

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 Xinhua Education Group Limited

中國新華教育集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2779)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 26 JUNE 2025

Reference is made to the circular (the “**Circular**”) of China Xinhua Education Group Limited (the “**Company**”) and the notice (the “**AGM Notice**”) of the annual general meeting (the “**AGM**”) both dated 29 April 2025. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE AGM

The Board is pleased to announce that at the AGM held on 26 June 2025, pursuant to the Listing Rules requirements and the provisions of the Articles of Association, a poll was demanded by the chairman of the AGM for voting on all the proposed resolutions at the AGM as set out in the AGM Notice. For details of the resolutions considered at the AGM, Shareholders should refer to the AGM Notice.

As at the date of the AGM, the total number of issued Shares was 1,608,583,000 Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against the proposed resolutions at the AGM. There were no restrictions on any Shareholders to vote only against the proposed resolutions at the AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of any of the proposed resolutions at the AGM as set out in Rule 13.40 of the Listing Rules. There were no treasury shares held by the Company (including any treasury shares held or deposited with CCASS), and as such, no holders of treasury shares were required to abstain from voting at the AGM. There were no repurchased Shares therefore no Shares are pending cancellation which shall be excluded from the total number of issued Shares entitling the Shareholders to attend and vote on the proposed resolutions at the AGM. Save for the above, no Shareholder was required under the Listing Rules to abstain from voting on the proposed resolutions. None of the Shareholders has stated his/her intention in the Circular to vote against or to abstain from voting on the proposed resolutions at the AGM.

The poll results of the AGM are as follows:

Ordinary Resolutions			Number of Votes (%)	
			For	Against
1.	To receive and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors (the “ Directors ”) of the Company and the auditors of the Company for the year ended 31 December 2024.		1,233,434,000 (99.99%)	166,000 (0.01%)
2.	(a)	To re-elect the following retiring Directors (as separate resolutions):		
		(i) Mr. Zhang Ming as an executive Director;	1,233,242,000 (99.97%)	358,000 (0.03%)
		(ii) Mr. Wang Yongkai as an executive Director;	1,233,242,000 (99.97%)	358,000 (0.03%)
		(iii) Ms. Chen Ming as an executive Director; and	1,233,242,000 (99.97%)	358,000 (0.03%)
		(iv) Mr. Yao Heping as an independent non-executive Director.	1,232,699,000 (99.93%)	901,000 (0.07%)
	(b)	To authorise the board of Directors (the “ Board ”) to fix the remuneration of the Directors.	1,233,600,000 (100.00%)	0 (0.00%)
3.	To re-appoint KPMG as the auditors of the Company and to authorise the Board to fix their remuneration.		1,233,600,000 (100.00%)	0 (0.00%)
4.	(A)	To grant a general mandate to the Directors to allot, issue and deal with additional shares not exceeding 20% of the total number of issued shares of the Company (excluding treasury shares, if any).	1,229,542,000 (99.67%)	4,058,000 (0.33%)
	(B)	To grant a general mandate to the Directors to repurchase shares not exceeding 10% of the total number of issued shares of the Company (excluding treasury shares, if any).	1,233,242,000 (99.97%)	358,000 (0.03%)
	(C)	To extend the authority given to the Directors pursuant to ordinary resolution no. 4(A) to issue additional shares by adding the number of shares repurchased under ordinary resolution no. 4(B).	1,231,151,000 (99.80%)	2,449,000 (0.20%)

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

As more than 50% of the votes attaching to the Shares held by the Shareholders present and voting in person or by proxy at the AGM were cast in favour of each of the above ordinary resolutions numbered 1 to 4, all the proposed resolutions were duly passed as ordinary resolutions of the Company by the Shareholders at the AGM.

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 AGM.

By order of the Board
China Xinhua Education Group Limited
Wu Junbao
Chairman

Hong Kong, 26 June 2025

As at the date of this announcement, the Board comprises one non-executive Director, namely Mr. Wu Junbao (the Chairman); three executive Directors, namely Mr. Zhang Ming, Mr. Wang Yongkai and Ms. Chen Ming; and three independent non-executive Directors, namely Mr. Jiang Min, Mr. Yang Zhanjun and Mr. Yao Heping.