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China New Higher Education Group Limited
中國新高教集團有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock code: 2001)

POLL RESULTS OF ANNUAL GENERAL MEETING
HELD ON FRIDAY, 24 FEBRUARY 2023

At the annual general meeting (the “AGM”) of China New Higher Education Group Limited (the “Company”) held on 24 February 2023, all the proposed resolutions (the “Proposed Resolutions”) as set out in the notice (the “Notice”) of the AGM dated 29 December 2022 were duly passed by the shareholders of the Company (the “Shareholders”) by way of poll. The poll results in respect of all the Proposed Resolutions were as follows:

Ordinary Resolutions		No. of Votes (%)	
		<i>(approximate percentage)</i>	
		For	Against
1.	to approve 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 August 2022;	1,031,192,503 (99.766833%)	2,410,025 (0.233167%)
2.	to declare a final dividend of RMB0.093 per share of the Company for the year ended 31 August 2022;	1,033,602,503 (99.999998%)	25 (0.000002%)
3.	to re-elect Mr. Li Xiaoxuan as an executive Director of the Company;	1,013,394,176 (98.044862%)	20,208,352 (1.955138%)
4.	to re-elect Mr. Hu Jianbo as an independent non-executive Director of the Company;	1,031,645,503 (99.810660%)	1,957,025 (0.189340%)
5.	to re-elect Dr. Pang Tsz Kit Peter as an independent non-executive Director of the Company;	1,031,645,503 (99.810660%)	1,957,025 (0.189340%)
6.	to authorise the board of Directors of the Company (the “Board”) to fix the remuneration of the Directors;	1,033,602,478 (99.999995%)	50 (0.000005%)
7.	to re-appoint Ernst & Young as the Company’s auditors and to authorise the Board to fix their remuneration;	1,031,645,503 (99.810660%)	1,957,025 (0.189340%)

		No. of Votes (%) <i>(approximate percentage)</i>	
		For	Against
Ordinary Resolutions			
8.	to give a general mandate to the Directors of the Company to allot, issue and deal with additional shares not exceeding 20% of the total number of the shares of the Company;	907,883,559 (87.836817%)	125,718,969 (12.163183%)
9.	to give a general mandate to the Directors of the Company to buy back shares not exceeding 10% of the total number of the shares of the Company;	1,033,602,503 (99.999998%)	25 (0.000002%)
10.	conditional on the passing of ordinary resolutions no. 8 and no. 9, to extend the authority given to the Directors of the Company pursuant to ordinary resolution no. 8 to issue shares by adding the number of shares repurchased under ordinary resolution no. 9; and	942,776,462 (91.212670%)	90,826,066 (8.787330%)
Special Resolution		For	Against
11.	to approve the proposed amendments (the “ Proposed Amendments ”) to the existing memorandum and articles of association of the Company (the “ Existing M&A ”); to adopt the second amended and restated memorandum and articles of association of the Company (the “ Amended M&A ”) in substitution for and to the exclusion of the Existing M&A; and to authorise any Director or the company secretary of the Company to do all things necessary or expedient to give effect to the Proposed Amendments and the adoption of the Amended M&A.	1,027,408,410 (99.400725%)	6,194,118 (0.599275%)

As more than 50% of the votes were cast in favour of each of the above Proposed Resolutions numbered 1 to 10 at the AGM, these resolutions were duly passed as ordinary resolutions of the Company. As more than three-fourths of the votes were cast in favour of the Proposed Resolution numbered 11 above, the resolution numbered 11 was duly passed as a special resolution of the Company.

As at the date of the AGM, the total number of issued Shares of the Company was 1,555,250,630 Shares, which was the total number of Shares entitling the holders to attend and vote for or against the Proposed Resolutions. There was no restriction 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. No Shareholder was required under the Listing Rules to abstain from voting on any Proposed Resolutions at the AGM. None of the Shareholders has stated his/her intention in the circular of the Company (the “**Circular**”) dated 29 December 2022 to vote against or to abstain from voting on any Proposed Resolutions at the AGM. All the Directors attended the AGM.

The Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking at AGM.

By order of the Board
China New Higher Education Group Limited
Li Xiaoxuan
Chairman

Hong Kong, 24 February 2023

As at the date of this announcement, the executive Directors are Mr. Li Xiaoxuan, Mr. Zhao Shuai and Ms. Shen Chunmei, and the independent non-executive Directors are Mr. Kwong Wai Sun Wilson, Mr. Hu Jianbo, Mr. Chan Tung Hoi and Dr. Pang Tsz Kit Peter.