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## **China General Education Group Limited**

**中国通才教育集团有限公司**

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

**(Stock Code: 2175)**

### **SUPPLEMENTAL ANNOUNCEMENT IN RELATION TO THE ANNUAL REPORT FOR THE YEAR ENDED 31 AUGUST 2024**

Reference is made to (a) the announcement of China General Education Group Limited (the “**Company**”, which together with its subsidiaries, the “**Group**”) dated 27 January 2022 (the “**Announcement**”) with respect to, among others, the adoption of the new restricted share unit scheme (the “**RSU Scheme**”); and (b) the annual report of the Company for the year ended 31 August 2024 (the “**2024 Annual Report**”).

The Company would like to supplement the following additional information with respect to the RSU Scheme disclosed in the 2024 Annual Report. Unless the context requires otherwise, capitalised terms used herein shall bear the same meanings as defined in the Announcement and the 2024 Annual Report.

#### **PARTICIPANTS OF THE RSU SCHEME**

Participants include (subject to the compliance with the Listing Rules if applicable) (a) any individual being an employee of any member of the Group at any time during the Trust Period; (b) any advisor or consultant of any member of the Group at any time during the Trust Period; and (c) any other persons who provide services to the Group on a continuing or recurring basis in its ordinary and usual course of business which are material to the long-term growth of the Group and who, in the sole opinion of the Board, have made or will make contribution to the development and business of any member of the Group.

The Board may, from time to time, at its absolute discretion select any Participant (other than any Excluded Participant) for participation in the RSU Scheme as a Selected Participant, and grant such number of RSUs to any Selected Participant at the Grant Consideration (if any) and in such number and on and subject to such terms and conditions as it may in its absolute discretion determine.

## **MAXIMUM ENTITLEMENT OF EACH ELIGIBLE PARTICIPANT**

There is no maximum entitlement of a grantee under the RSU Scheme. The grant of awards to Selected Participants of the RSU Scheme will be made in accordance with the rules of the RSU Scheme and the requirements of the Listing Rules.

## **VESTING**

Subject to the terms and condition of the RSU Scheme and the fulfillment of all vesting conditions to the vesting of the RSUs on any Selected Participant and all requirements applicable to such Selected Participant as specified in the RSU Scheme and the Grant Notice (unless waived by the Board), the respective RSUs granted to the Selected Participant pursuant to the provision thereof shall vest in such Selected Participant in accordance with the vesting schedule (if any) as set out in the Grant Notice, and the Trustee shall cause the Awarded Shares to be transferred to such Selected Participant on the Vesting Date.

## **MAXIMUM NUMBER OF UNDERLYING SHARES**

The Board shall not make any further award of RSUs which will result in the aggregate number of the Awarded Shares underlying the RSUs awarded by the Board under the RSU Scheme exceeding 10% of the issued share capital of the Company from time to time throughout the Trust Period. Awards lapsed in accordance with the terms of the RSU Scheme shall not be counted for the purpose of calculating the 10% limit.

No RSU has been granted under the RSU Scheme as at the date of the 2024 Annual Report. The maximum number of Awarded Shares that may be granted under the RSU Scheme as at 1 September 2023 was 50,551,700 Shares and remained the same as at 31 August 2024.

## **GRANT CONSIDERATION**

The Grant Consideration, if required, shall be, determined by the Board and will be set out in the Grant Notice.

If the payment of Grant Consideration is required in the Grant Notice, the Selected Participant shall pay the full amount of the required Grant Consideration in cleared funds in such manner and on or before such deadline(s) as prescribed in the Grant Notice to the Company, failing which, unless otherwise waived by the Board, the grant of Award to such Selected Participant shall lapse forthwith, the relevant RSUs shall not vest in the Selected Participant and the underlying Shares will remain as part of the Trust Fund.

## **BASIS OF DETERMINING THE PURCHASE PRICE FOR SHARES**

The purchase price for Awarded Shares, if required, shall be determined by the Board.

## **THE REMAINING LIFE OF THE RSU SCHEME**

The RSU Scheme shall be valid and effective for a term of 10 years commencing on the Adoption Date. Accordingly, the scheme period will end on 12 January 2032, with a remaining life of the RSU Scheme of approximately seven years as at the date of the 2024 Annual Report.

By order of the Board  
**China General Education Group Limited**  
**ZHANG Zhiwei**  
*Chairman*

Hong Kong, 10 June 2025

*As at the date of this announcement, the executive Directors are Mr. Zhang Zhiwei, Mr. Niu Xiaojun and Ms. Zhang Zhonghua; and the independent non-executive Directors are Mr. Zan Zhihong, Mr. Hu Yuting, Mr. Wong Chi Wah and Mr. Hu Binhong.*