

除本公告另有界定外，本公告所用的詞彙與中國新華教育集團有限公司（「本公司」）於2018年3月14日刊發的招股章程（「招股章程」）所界定者具有相同涵義。

香港交易及結算所有限公司、香港聯合交易所有限公司（「聯交所」）及香港中央結算有限公司（「香港結算」）對本公告的內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示概不就因本公告全部或任何部分內容所產生或因依賴該等內容而引致的任何損失承擔任何責任。

本公告僅供參考，並不構成任何人士收購、購買或認購證券或全球發售項下任何股份的要約或誘使作出要約的邀請。本公告並非招股章程。有意投資者務請閱覽招股章程有關下述本公司及全球發售的詳情，方決定是否投資發售股份。有關發售股份的任何投資決定應僅倚賴招股章程提供的資料。

本公告不會直接或間接於或向美國（包括美國的領土及屬地、任何州及哥倫比亞特區）發表、發行或分派。本公告並不構成在美國境內或任何其他司法權區購買或認購證券的任何要約或招攬或其組成部分，或進行任何有關證券的投資活動或任何種類投資的邀請。股份並無亦不會根據1933年美國證券法（經不時修訂）（「美國證券法」）或任何美國州證券法登記。除非已根據美國證券法的登記規定進行登記或獲豁免遵守美國證券法的登記規定，否則證券不得在美國境內提呈發售或出售。本公司不會且目前不擬於美國境內進行任何證券公開發售。倘於美國發售證券，將僅向美國證券法第144A條界定的合資格機構買家根據美國證券法豁免登記規定進行。本公司亦會根據美國證券法S規例以離岸交易形式於美國境外發售及出售發售股份。

就全球發售而言，麥格理資本股份有限公司（作為穩定價格經辦人（「穩定價格經辦人」））、其聯屬人士或任何代其行事之人士或會代表包銷商進行超額分配或交易，藉以於上市日期後一段有限期間穩定或維持股份市價高於原有的水平。然而，穩定價格經辦人、其聯屬人士或任何代其行事之人士並無責任進行任何該等穩定價格行動。該等穩定價格行動一經開始，穩定價格經辦人、其聯屬人士或任何代其行事之人士可全權酌情決定進行，並可隨時終止。任何此類穩定價格行動須在遞交香港公開發售申請截止日期後第30日結束。有關穩定價格行動一經開始，可於所有獲准進行上述行動的司法權區進行，惟須遵守所有適用法律、規則及監管規定，包括香港法例第571章證券及期貨條例項下證券及期貨（穩定價格）規則（經修訂）。

有意投資者務請注意，為維持股份價格而進行的穩定價格行動不得超過穩定價格期間，即由上市日期開始，預期於遞交香港公開發售申請截止日期（即2018年4月18日（星期三））後第30日結束。該日後不會採取任何進一步穩定價格行動，股份需求及價格可能因此而下跌。

發售股份的有意投資者務請注意，聯席全球協調人（為其本身及代表聯席賬簿管理人、聯席牽頭經辦人及香港包銷商）應有權在上市日期（預期為2018年3月26日）上午八時正（香港時間）前任何時間發生招股章程「包銷－包銷安排及開支－香港公開發售－終止理由」一節所載任何事件的情況下，即時終止其於香港包銷協議項下的責任。

# China Xinhua Education Group Limited

中國新華教育集團有限公司

(於開曼群島註冊成立之有限公司)

## 全球發售

全球發售的發售股份數目 : 400,000,000股股份 (可能因超額配股權行使而更改)

香港發售股份數目 : 120,000,000股股份

國際發售股份數目 : 280,000,000股股份 (可能因超額配股權行使而更改)

發售價 : 每股發售股份3.26港元, 另加1%經紀佣金、0.0027%證監會交易徵費及0.005%聯交所交易費 (須於申請時以港元繳足並可予退還)

面值 : 每股股份0.01港元

股份代號 : 02779

### 獨家保薦人



### 聯席全球協調人



### 聯席賬簿管理人及聯席牽頭經辦人



## 發售價及分配結果公告

## 概要

### 發售價及所得款項淨額

- 發售價定為每股發售股份3.26港元（未計1%經紀佣金、0.0027%證監會交易徵費及0.005%聯交所交易費）。
- 按發售價每股發售股份3.26港元（假設並無行使超額配股權）計算，扣除包銷佣金及本公司就全球發售（假設並無行使超額配股權）應付的其他估計發售開支後，本公司將收取的全球發售所得款項淨額估計約為1,239.8百萬港元。
- 本公司擬按招股章程「未來計劃及所得款項用途」一節所述用途使用該等所得款項淨額。倘全球發售所得款項淨額並無即時用於相關用途，本公司擬將所得款項存入香港持牌商業銀行及／或授權金融機構的計息銀行賬戶（如活期存款賬戶）。
- 按發售價每股發售股份3.26港元計算，倘超額配股權獲悉數行使，全球發售的所得款項淨額將增加至約1,428.6百萬港元。本公司擬按招股章程「未來計劃及所得款項用途」一節所載相關比例將額外所得款項淨額用於相關用途。

### 根據香港公開發售提出的申請

- 本公司合共接獲25,042份根據香港公開發售以白色及黃色申請表格以及透過中央結算系統向香港結算及利用白表eIPO服務([www.eipo.com.hk](http://www.eipo.com.hk))發出電子認購指示提出的有效申請，認購合共1,310,995,000股香港發售股份，相當於香港公開發售項下初步可供認購的香港發售股份總數40,000,000股約32.77倍。
- 由於香港公開發售出現大幅超額認購，為香港公開發售項下初步可供認購40,000,000股發售股份的15倍以上但少於50倍，因此招股章程「全球發售的架構－香港公開發售－重新分配」一節所述的重新分配程序已獲應用。合共80,000,000股發售股份已從國際發售重新分配至香港公開發售。經上述重新分配後，分配至香港公開發售的發售股份最終數目為120,000,000股股份，佔全球發售項下可供認購發售股份總數的30%（未計及行使任何超額配股權）。

### 國際發售

- 根據國際發售分配予承配人的國際發售股份的最終數目為280,000,000股股份，相當於全球發售項下發售股份總數的70%（未計及行使任何超額配股權）。按發售價認購的國際發售總額為810,040,782股股份，相當於國際發售項下初步可供認購的國際發售股份總數360,000,000股的約2.25倍。國際發售獲超額分配60,000,000股股份。

