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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)**

**(I) DISCLOSEABLE TRANSACTION IN RELATION TO SUPPLEMENTAL  
GENERAL CONSTRUCTION CONTRACT FOR OUTDOOR ELECTRIC  
LAYING ENGINEERING; AND  
(II) DISCLOSEABLE TRANSACTION IN RELATION TO  
SUPPLEMENTAL GENERAL CONSTRUCTION CONTRACT FOR  
LANDSCAPE PAVING ENGINEERING**

**(I) SUPPLEMENTAL GENERAL CONSTRUCTION CONTRACT FOR OUTDOOR  
ELECTRIC LAYING ENGINEERING**

On 21 August 2023 (after trading hours), Shijiazhuang Zerui and Shijiazhuang Chunjin entered into the Supplemental General Construction Contract for Outdoor Electric Laying Engineering of Shijiazhuang Institute of Technology (New Campus) Phase I and Phase II for a consideration of RMB4,820,000.00.

Within the past 12-month period, on 6 March 2023, Shijiazhuang Zerui and Shijiazhuang Chunjin entered into the General Construction Contract for Outdoor Electric Laying Engineering of Shijiazhuang Institute of Technology (New Campus) Phase I and Phase II for a consideration of RMB15,190,000.00.

**(II) SUPPLEMENTAL GENERAL CONSTRUCTION CONTRACT FOR LANDSCAPE  
PAVING ENGINEERING**

On 21 August 2023 (after trading hours), Shijiazhuang Zerui and Hebei Yingtuo entered into the Supplemental General Construction Contract for Landscape Paving Engineering of Shijiazhuang Institute of Technology (New Campus) Phase I and Phase II for a consideration of RMB10,700,000.00.

Within the past 12-month period, on 26 May 2023, Shijiazhuang Zerui and Heibei Yingtuo entered into the General Construction Contract for Landscape Paving Engineering of Shijiazhuang Institute of Technology (New Campus) Phase I and Phase II for a consideration of RMB9,400,000.00.

### **IMPLICATIONS UNDER THE LISTING RULES**

As the General Construction Contract for Outdoor Electric Laying Engineering and Supplemental General Construction Contract for Outdoor Electric Laying Engineering were entered into with the same party within a 12-month period, and the General Construction Contract for Landscape Paving Engineering and Supplemental General Construction Contract for Landscape Paving Engineering were entered into with the same party within a 12-month period, according to Rule 14.22 of the Listing Rules, the transactions thereunder shall be aggregated as a series of transactions.

As the highest applicable percentage ratio under each of the General Construction Contract for Outdoor Electric Laying Engineering (after adjustment), Supplemental General Construction Contract for Outdoor Electric Laying Engineering, General Construction Contract for Landscape Paving Engineering (after adjustment) and Supplemental General Construction Contract for Landscape Paving Engineering on its own is less than 5%, while the highest applicable percentage ratio upon (a) aggregation the General Construction Contract for Outdoor Electric Laying Engineering (after adjustment) and Supplemental General Construction Contract for Outdoor Electric Laying Engineering; and (b) the aggregation of the General Construction Contract for Landscape Paving Engineering (after adjustment) and Supplemental General Construction Contract for Landscape Paving Engineering is higher than 5% but less than 25%, the entering into each of (i) the General Construction Contract for Outdoor Electric Laying Engineering (after adjustment) and the Supplemental General Construction Contract for Outdoor Electric Laying Engineering in aggregate; and (ii) the General Construction Contract for Landscape Paving Engineering (after adjustment) and the Supplemental General Construction Contract for Landscape Paving Engineering in aggregate constitutes a discloseable transaction of the Company and is subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules.

### **(I) SUPPLEMENTAL GENERAL CONSTRUCTION CONTRACT FOR OUTDOOR ELECTRIC LAYING ENGINEERING**

On 21 August 2023 (after trading hours), Shijiazhuang Zerui and Shijiazhuang Chunjin entered into the Supplemental General Construction Contract for Outdoor Electric Laying Engineering of Shijiazhuang Institute of Technology (New Campus) Phase I and Phase II for a consideration of RMB4,820,000.00.

