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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)

WAIVER FROM THE STOCK EXCHANGE FOR DELAY IN DESPATCH OF CIRCULAR

Reference is made to the announcements dated 15 July 2019 and 5 August 2019 (the “**Announcements**”) issued by China Xinhua Education Group Limited (the “**Company**”) in relation to the major transaction regarding the acquisition of 60% of school sponsor’s interest in two schools (namely, Haiyuan College and Kunming Health School) through the acquisition of 60% of the equity interest of Fuda Company. Unless otherwise stated, capitalized terms used herein shall have the same meanings as those defined in the Announcements.

The Company hereby announces that, as additional time is required to allow for the completion of the relevant audit procedures of the auditors regarding the financial information of Fuda Company and to prepare the disclosure of such financial information to be included in the Circular, it has applied for and obtained a waiver from strict compliance with the requirements under Rule 14.41(a) of the Listing Rules from the Stock Exchange and allows the Company to despatch the Circular by 30 November 2019.

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

Hong Kong, 14 August 2019

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.