- 合共5名承配人（相當於國際發售所涉169名承配人約2.96%）獲配發一手國際發售股份。發售股份重新分配至香港公開發售後，該等承配人已獲配發國際發售項下可供認購的發售股份總數約0.00%。合共70名承配人（相當於國際發售所涉169名承配人約41.42%）獲配發不超過五手國際發售股份。發售股份重新分配至香港公開發售後，該等承配人已獲配發國際發售項下可供認購的發售股份總數約0.07%。
- 董事確認，概無向身為本公司核心關連人士、董事、現有股東或其各自聯繫人（定義見上市規則）的申請人或向任何配售指引（定義見下文）所指關連客戶（不論以本身名義或透過代名人）分配國際發售項下的任何發售股份。國際發售遵照配售指引所載股本證券的配售指引進行。獨家保薦人、聯席賬簿管理人、包銷商及彼等各自的聯屬公司及關連客戶（定義見上市規則附錄六）概無為其本身利益認購全球發售項下的任何發售股份。董事確認，概無國際發售的承配人將於緊隨全球發售後獲配售本公司經擴大已發行股本中10%以上的股份。因此，董事確認概無承配人將於國際發售後成為本公司的主要股東（定義見上市規則），且緊隨全球發售後，本公司將不會出現任何新的主要股東（定義見上市規則），而緊隨全球發售完成後，本公司的公眾持股量百分比將符合上市規則第8.08條的最低百分比規定。董事確認，(i)三大公眾股東並無持有上市時公眾人士所持股份的50%以上，符合上市規則第8.08(3)條及第8.24條；及(ii)上市時股份將最少由300名股東持有，符合上市規則第8.08(2)條。
- 緊隨全球發售完成後，公眾人士將持有本公司已發行股本總額至少25%（假設並無行使超額配股權且並無計及因行使根據購股權計劃授出的購股權而將予發行的任何股份），符合上市規則第8.08條的規定。

### 基礎投資

- 根據與基礎投資者訂立的基礎投資協議，基礎投資者應認購的發售股份數目如下：

基礎投資者名稱	所認購發售股份的數目	佔根據全球發售提呈發售的股份的百分比 (%)	佔本公司已發行股本（未行使超額配股權前）的百分比 (%)	佔本公司已發行股本（假設悉數行使超額配股權）的百分比 (%)
BOCOM International				
Prosperity Investment Limited	24,000,000	6	1.50	1.45
中國新城市商業發展有限公司	24,000,000	6	1.50	1.45

- 就本公司所知，各基礎投資者均為獨立第三方，且彼此之間相互獨立。各基礎投資者乃獨立於本公司、本公司的關連人士及彼等的聯繫人。根據上市規則第8.08條，基礎投資者將認購的發售股份計入本公司公眾持股量，且與當時已發行及將於聯交所上市的其他已繳足股款的發售股份在各方面享有同等地位。緊隨全球發售完成後，基礎投資者不會擁有本公司的任何董事會代表，且於上市後不會成為本公司的主要股東。
- 此外，各基礎投資者均已同意，未經本公司及麥格理資本股份有限公司分別事先書面同意前，其將不會於上市日期起計六個月內期間任何時間出售（定義見相關基礎投資協議）任何其根據招股章程「基礎投資者」一節所述相關基礎投資協議將予認購的股份。

### 超額配股權

- 就全球發售而言，本公司已向國際包銷商授出超額配股權，可由聯席全球協調人代表國際包銷商行使。根據超額配股權，國際包銷商有權，可由聯席全球協調人（代表國際包銷商）於遞交香港公開發售申請截止日期（即行使超額配股權的截止日期，為2018年4月18日（星期三））起計30日內行使，要求本公司按國際發售下每股發售股份的相同價格配發及發行最多60,000,000股額外發售股份（相當於初步發售股份的15%），以（其中包括）補足國際發售的超額分配（如有）。國際發售已獲超額分配60,000,000股股份，而有關超額分配可透過行使超額配股權或在二級市場購買或通過借股安排或結合上述方式補足。倘超額配股權獲行使，本公司將發出公告。截至本公告日期，超額配股權未獲行使。

### 分配結果

- 本公司亦將於2018年3月23日（星期五）在聯交所網站 [www.hkexnews.hk](http://www.hkexnews.hk) 及本公司網站 [www.chinaxhedu.com](http://www.chinaxhedu.com) 刊登有關發售價、國際發售的認購踴躍程度、香港公開發售的申請水平及香港發售股份的分配基準的公告。
- 就香港公開發售而言，本公司宣佈，香港公開發售項下的香港發售股份分配結果，包括使用白色及黃色申請表格及通過中央結算系統向香港結算或利用白表eIPO服務發出電子認購指示作出的申請，將載列成功申請人的香港身份證號碼、護照號碼或香港商業登記證號碼以及成功申請的香港發售股份數目，將於下列日期及時間按下述方式提供：