The principal terms of the Supplemental General Construction Contract for Outdoor Electric Laying Engineering are set out below:

- Date: 21 August 2023 (after trading hours)
- Parties: (i) Shijiazhuang Zerui; and  
(ii) Shijiazhuang Chunjin
- Project: Laying of outdoor electrical cables of Shijiazhuang Institute of Technology (new campus) Phase I and Phase II.
- Construction scope: Laying and fitting of electrical and fire service cables omitted in previous outsourcing contract and the removal of garbage consequential to the engineering construction of Shijiazhuang Institute of Technology (new campus) Phase I and Phase II.
- Contract period: 10 calendar days.
- Contract price: Fixed price at RMB4,820,000.00. The contract price is subject to adjustment based on written agreement agreed by both parties taking into account changes made to the construction plan and shall not exceed 5% of the contract price of the Supplemental General Construction Contract for Outdoor Electric Laying Engineering. Shijiazhuang Zerui and Shijiazhuang Chunjin shall enter into a separate agreement in case the adjustment exceed 5% threshold, and the relevant contract price is expected to be financed by the Group's internal resources.
- Price: The contract price was determined after arm's length negotiation between Shijiazhuang Zerui and Shijiazhuang Chunjin, based on normal commercial terms, the prevailing market price and the qualification of Shijiazhuang Chunjin.
- Commencement date: On a date on which written notice is issued by Shijiazhuang Zerui to Shijiazhuang Chunjin.
- Term of payment: The contract price shall be paid in the following manner:  
(1) 97% of the contract price shall be paid within 3 business days upon the issuance of the settlement report; and

- (2) the remaining 3% shall be used as the quality guarantee deposit of the project and shall be paid without interest after two years from the date of project completion and acceptance.

## **(II) SUPPLEMENTAL GENERAL CONSTRUCTION CONTRACT FOR LANDSCAPE PAVING ENGINEERING**

On 21 August 2023 (after trading hours), Shijiazhuang Zerui and Hebei Yingtuo entered into the Supplemental General Construction Contract for Landscape Paving Engineering of Shijiazhuang Institute of Technology (New Campus) Phase I and Phase II for a consideration of RMB10,700,000.00.

The principal terms of the Supplemental General Construction Contract for Landscape Paving Engineering are set out below:

|                     |   |
|---------------------|---|
| Date:               | 21 August 2023 (after trading hours)  |
| Parties:            | (i) Shijiazhuang Zerui; and<br><br>(ii) Hebei Yingtuo   |
| Project:            | Backfilling of landscape and river works construction services of Shijiazhuang Institute of Technology (new campus) Phase I and Phase II.   |
| Construction scope: | Backfilling of earthwork for (1) landscape and river works with shallow foundations and; (2) plantation not reaching the required range of plantation area.   |
| Contract period:    | 12 calendar days.   |
| Contract price:     | Fixed price at RMB10,700,000.00. The contract price is subject to adjustment based on written agreement agreed by both parties taking into account changes made to the construction plan and shall not exceed 5% of the contract price of the Supplemental General Construction Contract for Landscape Paving Engineering. Shijiazhuang Zerui and Hebei Yingtuo shall enter into a separate agreement in case the adjustment exceed 5% threshold, and the relevant contract price is expected to be financed by the Group's internal resources. |

Price: The contract price was determined after arm's length negotiation between Shijiazhuang Zerui and Hebei Yingtuo, based on normal commercial terms, the prevailing market price and the qualification of Hebei Yingtuo.

Commencement date: On a date on which written notice is issued by Shijiazhuang Zerui to Hebei Yingtuo.

Term of payment: The contract price shall be paid in the following manner:

- (1) 95% of the contract price shall be paid within 3 business days upon the issuance of the settlement report; and
- (2) the remaining 5% shall be used as the quality guarantee deposit of the project and shall be paid without interest after two years from the date of project completion and acceptance.

### **(III) GENERAL CONSTRUCTION CONTRACT FOR OUTDOOR ELECTRIC LAYING ENGINEERING**

Within the past 12-month period, on 6 March 2023, Shijiazhuang Zerui and Shijiazhuang Chunjin entered into the General Construction Contract for Outdoor Electric Laying Engineering of Shijiazhuang Institute of Technology (New Campus) Phase I and Phase II for a consideration of RMB15,190,000.00.

The principal terms of the General Construction Contract for Outdoor Electric Laying Engineering are set out below:

Date: 6 March 2023

Parties: (i) Shijiazhuang Zerui; and  
(ii) Shijiazhuang Chunjin

Project: Laying of outdoor electrical cables of Shijiazhuang Institute of Technology (new campus) Phase I and Phase II.

