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## **Chen Lin Education Group Holdings Limited**

**辰林教育集團控股有限公司**

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

**(Stock Code: 1593)**

### **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** an extraordinary general meeting of Chen Lin Education Group Holdings Limited (the “**Company**”) will be held at Unit 2503, 25th Floor, Office Tower 1, The Harbourfront, Hung Hom, Kowloon, Hong Kong on Monday, 30 January 2023 at 3:30 p.m. (the “**Extraordinary General Meeting**”) to transact the following businesses:

#### **ORDINARY RESOLUTION**

1. “**THAT**

- (a) the proposed amendments (the “**Proposed Amendments**”) to the restricted share unit scheme of the Company currently in force (the “**Restricted Share Unit Scheme**”) as set out in Appendix I to the circular of the Company dated 6 January 2023 be and are hereby approved and adopted, and the Directors be and are hereby authorised to do all things necessary to implement the adoption of the Proposed Amendments to the Restricted Share Unit Scheme; and
- (b) the amended Restricted Share Unit Scheme which incorporates all of the Proposed Amendments, a copy of which has been produced to this meeting and signed by the chairman of this meeting for identification purpose be and is hereby approved and adopted in substitution for, and to the exclusion of, the Restricted Share Unit Scheme with immediate effect after the close of this meeting.”

By order of the Board  
**Chen Lin Education Group Holdings Limited**  
**HUANG Yulin**  
*Chairman*

Hong Kong, 6 January 2023

*Notes:*

1. For the purpose of determining the identity of the shareholders entitled to attend and vote at the Extraordinary General Meeting, the register of members of the Company will be closed from Friday, 20 January 2023 to Monday, 30 January 2023, both days inclusive, during which period no transfer of Shares will be effected. In order to qualify for attending and voting at the Extraordinary General Meeting, all properly completed transfer forms accompanied by the relevant certificates must be lodged with the Company's branch Shares registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Thursday, 19 January 2023.
2. A member of the Company entitled to attend and vote at the Extraordinary General Meeting is entitled to appoint one or, if he is the holder of two or more shares, more proxies to attend and vote instead of him. A proxy need not be a member of the Company.
3. In order to be valid, the form of proxy must be in writing under the hand of the appointor or of his attorney duly authorized in writing, or if the appointor is a corporation, either under seal, or under the hand of an officer or attorney or other person duly authorized, and must be deposited with the Company's Hong Kong share registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (together with the power of attorney or other authority, if any, under which it is signed or a certified copy thereof) not less than 48 hours before the time fixed for holding of the Extraordinary General Meeting.

*As at the date of this notice, the Board comprises Mr. Huang Yulin, Mr. Yang Ruichen, Mr. Liu Chunbin, Mr. Wang Li, Ms. Gan Tian and Mr. Wang Shenghua as executive Directors, Mr. Li Cunyi as non-executive Director and Mr. Sy Lai Yin, Sunny, Mr. Chen Wanlong, Mr. Huang Juyun and Mr. Wang Donglin as independent non-executive Directors.*