

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)

CHANGE OF EXECUTIVE DIRECTOR

Ms. Wang Li has resigned as an executive Director with effect on 31 October 2018.

Mr. Zhang Ming has been appointed as an executive Director with effect on 31 October 2018.

RESIGNATION OF AN EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of China Xinhua Education Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that Ms. Wang Li (“**Ms. Wang**”) has resigned as an executive Director of the Company with effect on 31 October 2018 due to other work allocation by the Group. Since April 2018, Ms. Wang has been serving as an executive deputy principal of the Anhui Xinhua University operated by the Group.

Ms. Wang confirmed that she has no disagreement with the Board and that there is no matter relating to her resignation that needs to be brought to the attention of the shareholders of the Company (the “**Shareholders**”) or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

APPOINTMENT OF AN EXECUTIVE DIRECTOR

The Board is pleased to announce that Mr. Zhang Ming (“**Mr. Zhang**”), is appointed as an executive Director of the Company and the president of Anhui Xinhua Group Investment Co., Ltd.* (安徽新華集團投資有限公司), a consolidated affiliated entity of the Company, with effect from 31 October 2018.

Mr. Zhang Ming (張明), aged 41, is responsible for the day-to-day operation as well as the operation and management of education related matters of the Group. Mr. Zhang has 18 years of experience in education management. Mr. Zhang graduated from Anhui College of Mechanical and Electrical Engineering* (安徽機電學院, currently known as Anhui Polytechnic University (安徽工程大學)) in July 2000 with a bachelor’s degree in textile engineering, and from University of Science and Technology of China (中國科學技術大學) in July 2011 with an executive master of business administration. Mr. Zhang joined Anhui Xinhua Group Investment Co., Ltd. in July 2000. From June 2003 to May 2010, Mr. Zhang served consecutively as executive deputy principal and principal of the Xinhua computer schools in Jiangxi, Henan and Anhui. Subsequently from May 2010 to April 2018, Mr. Zhang served consecutively as the vice president, executive vice president and president of Anhui Xinhua Education Group Co., Ltd.* (安徽新華教育集團有限公司), and has been serving as the president of Anhui Xinhua Investment Group Co., Ltd.* (安徽新華投資集團有限公司) since April 2018.

Mr. Zhang has entered into a service contract (the “**Service Contract**”) with the Company on 31 October 2018 for a term of three years, subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the articles of association of the Company. Under the Service Contract, the director’s emoluments payable to Mr. Zhang are RMB260,000 per year, which is determined by reference to, among other things, his duties and responsibilities with the Company.

Mr. Zhang held no directorships in any listed public companies in the last three years. Save as disclosed herein, Mr. Zhang has not held any other positions with the Company and its subsidiaries. Mr. Zhang does not have any relationship with any other Directors, senior management, substantial shareholders (as defined in the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”)) or controlling shareholders (as defined in the Listing Rules) of the Company. As at the date of this announcement, Mr. Zhang does not have any interest in and does not hold any short positions in any shares or underlying shares in or any debentures of the Company or any of its associated corporations within the meaning of Part XV of the SFO. Save as disclosed, there is no other information relating to Mr. Zhang that is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules, and there is no other matter which needs to be brought to the attention of the Shareholders.

GENERAL

The Board would like to take this opportunity to express its gratitude to Ms. Wang for her contributions to the Company during her tenure.

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

Hong Kong, 31 October 2018

As at the date of this announcement, the executive Directors are Mr. Zhang Ming, Mr. Lu Zhen and Mr. Wang Yongkai, the non-executive Director is Mr. Wu Junbao, and the independent non-executive Directors are Ms. Zhang Kejun, Mr. Yang Zhanjun and Mr. Chau Kwok Keung.

* *For identification purpose only*