- 不遲於2018年3月23日(星期五)上午九時正在聯交所網站 [www.hkexnews.hk](http://www.hkexnews.hk)及本公司網站[www.chinaxhedu.com](http://www.chinaxhedu.com)刊登的公告；
  - 於2018年3月23日(星期五)上午八時正至2018年3月29日(星期四)午夜十二時正於指定分配結果網站 [www.iporesults.com.hk](http://www.iporesults.com.hk) (或者：英文網站 <https://www.eipo.com.hk/en/Allotment>；中文網站 <https://www.eipo.com.hk/zh-hk/Allotment>)，使用「身份識別搜尋」功能24小時查閱；
  - 於2018年3月23日(星期五)至2018年3月26日(星期一)上午九時正至下午十時正期間致電電話查詢熱線+852 2862 8669查詢；及
  - 於2018年3月23日(星期五)、2018年3月24日(星期六)及2018年3月26日(星期一)期間，可在所有收款銀行指定分行的營業時間內，於下文「分配結果」一段所載地址查閱特備分配結果冊子。
- 利用**白色**申請表格申請1,000,000股或以上香港發售股份，並已提供相關申請表格規定的所有資料的申請人，可於2018年3月23日(星期五)或本公司在報章上通知的其他日期上午九時正至下午一時正前往香港中央證券登記有限公司(地址為香港灣仔皇后大道東183號合和中心17樓1712-1716室)親自領取其退款支票及／或股票。倘有關申請人並無於指定領取時限親自領取其退款支票及／或股票，而就以**白色**申請表格申請少於1,000,000股香港發售股份的申請人而言，其退款支票及／或股票將於2018年3月23日(星期五)或之前以平郵方式寄往其申請表格所示的地址，郵誤風險概由彼等自行承擔。
  - 透過**白表eIPO**服務申請1,000,000股或以上香港發售股份且申請全部或部分獲接納的申請人，可於2018年3月23日(星期五)或本公司通知的其他日期上午九時正至下午一時正前往香港中央證券登記有限公司(地址為香港灣仔皇后大道東183號合和中心17樓1712-1716室)親自領取其股票。倘有關申請人並無於指定領取時限親自領取其股票，就透過**白表eIPO**服務申請少於1,000,000股香港發售股份的申請人而言，其股票將於2018年3月23日(星期五)或之前以平郵方式寄往其申請表格所示的地址，郵誤風險概由彼等自行承擔。
  - 倘申請人利用**白表eIPO**服務提出申請並以單一銀行賬戶繳交申請股款，則任何退款將於2018年3月23日(星期五)以電子退款指示形式發送到其銀行賬戶內。倘申請人利用**白表eIPO**服務提出申請並以多個銀行賬戶繳交申請股款，則任何退款將於2018年3月23日(星期五)或之前以退款支票形式以平郵方式寄往彼等申請指示所示地址，郵誤風險概由彼等自行承擔。

- 倘申請人以**黃色**申請表格或透過中央結算系統向香港結算發出**電子認購指示**且有關申請全部或部分獲接納，則有關股票將以香港結算代理人名義發出，並於2018年3月23日（星期五）或（如出現變故）香港結算或香港結算代理人確定的任何其他日期存入中央結算系統，以供記存於彼等申請表格所示彼等的中央結算系統投資者戶口持有人股份戶口或彼等指定的中央結算系統參與者股份戶口。
- 倘申請人透過指定中央結算系統參與者（中央結算系統投資者戶口持有人除外）使用**黃色**申請表格或通過中央結算系統向香港結算發出**電子認購指示**提出申請，則應向該中央結算系統參與者查核獲分配的香港發售股份數目。
- 倘申請人以中央結算系統投資者戶口持有人身份，使用**黃色**申請表格或通過中央結算系統向香港結算發出**電子認購指示**提出申請，應查閱本公司刊發的公告，如有任何資料不符，須於2018年3月23日（星期五）下午五時正或香港結算或香港結算代理人確定的任何其他日期前，向香港結算報告。
- 倘申請人以中央結算系統投資者戶口持有人身份，使用**黃色**申請表格或通過中央結算系統向香港結算發出**電子認購指示**提出申請，亦可於緊隨香港發售股份存入其中央結算系統投資者戶口持有人股份戶口後，透過「結算通」電話系統及中央結算系統互聯網系統（利用不時有效的香港結算「投資者戶口操作簡介」所載程序）查核其最新戶口結餘。香港結算亦會向中央結算系統投資者戶口持有人提供一份列明已存入彼等股份戶口的香港發售股份數目的活動結單。
- 倘申請人透過中央結算系統向香港結算發出**電子認購指示**提出申請，在申請全部或部分未獲接納的情況下，退還的申請股款將於2018年3月23日（星期五）存入其指定銀行賬戶或其經紀或託管商的指定銀行賬戶。
- 經指定中央結算系統結算／託管商參與者提出申請的申請人，可於2018年3月23日（星期五）向彼等的經紀或託管商查詢應付彼等的退款金額。
- 以中央結算系統投資者戶口持有人身份提出申請的申請人，可於2018年3月23日（星期五）透過「結算通」電話系統或中央結算系統互聯網系統，或於退款存入彼等的指定銀行賬戶後，於香港結算發出的活動結單中，查閱應付彼等的退款金額。
- 使用**黃色**申請表格申請1,000,000股或以上香港發售股份，並已提供相關申請表格規定的所有資料的申請人，可於2018年3月23日（星期五）或本公司在報章上通知的其他日期上午九時正至下午一時正前往香港中央證券登記有限公司（地址為香港灣仔皇后大道東183號合和中心17樓1712-1716室）親自領取其退款支票。倘有關申請人未有於指定領取時限親自領取退款支票，而就**黃色**申請表格申請少於1,000,000股香港發售股份的申請人而言，其退款支票將於2018年3月23日（星期五）或之前以平郵方式寄往彼等申請表格所示的地址，郵誤風險概由彼等自行承擔。

- 在申請全部或部分未獲接納的情況下，以**白色或黃色**申請表格提出申請的退款支票，倘不可親身領取或可親身領取但未有親身領取，則預期將於2018年3月23日（星期五）或之前以平郵方式寄發，郵誤風險概由彼等自行承擔。毋須就此支付任何利息。
- 倘申請人通過中央結算系統向香港結算發出**電子認購指示**提出申請，其退回股款（如有）預期於2018年3月23日（星期五）存入有關申請人的指定銀行賬戶或其經紀或託管商的指定銀行賬戶。倘申請人經指定中央結算系統結算／託管商參與者通過中央結算系統向香港結算發出**電子認購指示**提出申請，則可於2018年3月23日（星期五）通過其經紀或託管商查詢應付彼等的退款金額。倘申請人以中央結算系統投資者戶口持有人身份提出申請，則可於2018年3月23日（星期五）通過「結算通」電話系統或中央結算系統互聯網系統，或於退回股款存入其指定銀行賬戶後，於香港結算發出的活動結單中，查詢應付彼等的退回股款金額。
- 股票僅於(i)全球發售在各方面成為無條件及(ii)招股章程「包銷－包銷安排及開支－香港公開發售－終止理由」一節所述的終止權利未獲行使的情況下，方於2018年3月26日（星期一）上午八時正成為有效的所有權證書。
- 本公司不會就發售股份發出臨時所有權文件，亦不就收取的申請股款發出收據。
- 假設全球發售於2018年3月26日（星期一）上午八時正在各方面成為無條件，預期股份將於2018年3月26日（星期一）上午九時正起開始於聯交所主板買賣。股份將以每手1,000股買賣。股份的股份代號為02779。

