

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*

**China Vocational Education Holdings Limited**

**中國職業教育控股有限公司**

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

**(Stock Code:1756)**

**POLL RESULT OF EXTRAORDINARY GENERAL MEETING  
HELD ON JULY 31, 2023**

Reference is made to the circular (the “**Circular**”) and notice (the “**Notice**”) of the extraordinary general meeting (the “**EGM**”) of China Vocational Education Holdings Limited (the “**Company**”) both dated July 12, 2023. Unless the context requires otherwise, all capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

**POLL RESULT OF EXTRAORDINARY GENERAL MEETING**

The Board is pleased to announce that the proposed ordinary resolution set out in the Notice was duly passed by the Shareholders by way of poll at the EGM.

As at the date of the EGM, the total number of issued Shares was 1,200,000,000 Shares. As disclosed in the Circular, Mr. Zhang Zhifeng and his associates, in aggregate holding 900,000,000 Shares, were required to abstain from voting on the resolution proposed at the EGM. Accordingly, the total number of Shares entitling the Independent Shareholders to attend and vote for or against the proposed resolution at the EGM was 300,000,000 Shares. Save as disclosed above, no other Shareholder was required to abstain from voting at the EGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favor of the resolution proposed at the EGM under the Listing Rules. None of the Shareholders has indicated in the Circular that they intended to vote against or to abstain from voting on the resolution proposed at the EGM.

All Directors attended the EGM either in person or by electronic means.

The Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer for the purpose of vote-taking at the EGM. The poll result in respect of the resolution proposed at the EGM is as follow:

| ORDINARY RESOLUTION   | Number of votes (%)         |                   |
|---|-----------------------------|-------------------|
|   | For                         | Against           |
| <p>1. To consider and, if thought fit, to pass the following resolution as an ordinary resolution:</p> <p><b>“THAT:</b></p> <p>(a) the entering into of the supplemental framework agreement dated 12 May 2023 between the Company and Guangdong Huali Construction Co., Ltd.* (廣東華立建築有限公司) (“<b>Huali Construction</b>”) (the “<b>Supplemental Construction Services Framework Agreement</b>”), pursuant to which, Huali Construction and/or its subsidiaries have agreed to (i) revise the annual cap under the framework agreement dated 17 July 2020 for the year ending 31 August 2023; and (ii) provide construction services for the Group's school campuses in the People's Republic of China (including the existing campuses and the new campuses) for the period commencing from the date falling upon the passing of this resolution until 31 August 2024 (both dates inclusive) (a copy of the Supplemental Construction Services Framework Agreement marked “A” has been produced to the EGM and signed by the chairman of the EGM for the purpose of identification), the transactions contemplated thereunder and annual cap for the year ending 31 August 2024 (as set out in the circular of the Company dated 12 July 2023) be and are hereby approved, ratified and confirmed; and</p> <p>(b) any director of the Company or the authorised person(s) of the Company be and is(are) hereby authorised on behalf of the Company to sign, seal and execute all such other documents and agreements and to do all such acts and things as he/she may in his/her discretion consider necessary or desirable or expedient to implement and/or to give effect, determine, revise, supplement or complete any matters relating to or in connection with the Supplemental Construction Services Framework Agreement and the transactions thereby contemplated and the annual caps.”</p> | <p>5,303,000<br/>(100%)</p> | <p>0<br/>(0%)</p> |

For details of the resolution stated above, please refer to the Circular.

As more than 50% of the votes were cast in favour of the ordinary resolution stated above, the above-mentioned resolution has been duly passed by the Shareholders as an ordinary resolution of the Company.

By order of the Board  
**China Vocational Education Holdings Limited**  
**Zhang Zhifeng**  
*Chairman*

Hong Kong, July 31, 2023

*As at the date of this announcement, the executive Directors are Mr. Zhang Zhifeng, Mr. Ye Yaming, Mr. Zhang Yude and Mr. Zou Kang; and the independent non-executive Directors are Ms Chiu Lai Kuen Susanna MH JP, Mr. Yang Ying and Mr. Ding Yi.*