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枫叶教育

China Maple Leaf Educational Systems Limited
中國楓葉教育集團有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1317)

CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE IN COMPOSITION OF BOARD COMMITTEES

This announcement is made pursuant to Rule 13.51(2) of the Rules ("**Listing Rules**") Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited ("**Stock Exchange**").

RESIGNATION OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR

The board ("**Board**") of directors ("**Directors**" and each a "**Director**") of China Maple Leaf Educational Systems Limited ("**Company**", together with its subsidiaries and consolidated affiliated entities, the "**Group**") announces that Ms. Wai Fong Wong ("**Ms. Wong**") has tendered her resignation as an independent non-executive Director with effect from 31 August 2026 due to pursuit of her business career in other commitments. Upon her resignation, Ms. Wong will cease to be a member of each of the audit committee ("**Audit Committee**") of the Board, the remuneration committee ("**Remuneration Committee**") of the Board and the nomination and corporate governance committee ("**Nomination Committee**") of the Board.

Ms. Wong has confirmed that she has no disagreement with the Board and she is not aware of any matters that need to be brought to the attention of the holders of securities of the Company in relation to the foregoing.

The Board would like to express its sincere gratitude to Ms. Wong for her invaluable contribution to the Group during her tenure of service.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that Mr. Ling Zhao ("**Mr. Zhao**") will be appointed as an independent non-executive Director of the Company and a member of the Audit Committee, the Remuneration Committee and the Nomination Committee with effect from 31 August 2026.

Mr. Zhao, aged 39, has served as an independent director of United Food Holdings Limited (a company listed on the Singapore Exchange Securities Trading Limited) since November 2023, where he provides independent oversight aligning compliance, risk management and business objectives, reviews key financial information and reporting to safeguard disclosure quality, and contributes an independent perspective on material matters. He is also the co-founder and director of PPL Group, a Singapore-based advisory group providing accounting, tax, corporate secretarial and structuring support to corporate and high-net-worth clients, since February 2014.

Mr. Zhao was awarded the Bachelor of Science (Hons) degree at Oxford Brookes University, majoring in Applied Accounting, in 2011. Mr. Zhao is a member of the Singapore Institute of Directors, a Certified Accounting Technician registered in Malaysia.

Pursuant to the appointment letter entered into between the Company and Mr. Zhao, Mr. Zhao is appointed for a fixed term from 31 August 2026 to 31 August 2029, subject to re-election and retirement by rotation in accordance with the articles of association of the Company. Mr. Zhao will be entitled to receive a director's fee of HK$360,000 per annum, as determined by the Board with reference to his background, roles and responsibilities, the Company's remuneration policy and the prevailing market conditions.

Save as disclosed above, as at the date of this announcement, Mr. Zhao has not held any other major appointments or professional qualifications, or any directorships in the last three years in any public companies the securities of which are listed on any securities market in Hong Kong or overseas. As at the date of this announcement, Mr. Zhao (i) does not hold any positions with the Company or other members of the Group; (ii) does not have any relationships with any Directors, senior management or substantial or controlling shareholders (having the meaning ascribed to it in the Listing Rules) of the Company; and (iii) does not have any interests or short positions in the shares or underlying shares or debentures of the Company or its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Cap.571 of the Laws of Hong Kong).

Mr. Zhao has also confirmed (1) his independence as regards each of the factors referred to in Rule 3.13(1) to (8) of the Listing Rules; (2) that he has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected person (as such term is defined in the Listing Rules) of the Company; and (3) that there are no other factors that may affect his independence at the time of his appointment.

Save as disclosed above, there is no information which is discloseable nor is Mr. Zhao involved in any matters required to be disclosed pursuant to any of the requirements under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there are no other matters concerning Mr. Zhao that need to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to welcome Mr. Zhao to the Board.

CHANGE IN COMPOSITION OF BOARD COMMITTEES

The Board announces that following Ms. Wong's resignation, Mr. Zhao will be appointed as a member of the Audit Committee, the Remuneration Committee and the Nomination Committee with effect from 31 August 2026.

BOARD DIVERSITY UNDER RULE 13.92 OF THE LISTING RULES

Pursuant to Rule 13.92(2) of the Listing Rules, while diversity of board members can be achieved through consideration of a number of factors, the Stock Exchange will not consider diversity to be achieved for a single gender board. Following Ms. Wong's resignation with effect from 31 August 2026, the Board and the Nomination Committee will not include any Director of a different gender. Accordingly, with effect from 31 August 2026, the Company will not comply with the requirement set out in Rule 13.92(2) of the Listing Rules and will deviate from the code provision regarding gender diversity on the nomination committee under paragraph B.3.5 of the Corporate Governance Code under Appendix C1 to the Listing Rules. The Company is taking steps to identify suitable candidates with a view to appointing a director of a different gender as soon as practicable (i.e. within three months from 31 August 2026) in order to ensure compliance by the Company with the relevant requirements under the Listing Rules.

By order of the Board
China Maple Leaf Educational Systems Limited
Shu Liang Sherman Jen
Chairman and Chief Executive Officer

Hong Kong, 12 August 2026

As at the date of this announcement, the Board comprises Mr. Shu Liang Sherman Jen, Mr. King Pak Lau and Mr. James William Beeke as executive Directors; and Mr. Peter Humphrey Owen, Ms. Wai Fong Wong and Mr. Ming Sang Chow as independent non-executive Directors.

* *For identification purposes only*