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China Education Group Holdings Limited
中國教育集團控股有限公司

(incorporated in the Cayman Islands with limited liability and carrying on business in Hong Kong as "ChinaEdu中教常春藤")

(Stock Code: 839)

GRANT OF SHARE OPTIONS TO EMPLOYEES

This announcement is made pursuant to Rule 17.06A of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**").

The board of directors (the "**Board**") of China Education Group Holdings Limited (the "**Company**") announces that on 16 December 2019, the Company granted 400,000 share options to certain eligible participants (the "**Grantees**") under the Post-IPO share option scheme of the Company adopted on 29 November 2017, subject to the acceptance of the Grantees.

The Grantees include certain key management employees of the schools the Company operates, but do not include any director, chief executive or substantial shareholder of the Company, or any of their respective associate(s) (as defined in the Listing Rules). Vesting of the share options is subject to the Grantee meeting certain minimum target(s) in employee performance appraisal.

The purpose of the grant of share options to the Grantees is to provide incentives to the Grantees to perform their best in achieving the Company's strategy of increasing shareholder value through sustainable revenue and earnings growth, while at the same time allowing the Grantees to share the fruits of the Company's business achieved through their effort and contribution.

The share options shall entitle the Grantees to subscribe for a total of 400,000 new ordinary shares of the Company. A summary of such grant is set out below:

Date of grant	:	16 December 2019
Exercise price of share options granted	:	HK$10.76
Number of share options granted	:	400,000 share options
Closing price of the shares on the date of grant	:	HK$10.76
Validity period of the share options	:	10 years from 16 December 2019 to 15 December 2029
Vesting period	:	1st anniversary of date of grant: 10% 2nd anniversary of date of grant: 15% 3rd anniversary of date of grant: 20% 4th anniversary of date of grant: 25% 5th anniversary of date of grant: 30%

By order of the Board
China Education Group Holdings Limited
Yu Guo Xie Ketao
Co-Chairmen

Hong Kong, 16 December 2019

As at the date of this announcement, the executive directors of the Company are Mr. Yu Guo, Mr. Xie Ketao, Dr. Yu Kai and Ms. Xie Shaohua, and the independent non-executive directors of the Company are Dr. Gerard A. Postiglione, Dr. Rui Meng and Dr. Wu Kin Bing.