中教控股
CHINA EDUCATION GROUP

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)

MAJOR TRANSACTION
EXPECTED DISPATCH DATE OF CIRCULAR

Reference is made to the announcements of China Education Group Holdings Limited (the "**Company**") dated 7 August 2020, 13 August 2020 and 17 September 2020 (the "**Announcements**") in respect of, among other things, the major transaction in relation to the Acquisitions, for which the Company has obtained written Shareholders' approval from the Controlling Shareholders. Unless otherwise stated, capitalised terms used herein have the meanings ascribed thereto in the Announcements.

As more time is required to prepare the consolidated financial statements of the Target Group, the circular (for information purposes only) is expected to be dispatched to the Shareholders on or before 31 December 2020 and accordingly the Company has obtained a waiver from the Stock Exchange from strict compliance with Rule 14.41(a) of the Listing Rules.

As disclosed in the Announcements, the Acquisitions pursuant to the terms and conditions of the Sale and Purchase Agreements have been completed on 16 September 2020.

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

Hong Kong, 28 October 2020

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.