## 發售價

發售價定為每股發售股份3.26港元（未計1%經紀佣金、0.0027%證監會交易徵費及0.005%聯交所交易費）。

## 全球發售所得款項淨額

按發售價每股發售股份3.26港元計算，扣除包銷佣金及本公司就全球發售（假設並無行使超額配股權）應付的其他估計發售開支後，本公司將收取的全球發售所得款項淨額估計約為1,239.8百萬港元。

本公司擬按招股章程「未來計劃及所得款項用途」一節所述用途使用該等所得款項淨額。倘全球發售所得款項淨額並無即時用於相關用途，本公司擬將所得款項存入香港持牌商業銀行及／或授權金融機構的計息銀行賬戶（如活期存款賬戶）。



按發售價每股發售股份3.26港元計算，倘超額配股權獲悉數行使，全球發售的所得款項淨額將增加至約1,428.6百萬港元。本公司擬按招股章程「未來計劃及所得款項用途」一節所載相關比例將額外所得款項淨額用於相關用途。

## 已接獲申請及認購踴躍程度

董事宣佈，香港公開發售項下初步發售的發售股份已獲大幅超額認購。於2018年3月19日（星期一）中午十二時正截止辦理申請登記時，合共接獲25,042份根據香港公開發售以白色及黃色申請表格以及透過中央結算系統向香港結算及利用白表eIPO服務發出電子認購指示提出的有效申請，認購合共1,310,995,000股香港發售股份，相當於香港公開發售項下初步可供認購的香港發售股份總數40,000,000股約32.77倍。

由於香港公開發售出現大幅超額認購，為香港公開發售項下初步可供認購40,000,000股發售股份的15倍以上但少於50倍，因此招股章程「全球發售的架構－香港公開發售－重新分配」一節所述的重新分配程序已獲應用。合共80,000,000股發售股份已從國際發售重新分配至香港公開發售。經上述重新分配後，分配至香港公開發售的發售股份最終數目為120,000,000股股份，佔全球發售項下可供認購發售股份總數的30%（未計及行使任何超額配股權）。

在有效申請中：

- 認購合共722,995,000股香港發售股份的合共24,871份有效申請乃就總認購額為5百萬港元或以下（按最高發售價每股發售股份3.69港元計算，未計1%經紀佣金、0.0027%證監會交易徵費及0.005%聯交所交易費）的香港公開發售而提出，相當於甲組初步包括的20,000,000股香港發售股份約36.15倍；及
- 認購合共588,000,000股香港發售股份的合共171份有效申請乃就總認購額為5百萬港元以上（按最高發售價每股發售股份3.69港元計算，未計1%經紀佣金、0.0027%證監會交易徵費及0.005%聯交所交易費）的香港公開發售而提出，相當於乙組初步包括的20,000,000股香港發售股份約29.4倍。

香港公開發售中發現及拒絕受理34份重複申請或疑屬重複的申請。6份申請因支票未能兌現而遭拒絕受理。1份申請因未有按照申請表格所載指示填妥以致申請無效而遭拒絕受理。概無發現申請認購超過20,000,000股香港發售股份（即香港公開發售初步可供認購的甲組及乙組各自的香港發售股份數目）的申請。

香港公開發售提呈發售的發售股份已按下文「香港公開發售的分配基準」一段所載基準有條件分配。

## 國際發售及超額配股權

董事進一步公佈，按發售價認購的國際發售總額為810,040,782股股份，相當於國際發售項下初步可供認購的國際發售股份總數360,000,000股的約2.25倍，且國際發售獲超額分配60,000,000股股份。國際發售項下發售股份最終為280,000,000股，相當於全球發售項下初步可供認購的發售股份總數70%（未計及行使任何超額配股權）。

合共5名承配人（相當於國際發售所涉169名承配人約2.96%）獲配發一手國際發售股份。發售股份重新分配至香港公開發售後，該等承配人已獲配發國際發售項下可供認購的發售股份總數約0.00%。合共70名承配人（相當於國際發售所涉169名承配人約41.42%）獲配發不超過五手國際發售股份。發售股份重新分配至香港公開發售後，該等承配人已獲配發國際發售項下可供認購的發售股份總數約0.07%。

本公司已向國際包銷商授出超額配股權，可由聯席全球協調人代表國際包銷商行使。根據超額配股權，國際包銷商有權，可由聯席全球協調人（代表國際包銷商）於遞交香港公開發售申請截止日期（即行使超額配股權的截止日期，為2018年4月18日（星期三））起計30日內行使，要求本公司按國際發售下每股發售股份的相同價格配發及發行最多60,000,000股額外發售股份（相當於初步發售股份的15%），以（其中包括）補足國際發售的超額分配（如有）。國際發售已獲超額分配60,000,000股股份，而有關超額分配可透過行使超額配股權或在二級市場購買或通過借股安排或結合上述方式補足。倘超額配股權獲行使，本公司將於聯交所網站 [www.hkexnews.hk](http://www.hkexnews.hk) 及本公司網站 [www.chinaxhedu.com](http://www.chinaxhedu.com) 發出公告。截至本公告日期，超額配股權未獲行使。

董事確認，概無向身為本公司核心關連人士、董事、現有股東或其各自聯繫人（定義見上市規則）的申請人或向任何上市規則附錄六（「**配售指引**」）第5(1)段所指關連客戶（不論以本身名義或透過代名人）分配國際發售項下的任何發售股份。國際發售遵照配售指引所載股本證券的配售指引進行。獨家保薦人、聯席賬簿管理人、包銷商及彼等各自的聯屬公司及關連客戶（定義見上市規則附錄六）概無為其本身利益認購全球發售項下的任何發售股份。董事確認，概無國際發售的承配人將於緊隨全球發售後獲配售本公司經擴大已發行股本中10%以上的股份。因此，

董事確認概無承配人將於國際發售後成為本公司的主要股東（定義見上市規則），且緊隨全球發售後，本公司將不會出現任何新的主要股東（定義見上市規則），而緊隨全球發售完成後，本公司的公眾持股量百分比將符合上市規則第8.08條的最低百分比規定。董事確認，(i)三大公眾股東並無持有上市時公眾人士所持股份的50%以上，符合上市規則第8.08(3)條及第8.24條；及(ii)上市時股份將最少由300名股東持有，符合上市規則第8.08(2)條。