Construction scope: Construction works in relation to drainage system, heating and fire safety electrical works within the scope of the construction drawings and project list of Shijiazhuang Institute of Technology (new campus) Phase I and Phase II.

Contract period: 120 days.

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|--------------------|---|
| Contract price:    | Fixed price at RMB15,190,000.00. The contract price is subject to adjustment based on written agreement agreed by both parties taking into account the changes made to the construction plan, and is expected to be financed by the Group's internal resources.   |
| Price:             | The contract price was determined after arm's length negotiation between Shijiazhuang Zerui and Shijiazhuang Chunjin, based on normal commercial terms, the prevailing market price and the qualification of Shijiazhuang Chunjin.  |
| Commencement date: | 27 February 2023 or on a date on which written notice was issued by Shijiazhuang Zerui to Shijiazhuang Chunjin, whichever is later.   |
| Term of payment:   | The contract price shall be paid in the following manner: <ol style="list-style-type: none"> <li>(1) 40% of the contract price shall be paid within 5 business days upon signing of the General Construction Contract for Outdoor Electric Laying Engineering;</li> <li>(2) 20% of the contract price shall be paid within 5 business days upon the date of arrival of the materials and equipment;</li> <li>(3) 80% of the completion output (monthly progress control payment) shall be paid within 10 business days upon the confirmation of the previous monthly progress control by Shijiazhuang Zerui or any parties nominated by Shijiazhuang Zerui;</li> <li>(4) up to 90% of the contract price shall be paid within 10 business days upon the project delivery and acceptance;</li> <li>(5) up to 97% of the settlement amount shall be paid within one month upon the project settlement; and</li> <li>(6) the remaining 3% of the settlement amount shall be used as the quality guarantee deposit of the project and shall be paid without interest after two years from the date of project completion and acceptance.</li> </ol> |

The actual commencement date of the project was on 8 March 2023. Pursuant to the General Construction Contract for Outdoor Electric Laying Engineering, on 21 August 2023, Shijiazhuang Zerui and Shijiazhuang Chunjin agreed that the contract price shall be adjusted by RMB600,058.37 due to change of construction plan and the incurring of additional construction materials.

**(IV) GENERAL CONSTRUCTION CONTRACT FOR LANDSCAPE PAVING ENGINEERING**

Within the past 12-month period, on 26 May 2023, Shijiazhuang Zerui and Hebei Yingtuo entered into the General Construction Contract for Landscape Paving Engineering of Shijiazhuang Institute of Technology (New Campus) Phase I and Phase II for a consideration of RMB9,400,000.00.

The principal terms of the General Construction Contract for Landscape Paving Engineering are set out below:

- Date: 26 May 2023
  
- Parties: (i) Shijiazhuang Zerui; and  
(ii) Hebei Yingtuo
  
- Project: Landscape paving engineering of Shijiazhuang Institute of Technology (new campus) Phase I and Phase II.
  
- Construction scope: Landscape paving works within the scope of the construction drawings and project list of Shijiazhuang Institute of Technology (new campus) Phase I and Phase II.
  
- Contract period: 100 calendar days.
  
- Contract price: Fixed price at RMB9,400,000.00. The contract price is subject to adjustment based on written agreement agreed by both parties taking into account the changes made to the construction plan, and is expected to be financed by the Group's internal resources.

Price: The contract price is the tender price offered by Hebei Yingtuo in the public bidding, which is accepted upon comprehensive evaluation by the bid evaluation committee of Shijiazhuang Zerui in accordance with relevant rules and regulations of the PRC. When selecting the bid winner, the bid evaluation committee gives comprehensive consideration to a package of factors, including the tender price, construction organization design and qualification of the tenderer.

Commencement date: 10 May 2023 or on a date on which written notice was issued by Shijiazhuang Zerui to Hebei Yingtuo, whichever is later.

Term of payment: The contract price shall be paid in the following manner:

- (1) 30% of the contract price shall be paid within 5 business days upon signing of the General Construction Contract for Landscape Paving Engineering;
- (2) 25% of the contract price shall be paid within 5 business days upon the date of arrival of the materials and equipment;
- (3) up to 95% of the settlement amount shall be paid within 10 business days upon the issuance of the settlement report, which is completed and issued within 45 days upon the project delivery and acceptance; and
- (4) the remaining 5% of the settlement amount shall be used as the quality guarantee deposit of the project and shall be paid without interest after two years from the date of project completion and acceptance.

