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## 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 2019

Reference is made to the circular of China Xinhua Education Group Limited (the “**Company**”) dated 30 April 2019 (the “**Circular**”) and the notice of the annual general meeting of the Company (the “**AGM**”) dated 30 April 2019 (the “**AGM Notice**”). Unless the context otherwise requires, capitalized terms used herein shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that all of the proposed resolutions as set out in the AGM Notice were duly passed by the Shareholders as ordinary resolutions by way of poll at the AGM. For details of the resolutions considered at the AGM, Shareholders should refer to the AGM Notice. The poll results are as follows:

Ordinary Resolutions		No. of Votes (Approximate %)	
		For	Against
1.	To receive and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and independent auditor for the year ended 31 December 2018	1,276,498,000 (100.00%)	0 (0.00%)
2.	(a) To re-elect the following retiring directors of the Company:		
	(i) Mr. Zhang Ming	1,276,498,000 (100.00%)	0 (0.00%)
	(ii) Mr. Lu Zhen	1,276,498,000 (100.00%)	0 (0.00%)
	(iii) Mr. Wang Yongkai	1,276,498,000 (100.00%)	0 (0.00%)
	(iv) Mr. Yang Zhanjun	1,276,498,000 (100.00%)	0 (0.00%)
	(b) To authorise the board of directors to fix the remuneration of the directors of the Company	1,276,498,000 (100.00%)	0 (0.00%)
3.	To re-appoint KPMG as auditor of the Company and to authorise the board of directors of the Company to fix its remuneration	1,276,498,000 (100.00%)	0 (0.00%)

Ordinary Resolutions		No. of Votes (Approximate %)	
		For	Against
4.	To declare a final dividend of RMB4.77 cents (HK\$5.59 cents) per share for the year ended 31 December 2018	1,276,498,000 (100.00%)	0 (0.00%)
5.	(A) To grant 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 issued shares of the Company	1,222,820,000 (95.79%)	53,678,000 (4.21%)
	(B) To grant a general mandate to the directors of the Company to repurchase shares not exceeding 10% of the total number of issued shares of the Company	1,276,498,000 (100.00%)	0 (0.00%)
	(C) To extend the authority given to the directors of the Company pursuant to ordinary resolution no. 5(A) to issue additional shares by adding the number of shares repurchased under ordinary resolution No. 5(B)	1,265,820,000 (99.16%)	10,678,000 (0.84%)

As majority of the votes were cast in favour of each of the ordinary resolutions, all the resolutions were duly passed.

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 on the resolutions at the AGM. There was no restriction on any Shareholders to cast votes on any of 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 as set out in Rule 13.40 of the Listing Rules. 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 the proposed resolutions or to abstain from voting at 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.

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

Anhui Province, the PRC, 26 June 2019

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