### 基礎投資者

根據與基礎投資者訂立的基礎投資協議，基礎投資者應認購的發售股份數目如下：

基礎投資者名稱	所認購 發售股份 的數目	佔根據全球 發售提呈 發售的 發售股份 的百分比 (%)	佔本公司 已發行股本 (未行使 超額配股 權前) 的百分比 (%)	佔本公司 已發行股本 (假設悉數 行使超額 配股權) 的百分比 (%)
BOCOM International				
Prosperity Investment Limited	24,000,000	6	1.50	1.45
中國新城市商業發展有限公司	24,000,000	6	1.50	1.45

就本公司所知，各基礎投資者均為獨立第三方，且彼此之間相互獨立。各基礎投資者乃獨立於本公司、本公司的關連人士及彼等的聯繫人。根據上市規則第8.08條，基礎投資者將認購的發售股份計入本公司公眾持股量，且與當時已發行及將於聯交所上市的其他已繳足股款的發售股份在各方面享有同等地位。緊隨全球發售完成後，基礎投資者不會擁有本公司的任何董事會代表，且於上市後不會成為本公司的主要股東。

此外，各基礎投資者均已同意，未經本公司及麥格理資本股份有限公司分別事先書面同意前，其將不會於上市日期起計六個月內期間任何時間出售（定義見相關基礎投資協議）任何其根據招股章程「基礎投資者」一節所述相關基礎投資協議將予認購的股份。

## 香港公開發售的分配基準

待招股章程「全球發售的架構－香港公開發售的條件」一段所載條件達成後，公眾人士以白色及黃色申請表格及透過中央結算系統向香港結算及利用白表eIPO服務發出電子認購指示作出的有效申請將按下列基準有條件分配：

所申請 香港發售 股份數目	有效 申請數目	配發／抽籤基準	獲配發股份 數目佔所申請 香港發售 股份的概約 百分比
		甲組	
1,000	8,376	8,376名申請人中5,863名獲發1,000股股份	70.00%
2,000	3,482	3,482名申請人中2,578名獲發1,000股股份	37.02%
3,000	1,564	1,000股股份	33.33%
4,000	829	1,000股股份，另829名申請人當中95名 將獲發額外1,000股股份	27.86%
5,000	1,370	1,000股股份，另1,370名申請人當中172名 將獲發額外1,000股股份	22.51%
6,000	473	1,000股股份，另473名申請人當中66名 將獲發額外1,000股股份	18.99%
7,000	251	1,000股股份，另251名申請人當中65名 將獲發額外1,000股股份	17.99%
8,000	343	1,000股股份，另343名申請人當中123名 將獲發額外1,000股股份	16.98%
9,000	217	1,000股股份，另217名申請人當中95名 將獲發額外1,000股股份	15.98%
10,000	2,245	1,000股股份，另2,245名申請人當中1,123名 將獲發額外1,000股股份	15.00%
15,000	597	2,000股股份	13.33%
20,000	818	2,000股股份，另818名申請人當中164名 將獲發額外1,000股股份	11.00%
25,000	277	2,000股股份，另277名申請人當中173名 將獲發額外1,000股股份	10.50%
30,000	727	3,000股股份	10.00%
35,000	120	3,000股股份，另120名申請人當中26名 將獲發額外1,000股股份	9.19%
40,000	196	3,000股股份，另196名申請人當中118名 將獲發額外1,000股股份	9.01%
45,000	71	4,000股股份	8.89%

獲配發股份  
數目佔所申請  
香港發售  
股份的概約  
百分比

所申請 香港發售 股份數目	有效 申請數目	配發／抽籤基準	
50,000	613	4,000股股份，另613名申請人當中153名 將獲發額外1,000股股份	8.50%
60,000	222	5,000股股份	8.33%
70,000	72	5,000股股份，另72名申請人當中28名 將獲發額外1,000股股份	7.70%
80,000	152	6,000股股份	7.50%
90,000	60	6,000股股份，另60名申請人當中23名 將獲發額外1,000股股份	7.09%
100,000	789	7,000股股份	7.00%
200,000	349	12,000股股份	6.00%
300,000	216	17,000股股份	5.67%
400,000	78	22,000股股份	5.50%
500,000	107	27,000股股份	5.40%
600,000	43	32,000股股份	5.33%
700,000	17	37,000股股份	5.29%
800,000	28	42,000股股份	5.25%
900,000	21	47,000股股份	5.22%
1,000,000	148	52,000股股份	5.20%
	<u>24,871</u>		
		<b>乙組</b>	
2,000,000	90	206,000股股份	10.30%
3,000,000	41	307,000股股份	10.23%
4,000,000	11	407,000股股份	10.18%
5,000,000	7	508,000股股份	10.16%
6,000,000	6	609,000股股份	10.15%
7,000,000	1	710,000股股份	10.14%
8,000,000	1	810,000股股份	10.13%
10,000,000	11	1,011,000股股份	10.11%
15,000,000	3	1,515,000股股份	10.10%
	<u>171</u>		

香港公開發售項下發售股份最終數目為120,000,000股發售股份，佔全球發售項下初步可供認購的發售股份總數的30%（假設並無行使超額配股權）。

國際發售項下發售股份最終數目為280,000,000股發售股份（可能因超額配股權行使而更改），佔全球發售項下初步可供認購的發售股份總數70%（假設並無行使超額配股權）。

## 分配結果

香港公開發售項下的香港發售股份分配結果，包括使用白色及黃色申請表格及通過中央結算系統向香港結算或利用白表eIPO服務發出電子認購指示作出的申請，將載列成功申請人的香港身份證號碼、護照號碼或香港商業登記證號碼以及成功申請的香港發售股份數目，將於下列日期及時間按下述方式提供：

- 不遲於2018年3月23日（星期五）上午九時正在聯交所網站 [www.hkexnews.hk](http://www.hkexnews.hk) 及本公司網站[www.chinaxhedu.com](http://www.chinaxhedu.com)刊登的公告；
- 於2018年3月23日（星期五）上午八時正至2018年3月29日（星期四）午夜十二時正於指定分配結果網站 [www.iporeresults.com.hk](http://www.iporeresults.com.hk)（或者：英文網站 <https://www.eipo.com.hk/en/Allotment>；中文網站 <https://www.eipo.com.hk/zh-hk/Allotment>），使用「身份識別搜尋」功能24小時查閱；
- 於2018年3月23日（星期五）至2018年3月26日（星期一）上午九時正至下午十時正期間致電電話查詢熱線+852 2862 8669查詢；及
- 於2018年3月23日（星期五）、2018年3月24日（星期六）及2018年3月26日（星期一）期間，可在收款銀行下列分行的營業時間內，於下文所載地址查閱特備分配結果冊子。