The actual commencement date of the project was on 28 May 2023. Pursuant to the General Construction Contract for Landscape Paving Engineering, on 21 August 2023, Shijiazhuang Zerui and Hebei Yingtuo agreed that the contract price shall be adjusted by RMB620,536.87 due to change of construction plan and the incurring of additional construction materials.



**REASONS FOR AND BENEFITS OF ENTERING INTO THE GENERAL CONSTRUCTION CONTRACT FOR OUTDOOR ELECTRIC LAYING ENGINEERING, THE SUPPLEMENTAL GENERAL CONSTRUCTION CONTRACT FOR OUTDOOR ELECTRIC LAYING ENGINEERING, THE GENERAL CONSTRUCTION CONTRACT FOR LANDSCAPE PAVING ENGINEERING AND THE SUPPLEMENTAL GENERAL CONSTRUCTION CONTRACT FOR LANDSCAPE PAVING ENGINEERING**

The Group currently focuses on the Shijiazhuang Institute of Technology (New Campus) project. The new campus will expand the student capacity of Shijiazhuang Institute of Technology and help the Group to obtain more recruitment quota in the short term, further enlarge the teaching scale of the Group's vocational education and enhance the level and quality of education.

References are made to the announcements dated 7 March 2022, 28 April 2022, 21 June 2022 and 23 June 2022 and the circular dated 26 June 2022 of the Company in respect of the acquisitions of land use rights for the development of the new campus of the Shijiazhuang Institute of Technology. During the period from March to August 2022, the Group successfully bid the land use rights in Gaoyi County, Shijiazhuang City through public tender process and acquired a total of 279,577.48 sq.m. of educational land and 46,269.12 sq.m. of commercial land. The construction works included in the General Construction Contract for Outdoor Electric Laying Engineering are the supporting works that serve the main project of the new campus and satisfy the functionality, safety and intelligence of the main project of the new campus in terms of water, electricity, heating and sewage discharge etc.. The construction works can also provide guarantee for the sustainable development of future buildings, provide effective support for environmental renovation and energy saving and emission reduction, and is an indispensable part of the new campus project. The construction works included in the General Construction Contract for Landscape Paving Engineering will further beautify the campus environment to provide students with comfortable and good learning and living conditions, which will help Shijiazhuang Institute of Technology to attract more students to enroll and expand the scale of running schools.

The Group considers that entering into the General Construction Contract for Outdoor Electric Laying Engineering, the Supplemental General Construction Contract for Outdoor Electric Laying Engineering, the General Construction Contract for Landscape Paving Engineering and the Supplemental General Construction Contract for Landscape Paving Engineering are of vital importance to the construction of new campus of Shijiazhuang Institute of Technology. The Directors are of the view that the terms of the General Construction Contract for Outdoor Electric Laying Engineering, the Supplemental General Construction Contract for Outdoor Electric Laying Engineering, the General Construction Contract for Landscape Paving Engineering and the Supplemental General Construction Contract for Landscape Paving Engineering are on normal commercial terms and are fair and reasonable and the entering into of the General Construction Contract for Outdoor Electric Laying Engineering, the Supplemental General Construction Contract for Outdoor Electric Laying Engineering, the General Construction Contract for Landscape Paving Engineering and the Supplemental General Construction Contract for Landscape Paving Engineering are in the interests of the Company and its Shareholders as a whole.

## **INFORMATION OF THE PARTIES**

### **The Group and Shijiazhuang Zerui**

The Group is primarily serving a wide range of students from preschool students in its kindergartens, high school students enrolled in its high school, as well as junior college students, secondary school students and continuing education students in its college.

Shijiazhuang Zerui is a company established under the laws of the PRC with limited liability on 2 July 2021, which is wholly-owned by Zerui Education. Shijiazhuang Zerui is mainly responsible for construction, operation management and business operation of teaching infrastructures. Zerui Education is an investment holding company with limited liability established under the laws of the PRC on 12 July 2017, which is an indirect wholly-owned subsidiary controlled by the Company through Contractual Arrangements.

### **Shijiazhuang Chunjin**

Shijiazhuang Chunjin is a company established under the laws of the PRC with limited liability on 5 January 2023 and its ultimate beneficial owner is Mr. Liu Honghui (劉鴻慧先生). The primary businesses of Shijiazhuang Chunjin include earthwork and foundation treatment, landscape engineering, fire protection engineering, electrical engineering and outsourcing construction works, etc. To the best of the Directors' knowledge, information and belief after making all reasonable enquiries, Shijiazhuang Chunjin and its ultimate beneficial owner are Independent Third Party.

