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枫叶教育

## China Maple Leaf Educational Systems Limited

中國楓葉教育集團有限公司\*

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 1317)**

### POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 22 JANUARY 2020

At the annual general meeting (the “AGM”) of China Maple Leaf Educational Systems Limited (the “Company”) held on 22 January 2020, all the proposed resolutions as set out in the notice of the AGM dated 18 December 2019 were taken by poll. The poll results are as follows:

| Ordinary Resolutions |  | Number of Votes<br>(Approximate %) |                       |
|----------------------|--|------------------------------------|-----------------------|
|                      |  | For                                | Against               |
| 1.                   | To receive the audited consolidated financial statements of the Company and the reports of the directors (the “Directors”) and auditors for the year ended 31 August 2019. | 1,919,808,337<br>(100%)            | 0<br>(0%)             |
| 2.                   | To declare a final dividend of HK\$5.6 cents per share for the year ended 31 August 2019.  | 1,919,808,337<br>(100%)            | 0<br>(0%)             |
| 3(a).                | To re-elect Mr. Shu Liang Sherman Jen as Executive Director.   | 1,904,140,146<br>(99.18%)          | 15,668,191<br>(0.82%) |
| 3(b).                | To re-elect Mr. Howard Robert Balloch as Non-executive Director.   | 1,915,496,163<br>(99.78%)          | 4,312,174<br>(0.22%)  |
| 3(c).                | To re-elect Mr. Peter Humphrey Owen as Independent Non-executive Director.   | 1,919,808,337<br>(100%)            | 0<br>(0%)             |

\* For identification purpose only

| Ordinary Resolutions |   | Number of Votes<br>(Approximate %) |                        |
|----------------------|---|------------------------------------|------------------------|
|                      |   | For                                | Against                |
| 3(d).                | To re-elect Mr. Alan Shaver as Independent Non-executive Director.  | 1,919,808,337<br>(100%)            | 0<br>(0%)              |
| 3(e).                | To authorize the board of directors (the “ <b>Board</b> ”) to fix the respective directors’ remuneration.   | 1,919,808,337<br>(100%)            | 0<br>(0%)              |
| 4.                   | To re-appoint Deloitte Touche Tohmatsu as auditors and to authorize the Board to fix their remuneration.  | 1,919,808,337<br>(100%)            | 0<br>(0%)              |
| 5.                   | To give a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company as at the date of passing of this resolution.                            | 1,919,808,337<br>(100%)            | 0<br>(0%)              |
| 6.                   | To give a general mandate to the Directors to issue, allot and deal with additional shares of the Company not exceeding 20% of the total number of issued shares of the Company as at the date of passing of this resolution. | 1,798,149,263<br>(93.66%)          | 121,659,074<br>(6.34%) |
| 7.                   | To extend the general mandate granted to the Directors to issue, allot and deal with additional shares in the capital of the Company by the aggregate number of the shares repurchased by the Company.                        | 1,799,263,006<br>(93.72%)          | 120,545,331<br>(6.28%) |

*Notes:*

- (a) As a majority of the votes were cast in favour of each of the resolutions numbered 1 to 7, all resolutions were duly passed as ordinary resolutions.
- (b) As at the date of the AGM, the total number of shares of the Company in issue was 2,995,320,920 shares.
- (c) The total number of shares of the Company entitling the holder to attend and vote on the resolutions at the AGM was 2,995,320,920 shares.
- (d) There were no shares entitling the holder to attend and abstain from voting in favour of the resolutions at the AGM as set out in rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).
- (e) No shareholder of the Company was required under the Listing Rules to abstain from voting on any of the resolutions at the AGM.
- (f) None of the shareholders of the Company have stated their intention in the Company’s circular dated 18 December 2019 to vote against or to abstain from voting on any of the resolutions at the AGM.

- (g) The Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.

By Order of the Board  
**China Maple Leaf Educational Systems Limited**  
**Shu Liang Sherman Jen**  
*Chairman and Chief Executive Officer*

Hong Kong, 22 January 2020

*As at the date of this announcement, the Board comprises Mr. Shu Liang Sherman Jen, Ms. Jingxia Zhang and Mr. James William Beeke as Executive Directors; Mr. Howard Robert Balloch as Non-executive Director; and Mr. Peter Humphrey Owen, Mr. Alan Shaver and Mr. Lap Tat Arthur Wong as Independent Non-executive Directors.*