## 中國銀行（香港）有限公司

	分行名稱	地址
港島：	中銀大廈分行	花園道1號3樓
	英皇道分行	北角英皇道131-133號
	柴灣分行	柴灣道341-343號宏德居B座
九龍：	觀塘廣場分行	觀塘開源道68號觀塘廣場G1
	黃埔花園分行	紅磡黃埔花園第一期商場G8B號
	旺角上海街分行	旺角上海街611-617號
新界：	大埔分行	大埔墟寶鄉街68-70號
	新都城分行	將軍澳新都城一期二樓209號
	上水分行證券服務中心	上水新豐路136號
	屯門新墟分行	屯門鄉事會路雅都花園商場G13-G14號

倘透過指定中央結算系統參與者（中央結算系統投資者戶口持有人除外）提出申請，申請人可向其指定中央結算系統參與者查詢其申請所獲分配的股份數目。成功申請的中央結算系統投資者戶口持有人可於2018年3月23日（星期五）透過「結算通」電話系統及中央結算系統互聯網系統查核獲分配的發售股份數目，香港結算亦會提供一份列明已存入其中央結算系統投資者戶口持有人股份戶口的香港發售股份數目的活動結單。

發售價、國際發售的認購踴躍程度、香港公開發售的申請水平及香港發售股份的分配基準亦將於2018年3月23日（星期五）在聯交所網站 [www.hkexnews.hk](http://www.hkexnews.hk) 及本公司網站 [www.chinaxhedu.com](http://www.chinaxhedu.com) 登載。

### 申請人使用白色申請表格及白表eIPO進行申請認購的結果

以下是使用白色申請表格及白表eIPO成功申請認購的人士，未列出沒有提供其身份證號碼的申請人

## 透過指定中央結算系統結算／託管商參與者使用黃色申請表格提出申請的結果

以下是透過指定中央結算系統結算／託管商參與者使用黃色申請表格成功申請認購的人士，未列出沒有提供其身份證號碼的申請人

使用黃色申請表格的中央結算系統投資者戶口持有人之申請並無獲全部或部份成功認購。

## 透過向香港結算發出電子認購指示進行申請認購的香港公開發售申購結果

以下是透過向香港結算發出電子認購指示成功申請認購的人士，未列出沒有提供其身份證號碼的申請人



Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份
14213405	1000	D1100204	2000	E7626812	1000	H364444A	3000
15095165	2000	D1229088	5000	E7852898	1000	H3747141	1000
15295282	1000	D1229096	5000	E7990654	3000	H3853375	1000
20576053	1000	D2036003	1000	E8152628	1000	H4112204	2000
65065776	1000	D2064457	3000	E8277013	3000	H445511A	1000
A0660798	1000	D2085500	1000	E8351108	1000	H4463716	4000
A2138010	4000	D2251168	1000	E8663649	1000	K023060A	1000
A2433470	1000	D2284732	1000	E8795561	1000	K0428124	2000
A260979A	1000	D2382939	1000	E8816038	4000	K0503029	1000
A2978469	1000	D2621623	2000	E8931198	1000	K0628204	1000
A3535838	2000	D2744008	4000	E9024607	6000	K0726966	2000
A361925A	1000	D2753430	1000	E9101865	1000	K1115219	1000
A3888110	2000	D2809096	1000	E9430796	4000	K1221663	1000
A4891670	1000	D2849632	1000	E9499214	2000	K1340069	1000
A5177955	2000	D2994314	1000	E9504625	1000	K1375245	1000
A5695689	1000	D3039219	2000	E9513713	1000	K1576712	1000
A5785653	1000	D3609732	1000	E9538635	2000	K1637371	1000
A5924289	1000	D3776973	1000	E9590130	5000	K1813579	1000
A6197097	1000	D379534A	2000	E9687681	2000	K2054450	1000
A6369823	1000	D4026471	2000	E9868805	1000	K2071487	3000
A645992A	2000	D4101996	5000	E9960566	5000	K2092794	1000
A6795962	1000	D4258372	2000	G0201633	1000	K2201186	1000
A6850009	2000	D4271476	1000	G0400431	1000	K2343223	1000
A7157323	1000	D435066A	1000	G0415277	1000	K2358611	3000
A7635144	1000	D4418663	7000	G0551502	1000	K2426412	1000
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A8441807	1000	D4605005	1000	G0775974	1000	K293566A	1000
A8464122	1000	D4886063	1000	G0866740	1000	K2962810	1000
A8684149	1000	D5066019	4000	G0892431	1000	K3061914	3000
A8697739	1000	D5199159	1000	G0948690	1000	K3138275	12000
A8953581	2000	D5246246	1000	G126082A	2000	K3187934	1000
A9035845	1000	D5304726	1000	G1355995	1000	K3275515	1000
A9240597	1000	D5574782	1000	G1372180	3000	K3342859	1000
A9493924	1000	D5661383	1000	G1410775	1000	K3447243	1000
A9507704	1000	D5853002	1000	G1692401	3000	K3479293	1000
A9515790	1000	D5857008	1000	G176335A	1000	K3718336	1000
A956385A	4000	D5889856	2000	G1773762	1000	K3985709	1000
A9669739	1000	D5899983	1000	G2367318	6000	K4077725	3000
A967841A	2000	D6146334	1000	G2385693	1000	K4229916	1000
A9722192	3000	D629189A	1000	G2595345	1000	K4231368	3000
B0538340	1000	D6350071	1000	G2978937	2000	K4265793	1000
B1314071	1000	D6550607	4000	G3283541	1000	K4275101	1000
B2392076	1000	D6575960	1000	G3581712	1000	K4343492	2000
B3420561	2000	D6638725	7000	G3585696	1000	K4436385	1000
B4001260	1000	D6883134	12000	G3667935	1000	K4568370	1000
B4705640	2000	D6950176	1000	G3704431	1000	K4819381	1000
B7039404	2000	D7014377	2000	G3828297	1000	K4911431	1000
B717526A	4000	D7040505	1000	G4158309	2000	K504703A	1000
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B8810562	1000	D8576751	3000	G4740423	1000	K5341396	1000
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B9678331	1000	E0857711	2000	G5010070	2000	K561516A	1000
B995567A	1000	E1332108	3000	G5144093	4000	K5672341	1000
C2537298	1000	E1475812	1000	G520665A	1000	K5695384	1000
C2793936	2000	E1812479	1000	G5208067	1000	K5755360	1000
C2977832	1000	E1864932	1000	G5365235	1000	K5820812	1000
C3238561	1000	E1936267	3000	G5432056	1000	K5859808	1000
C3626774	1000	E2042871	2000	G5650649	1000	K5967430	1000
C3862494	1000	E213251A	1000	G5700050	1000	K6336221	1000
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C4442588	1000	E3052277	1000	G6196615	1000	K7116292	1000
C4656413	7000	E3172051	3000	G6270564	1000	K7330081	1000
C4751637	1000	E332725A	1000	G6381730	1000	K7505779	1000
C4811311	1000	E3461274	1000	G6457885	1000	K7558104	2000
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C5395966	7000	E3638220	7000	G6641031	1000	K8118957	1000
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C5937173	1000	E3893956	1000	G6885488	3000	K8977135	1000
C6022519	1000	E396912A	2000	G7023390	1000	K9231064	1000
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C6045764	1000	E4388791	1000	G8041910	1000	M1056943	1000
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C6297828	1000	E490448A	1000	G8144493	1000	M4597511	1000
C6618691	2000	E4938511	1000	G8230241	1000	M6120356	1000
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D0212955	1000	E6077661	7000	H0908497	1000	P0333135	1000
D0391353	4000	E6176023	1000	H3236368	1000	P0420925	1000
D0396320	1000	E6181868	1000	H3345027	1000	P2769151	1000
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D0564487	1000	E701096A	2000	H3580913	1000	P335334A	3000
D0691349	1000	E7137587	1000	H3635009	1000	P3944178	1000