### **Hebei Yingtuo**

Hebei Yingtuo is a company established under the laws of the PRC with limited liability on 14 October 2014 and is owned as to 60% by Mr. Hou Jiangchuan (侯江川先生); 30% by Mr. Liu Mingming (劉明明先生) and 10% by Mr. Li Xiaoheng (李曉恒先生). The primary businesses of Hebei Yingtuo include construction works, highway maintenance works, earthworks, landscape works etc.. To the best of the Directors' knowledge, information and belief after making all reasonable enquiries, Hebei Yingtuo and its ultimate beneficial owners are Independent Third Party.

## **IMPLICATIONS UNDER THE LISTING RULES**

As the General Construction Contract for Outdoor Electric Laying Engineering and Supplemental General Construction Contract for Outdoor Electric Laying Engineering were entered into with the same party within a 12-month period, and the General Construction Contract for Landscape Paving Engineering and Supplemental General Construction Contract for Landscape Paving Engineering were entered into with the same party within a 12-month period, according to Rule 14.22 of the Listing Rules, the transactions thereunder shall be aggregated as a series of transactions.

As the highest applicable percentage ratio under each of the General Construction Contract for Outdoor Electric Laying Engineering (after adjustment), Supplemental General Construction Contract for Outdoor Electric Laying Engineering, General Construction Contract for Landscape Paving Engineering (after adjustment), Supplemental General Construction Contract for Landscape Paving Engineering on its own is less than 5%, while the highest applicable percentage ratio upon aggregation of (a) the General Construction Contract for Outdoor Electric Laying Engineering (after adjustment) and Supplemental General Construction Contract for Outdoor Electric Laying Engineering; and (b) the aggregation of the General Construction Contract for Landscape Paving Engineering (after adjustment) and Supplemental General Construction Contract for Landscape Paving Engineering is higher than 5% but less than 25%, the entering into each of (i) the General Construction Contract for Outdoor Electric Laying Engineering (after adjustment) and the Supplemental General Construction Contract for Outdoor Electric Laying Engineering in aggregate; and (ii) the General Construction Contract for Landscape Paving Engineering (after adjustment) and the Supplemental General Construction Contract for Landscape Paving Engineering in aggregate constitutes a discloseable transaction of the Company and is subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules.

## **DEFINITIONS**

In this announcement, unless the context otherwise requires, the following expressions shall have the following meanings when used herein:

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| “Board”  | the board of Directors of the Company;  |
| “Company”  | China 21st Century Education Group Limited (中國21世紀教育集團有限公司), an exempted company incorporated under the laws of the Cayman Islands with limited liability, the Shares of which are listed on the Main Board of the Stock Exchange;            |
| “connected person(s)”  | has the meaning ascribed to it under the Listing Rules;   |
| “Contractual Arrangements”                                       | the series of contractual arrangements entered into between, among others, the wholly foreign owned enterprise and the PRC Operating Entities, details of which are described in the section headed “Structured Contracts” in the Prospectus; |
| “controlling shareholder(s)”                                     | has the meaning given to it under the Listing Rules;  |
| “Director(s)”  | the director(s) of the Company;   |
| “General Construction Contract for Landscape Paving Engineering” | the General Construction Contract for Landscape Paving Engineering dated 26 May 2023 entered into between Shijiazhuang Zerui and Hebei Yingtuo;   |

