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CHINA EAST EDUCATION HOLDINGS LIMITED

中國東方教育控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 667)

POLL RESULTS OF THE ANNUAL GENERAL MEETING

HELD ON 25 MAY 2023

Reference is made to the circular (the “**Circular**”) of China East Education Holdings Limited (the “**Company**”) incorporating, amongst others, the notice (the “**Notice**”) of annual general meeting of the Company (the “**AGM**”) dated 24 April 2023. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

ANNUAL GENERAL MEETING

At the AGM held on 25 May 2023, all the proposed resolutions as set out in the Notice were taken by poll.

Mr. Wu Wei, Mr. Xiao Guoqing, Mr. Wu Junbao, Mr. Hung Ka Hai, Clement and Dr. Zhu Guobin attended in person at the AGM; whereas Mr. Lu Zhen and Dr. Zang Yunzhi attended the AGM via tele-conference.

As at the date of the AGM, the total number of issued Shares of the Company was 2,178,739,302, which was the total number of Shares entitling the Shareholders to attend and vote for or against the resolutions proposed at the AGM. There were no restrictions on any Shareholder to cast votes on any of the proposed resolutions at the AGM, and no Shares entitling the holders to attend and abstain from voting in favour of any of the proposed resolutions at the AGM pursuant to Rule 13.40 of the Listing Rules nor were any Shareholders required under the Listing Rules to abstain from voting at the AGM. None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the proposed resolutions at the AGM.

The Hong Kong share registrar of the Company, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking. 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 and adopt the audited consolidated financial statements of the Company for the year ended 31 December 2022 and the reports of the Directors and auditors thereon.	1,782,286,036 99.98%	288,505 0.02%
2.	To declare a final dividend of HK\$0.2 per ordinary share for the year ended 31 December 2022 out of the share premium account of the Company.	1,782,574,536 100.00%	5 0.00%
3.	(a) To re-elect the following retiring Directors:		
	(i) Mr. Wu Wei as an executive Director;	1,758,131,750 98.63%	24,442,791 1.37%
	(ii) Mr. Wu Junbao as a non-executive Director; and	1,778,872,021 99.79%	3,702,520 0.21%
	(iii) Dr. Zhu Guobin as an independent non-executive Director.	1,781,573,036 99.94%	1,001,505 0.06%
	(b) To authorise the Board to fix the remuneration of the Directors.	1,770,219,331 99.31%	12,355,210 0.69%
4.	To re-appoint Deloitte Touche Tohmatsu as auditors of the Company to hold office until the conclusion of the next annual general meeting of the Company and to authorise the Board to fix their remuneration for the year ending 31 December 2023.	1,782,286,036 99.98%	288,505 0.02%
5(A).	To give a general mandate to the Directors to offer, allot, issue and deal with additional shares in the Company not exceeding 20% of the total number of issued shares of the Company.	1,676,026,622 94.02%	106,547,919 5.98%
5(B).	To give a general mandate to the Directors to repurchase shares in the Company not exceeding 10% of the total number of issued shares of the Company.	1,782,286,036 99.98%	288,505 0.02%
5(C).	To extend the general mandate granted to the Directors to allot, issue and deal with shares by the number of shares repurchased by the Company.	1,676,521,117 94.05%	106,053,424 5.95%

SPECIAL RESOLUTION		FOR	AGAINST
6.	To amend the existing memorandum and articles of association of the Company as detailed in the section headed “Proposed Adoption of the New Memorandum and Articles of Association” which is contained in Appendix III to the Circular and that the amended and restated memorandum of association and the second amended and restated articles of association of the Company produced to the AGM and initialled by the chairman of the AGM for the purpose of identification which consolidates all the proposed amendments mentioned in the Circular, be and are hereby approved and adopted as the new memorandum and articles of association of the Company in substitution for the existing memorandum and articles of association of the Company and that any one of the Directors, secretary or registered office provider of the Company be and is hereby authorised to do all things necessary to implement the adoption of the amended and restated memorandum of association and the second amended and restated articles of association of the Company, including without limitation, attending to the necessary filings with the Registrar of Companies in the Cayman Islands and Hong Kong.	1,779,781,925 99.84%	2,792,613 0.16%

Please refer to the Notice for the full text of the resolutions.

As more than 50% of votes were cast in favour of each of the ordinary resolutions and more than 75% of votes were cast in favour of the special resolution, all of the above ordinary resolutions and special resolution were duly passed at the AGM.

By order of the Board
China East Education Holdings Limited
Wu Wei
Chairman

Hong Kong, 25 May 2023

As at the date of this announcement, the Board comprises Mr. Wu Wei and Mr. Xiao Guoqing as executive Directors; Mr. Wu Junbao and Mr. Lu Zhen as non-executive Directors; and Mr. Hung Ka Hai, Clement, Dr. Zhu Guobin and Dr. Zang Yunzhi as independent non-executive Directors.