Identification Document Number(s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number(s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number(s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number(s) 證件號碼	HKPO Shares Allocated 獲配發股份
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R1639810	1000						
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Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份
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A0055975	3000	D6232281	1000	G823803A	1000		
A0159940	1000	D6434674	1000	H014781A	1000		
A0727965	3000	D6469389	1000	H1214189	1000		
A1255404	2000	D6525734	1000	H3021671	1000		
A3596403	1000	D6552812	1000	H3257888	1000		
A3808435	1000	D6567348	6000	H4213884	1000		
A5023826	1000	D6845291	1000	H4364696	1000		
A5501132	4000	D7008873	1000	H4457015	2000		
A569531A	1000	D7035021	1000	K0775320	2000		
A6005651	1000	D7515538	1000	K0898511	1000		
A6739299	1000	D8032905	1000	K1216473	2000		
A811282A	2000	E0366661	1000	K1459260	2000		
A8814166	2000	E0949772	1000	K1681923	1000		
A8958842	3000	E0949780	1000	K2136074	1000		
A9426968	1000	E2273105	1000	K2477270	1000		
A9530420	2000	E2309711	1000	K2744414	4000		
A9574134	1000	E2365352	2000	K2938952	1000		
A9746547	1000	E2579190	1000	K3486222	1000		
A9995881	4000	E3137221	1000	K3559564	1000		
B1862346	4000	E3171047	1000	K3672239	1000		
B3770007	1000	E4107881	2000	K3685225	1000		
B4004170	1000	E4269458	1000	K4622782	1000		
B4070912	7000	E4564476	1000	K4648994	1000		
B4519030	1000	E523867A	1000	K5075297	7000		
B5164082	1000	E5347398	1000	K6367100	2000		
B8182197	2000	E5374980	1000	K6949584	1000		
B9180228	1000	E5522254	1000	K7123485	1000		
C0515939	1000	E6028032	1000	K8237751	1000		
C2224680	1000	E6643802	1000	K8283397	3000		
C3737134	2000	E6914385	1000	K8969647	1000		
C4864830	7000	E7200874	1000	K929998A	4000		
C4935371	2000	E7254974	1000	K9508449	2000		
C5055553	1000	E7928746	1000	P0269704	1000		
C5169966	2000	E8026878	1000	P4790328	1000		
C5520221	1000	E8275282	1000	P9100214	1000		
C597169A	1000	E8418962	1000	R2386274	1000		
D0065820	1000	E8512810	1000	T0018095	1000		
D0645592	2000	E8927859	1000	V0054976	1000		
D0689719	1000	E8977066	1000	V0340359	1000		
D1639812	1000	E9088338	4000	Y0056098	1000		
D1698738	12000	E9089903	2000	Y0111048	2000		
D1711408	1000	E9099607	1000	Y1620078	1000		
D1849116	2000	E9133554	3000	Y165939A	1000		
D2049369	2000	E9209070	1000	Y2224486	1000		
D2086280	1000	E9210087	1000	Y2316941	1000		
D2110025	1000	E9275774	4000	Y2328117	1000		
D2302161	1000	E9793643	1000	Y2593856	2000		
D2308526	1000	E9831197	1000	Y3782148	1000		
D2314917	1000	G0115591	1000	Y3818169	1000		
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Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份
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Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份
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Identification Document Number(s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number(s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number(s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number(s) 證件號碼	HKPO Shares Allocated 獲配發股份
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Identification Document Number(s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number(s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number(s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number(s) 證件號碼	HKPO Shares Allocated 獲配發股份
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Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份
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Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份
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Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份
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Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份
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Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份
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Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份
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Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份
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Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份
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Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份
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Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份	Identification Document Number (s) 證件號碼	HKPO Shares Allocated 獲配發股份
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## 發送／領取股票及退款

### 使用白色申請表格提出的申請

利用白色申請表格申請1,000,000股或以上香港發售股份，並已提供相關申請表格規定的所有資料的申請人，可於2018年3月23日（星期五）或本公司在報章上通知的其他日期上午九時正至下午一時正前往香港中央證券登記有限公司（地址為香港灣仔皇后大道東183號合和中心17樓1712-1716室）親自領取其退款支票及／或股票。倘申請人屬個人並合資格親身領取，則不得授權任何其他人士代為領取。申請人如屬公司並合資格派人領取，則須由其授權代表攜帶蓋有公司印鑑的公司授權書領取。個人及授權代表於領取時均須出示香港證券登記處接納的身份證明文件。

倘有關申請人並無於指定領取時限親自領取其股票及／或退款支票，而就以白色申請表格申請少於1,000,000股香港發售股份的申請人而言，其股票及／或退款支票將於2018年3月23日（星期五）或之前以平郵方式寄往其申請表格所示的地址，郵誤風險概由彼等自行承擔。