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| “General Construction Contract for Outdoor Electric Laying Engineering” | the General Construction Contract for Outdoor Electric Laying Engineering dated 6 March 2023 entered into between Shijiazhuang Zerui and Shijiazhuang Chunjin;  |
| “Group”   | the Company, its subsidiaries and the PRC Operating Entities from time to time;   |
| “Hebei Yingtuo”   | Hebei Yingtuo Construction Engineering Co.* (河北盈拓建築工程有限公司), a company established under the laws of the PRC with limited liability on 14 October 2014;  |
| “Hong Kong”   | the Hong Kong Special Administrative Region of the PRC;   |
| “HK\$”  | Hong Kong dollars, the lawful currency of Hong Kong;  |
| “Independent Third Party(ies)”  | a party independent of and not connected with the Company and its connected persons;  |
| “Listing Rules”   | the Rules Governing the Listing of Securities on the Stock Exchange, as amended, supplemented or otherwise modified from time to time;  |
| “Mr. Li”  | Mr. Li Yunong (李雨濃), the controlling shareholder of the Company;  |
| “PRC”   | the People’s Republic of China which, for the purpose of this announcement, excludes Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan;  |
| “PRC Operating Entities”  | Zerui Education, Shijiazhuang Institute of Technology* (石家莊理工職業學院, Shijiazhuang Yuying Experimental High School* (石家莊育英實驗中學), Shijiazhuang Zerui, Hebei Saintach Education and Technology Co., Ltd.* (河北新天際教育科技有限公司), Shijiazhuang Saintach Education and Technology Co., Ltd.* (石家莊新天際教育科技有限公司), Saintach Kindergarten(s), Hangzhou Yimai Enterprise Management Consulting Co., Ltd.* (杭州一脈企業管理諮詢有限責任公司), Zhejiang Peijian Technology Co., Ltd.* (浙江培尖科技有限公司); |
| “Prospectus”  | the prospectus issued by the Company on the initial public offering and listing dated 15 May 2018;  |
| “RMB”   | Renminbi, the lawful currency of the PRC;   |

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| “Saintach Kindergarten(s)”   | Shijiazhuang Qiaoxi District Blue Crystal Saintach Kindergarten* (石家莊市橋西區新天際藍水晶幼兒園), Shijiazhuang Luquan District Fukang Saintach Kindergarten* (石家莊市鹿泉區新天際福康幼兒園), Shijiazhuang Chang’an District Jianhua Saintach Kindergarten* (石家莊市長安區新天際建華幼兒園), Shijiazhuang Qiaoxi District Lidu Saintach Kindergarten* (石家莊市橋西區新天際麗都幼兒園), Shijiazhuang High-tech Industrial Development Zone Tianshan Saintach Kindergarten* (石家莊高新技術產業開發區新天際天山幼兒園), Shijiazhuang Chang’an District Qinghui Saintach Kindergarten* (石家莊市長安區新天際清暉幼兒園), Zhengding County Saintach Kindergarten* (正定縣新天際幼兒園) and Zhengding County Fumenli Saintach Kindergarten* (正定縣新天際福門里幼兒園), which are the PRC Operating Entities; |
| “Share(s)”   | ordinary share(s) of nominal value of HK\$0.01 each in the capital of the Company;  |
| “Shareholder(s)”   | holder(s) of the Share(s);  |
| “Shijiazhuang Chunjin”   | Shijiazhuang Chunjin Construction Engineering Co.* (石家莊春錦建設工程有限公司), a company established under the laws of the PRC with limited liability on 5 January 2023;   |
| “Shijiazhuang Institute of Technology”   | Shijiazhuang Institute of Technology* (石家莊理工職業學院), a full-time regular higher school established under the laws of the PRC on 1 July 2003 of which school sponsors’ interest are wholly-owned by Zerui Education as of the date of this announcement, and one of the PRC Operating Entities;  |
| “Shijiazhuang Zerui”   | Shijiazhuang Zerui Education and Technology Co., Ltd.* (石家莊澤瑞教育科技有限公司), a company established under the laws of the PRC with limited liability on 2 July 2021, which is wholly owned by Zerui Education as of the date of this announcement, and one of the PRC Operating Entities;   |
| “Stock Exchange”   | The Stock Exchange of Hong Kong Limited;  |
| “subsidiary(ies)”  | has the meaning given to it under the Listing Rules;  |
| “Supplemental General Construction Contract for Outdoor Electric Laying Engineering” | the Supplemental General Construction Contract for Outdoor Electric Laying Engineering dated 21 August 2023 entered into between Shijiazhuang Zerui and Shijiazhuang Chunjin;   |

“Supplemental General Construction Contract for Landscape Paving Engineering” the Supplemental General Construction Contract for Landscape Paving Engineering dated 21 August 2023 entered into between Shijiazhuang Zerui and Hebei Yingtuo;

“Zerui Education” Hebei Zerui Education Technology Co., Ltd.\* (河北澤瑞教育科技有限公司), a limited liability company established under the laws of the PRC on 12 July 2017, which was owned as to 80.625% by Mr. Li and 19.375% by Ms. Luo Xinlan as of the date of this announcement, and one of our PRC Operating Entities; and

“%” per cent.

\* *For identification purposes only.*

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

Hong Kong, 21 August 2023

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