0%	0 0.0%
	(ii) Mr. Guo Litian as an independent non-executive Director.	887,487,000 100.0%	0 0.0%
	(B) To authorise the board of Directors (the “ <b>Board</b> ”) to fix the remuneration of the Directors.	887,487,000 100.0%	0 0.0%
4.	To re-appoint Ernst & Young as auditor of the Company and to authorise the Board to fix its remuneration.	887,487,000 100.0%	0 0.0%
5.	(A) To give a general mandate to the Directors to allot, issue and deal with additional shares not exceeding 20% of the total number of issued shares of the Company (the “ <b>Issue Mandate</b> ”).	887,487,000 100.0%	0 0.0%
	(B) To give a general mandate to the Directors to repurchase shares not exceeding 10% of the total number of issued shares of the Company.	887,487,000 100.0%	0 0.0%
	(C) To extend the Issue Mandate by the number of shares repurchased by the Company.	887,487,000 100.0%	0 0.0%

SPECIAL RESOLUTIONS		No. of Votes (%)	
		For	Against
6.	(A) To approve the proposed amendments to the existing amended and restated articles of association of the Company.	887,487,000 100.0%	0 0.0%
	(B) To approve the adoption of the second amended and restated articles of association of the Company, which has incorporated and consolidated all the proposed amendments, in substitution for and to the exclusion of the existing amended and restated articles of association of the Company.	887,487,000 100.0%	0 0.0%

Please refer to the Original AGM Notice and the Supplemental AGM Notice for the full text of the resolutions.

As more than 50% of votes were cast in favour of the ordinary resolutions no. 1-5, and more than 75% of votes were cast in favour of the special resolutions no. 6(A) and 6(B), all of the above resolutions were duly passed.

All Directors attended the AGM in person or through electronic means. Directors who attended the AGM are as follows: executive Directors, being Mr. Li Yunong, Ms. Liu Hongwei, Mr. Ren Caiyin, Ms. Yang Li and Mr. Li Yasheng; and independent non-executive Directors, being Mr. Guo Litian, Mr. Yao Zhijun and Mr. Wan Joseph Jason.

By order of the Board  
**China 21st Century Education Group Limited**  
**Li Yasheng**  
*Chairman*

Hong Kong, 30 June 2023

*As at the date of this announcement, the executive Directors are Ms. Liu Hongwei, Mr. Ren Caiyin and Ms. Yang Li; the non-executive Director is Mr. Li Yasheng; and the independent non-executive Directors are Mr. Guo Litian, Mr. Yao Zhijun and Mr. Wan Joseph Jason.*