### 經白表eIPO服務提出的申請

透過白表eIPO服務申請1,000,000股或以上香港發售股份且申請全部或部分獲接納的申請人，可於2018年3月23日（星期五）或本公司通知的其他日期上午九時正至下午一時正前往香港中央證券登記有限公司（地址為香港灣仔皇后大道東183號合和中心17樓1712-1716室）親自領取其股票。倘有關申請人並無於指定領取時限親自領取其股票，就透過白表eIPO服務申請少於1,000,000股香港發售股份的申請人而言，其股票將於2018年3月23日（星期五）或之前以平郵方式寄往其申請表格所示的地址，郵誤風險概由彼等自行承擔。

倘申請人利用白表eIPO服務提出申請並以單一銀行賬戶繳交申請股款，則任何退款將於2018年3月23日（星期五）以電子退款指示形式發送到其銀行賬戶內。倘申請人利用白表eIPO服務提出申請並以多個銀行賬戶繳交申請股款，則任何退款將於2018年3月23日（星期五）或之前以退款支票形式以平郵方式寄往彼等申請指示所示地址，郵誤風險概由彼等自行承擔。

## 使用黃色申請表格及／或通過中央結算系統向香港結算發出電子認購指示提出的申請

倘申請人以**黃色**申請表格或透過中央結算系統向香港結算發出**電子認購指示**且有關申請全部或部分獲接納，則有關股票將以香港結算代理人名義發出，並於2018年3月23日（星期五）或（如出現變故）香港結算或香港結算代理人確定的任何其他日期存入中央結算系統，以供記存於彼等申請表格所示彼等的中央結算系統投資者戶口持有人股份戶口或彼等指定的中央結算系統參與者股份戶口。

倘申請人透過指定中央結算系統參與者（中央結算系統投資者戶口持有人除外）使用**黃色**申請表格或通過中央結算系統向香港結算發出**電子認購指示**提出申請，則應向該中央結算系統參與者查核獲分配的香港發售股份數目。

倘申請人以中央結算系統投資者戶口持有人身份，使用**黃色**申請表格或通過中央結算系統向香港結算發出**電子認購指示**提出申請，應查閱本公司刊發的公告，如有任何資料不符，須於2018年3月23日（星期五）下午五時正或香港結算或香港結算代理人確定的任何其他日期前，向香港結算報告。

倘申請人以中央結算系統投資者戶口持有人身份，使用**黃色**申請表格或通過中央結算系統向香港結算發出**電子認購指示**提出申請，亦可於緊隨香港發售股份存入其中央結算系統投資者戶口持有人股份戶口後，透過「結算通」電話系統及中央結算系統互聯網系統（利用不時有效的香港結算「投資者戶口操作簡介」所載程序）查核其最新戶口結餘。香港結算亦會向中央結算系統投資者戶口持有人提供一份列明已存入彼等股份戶口的香港發售股份數目的活動結單。

倘申請人透過中央結算系統向香港結算發出**電子認購指示**提出申請，在申請全部或部分未獲接納的情況下，退還的申請股款將於2018年3月23日（星期五）存入其指定銀行賬戶或其經紀或託管商的指定銀行賬戶。

經指定中央結算系統結算／託管商參與者提出申請的申請人，可於2018年3月23日（星期五）向彼等的經紀或託管商查詢應付彼等的退款金額。

以中央結算系統投資者戶口持有人身份透過中央結算系統向香港結算發出**電子認購指示**提出申請的申請人，可於2018年3月23日（星期五）透過「結算通」電話系統或中央結算系統互聯網系統，或於退款存入彼等的指定銀行賬戶後，於香港結算發出的活動結單中，查閱應付彼等的退款金額。

使用**黃色**申請表格申請1,000,000股或以上香港發售股份，並已提供相關申請表格規定的所有資料的申請人，可於2018年3月23日（星期五）或本公司在報章上通知的其他日期上午九時正至下午一時正前往香港中央證券登記有限公司（地址為香港灣仔皇后大道東183號合和中心17樓1712-1716室）親自領取其退款支票。倘申請人屬個人並合資格親身領取，則不得授權任何其他人士代為領取。申請人如屬公司並合資格派人領取，則須由其授權代表攜帶蓋有公司印鑑的公司授權書領取。個人及授權代表於領取時均須出示香港證券登記處接納的身份證明文件。

倘有關申請人未有於指定領取時限親自領取退款支票，而就以**黃色**申請表格申請少於1,000,000股香港發售股份的申請人而言，其退款支票將於2018年3月23日（星期五）或之前以平郵方式寄往彼等申請表格所示的地址，郵誤風險概由彼等自行承擔。

本公司不會發出任何臨時所有權文件，亦不就收取的申請股款發出收據。股票僅於(i)全球發售在各方面成為無條件；及(ii)招股章程「包銷－包銷安排及開支－香港公開發售－終止理由」一節所述的終止權利未獲行使的情況下，方於2018年3月26日（星期一）上午八時正成為有效的所有權證書。更多詳情，請參閱招股章程「如何申請香港發售股份」一節。

## 公眾持股量

緊隨全球發售完成後，公眾人士將持有本公司已發行股本總額至少25%（假設並無行使超額配股權且並無計及因行使根據購股權計劃授出的購股權而將予發行的任何股份），符合上市規則第8.08條的規定。

## 開始買賣

股票僅於(i)全球發售在各方面成為無條件及(ii)招股章程「包銷－包銷安排及開支－香港公開發售－終止理由」一節所述的終止權利未獲行使的情況下，方於2018年3月26日（星期一）上午八時正成為有效的所有權證書。

本公司不會就發售股份發出臨時所有權文件，亦不就收取的申請股款發出收據。

假設全球發售於2018年3月26日（星期一）上午八時正在各方面成為無條件，預期股份將於2018年3月26日（星期一）上午九時正起開始於聯交所買賣。股份將以每手1,000股買賣。股份的股份代號為02779。

承董事會命  
中國新華教育集團有限公司  
主席  
吳俊保

香港，2018年3月23日

於本公告日期，執行董事為陸真先生、王永凱先生及王麗女士；非執行董事為吳俊保先生；以及獨立非執行董事為張可君女士、Yang Zhanjun先生及鄒國強先生。