

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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)

(1) DELAY IN PUBLICATION OF THE ANNUAL RESULTS FOR THE YEAR ENDED 31 AUGUST 2023; (2) POSTPONEMENT OF BOARD MEETING; AND (3) SUSPENSION OF TRADING

This announcement is made by Chen Lin Education Group Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”), pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (the “**Listing Rules**”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (“**SFO**”) (Chapter 571 of the Laws of Hong Kong).

DELAY IN PUBLICATION OF THE ANNUAL RESULTS FOR THE YEAR ENDED 31 AUGUST 2023

Pursuant to Rule 13.49(1) of the Listing Rules, the Company is required to publish an announcement for the annual results of the Group for the financial year ended 31 August 2023 (the “**Year**” and the “**2023 Annual Results**”, respectively) on a date not later than three months after the end of the financial year of the Company, namely, on or before 30 November 2023. Under Rule 13.49(2) of the Listing Rules, the preliminary announcement in relation to the 2023 Annual Results shall be based on the Group’s consolidated financial statements for the Year, which shall be agreed with the auditor of the Company (the “**Auditor**”).

As at the date of this announcement, the Company is still in the process of finalizing the 2023 Annual Results with the Auditor. As a result, the board of directors of the Company (the “**Directors**” and the “**Board**”), would like to inform the shareholders (the “**Shareholders**”) and potential investors of the Company that the Company will not be able to publish the 2023 Annual results on 30 November 2023 in accordance with the requirements under Rules 13.49(1) and (2) of the Listing Rules (the “**Delay**”).

Pursuant to the written letter provided to the audit committee of the Company by the Auditor on 29 November 2023, the Delay was caused by the following reasons:

- (i) outstanding external audit confirmation letters: as of the date of this announcement, the Auditor is awaiting certain external audit confirmation letters from independent third parties. The audit confirmation letters are expected to be received by the Auditors by 8 December 2023; and
- (ii) first-year and late engagement: the workload is notably substantial for the Year due to the circumstance of being the first year in which the Company engaged the Auditor to perform the audit work. The Auditor was engaged late on 26 July 2023, thereby only limited time was available for the Auditor and other external experts engaged by the Auditor to conduct their work, which also entailed the technical department of the Auditor to require additional time to review and approve the work conducted by the Auditor.

Save for the abovementioned reasons, the Company is not aware of any other circumstances which led to the Delay and there are no disagreements between the Company and the Auditor in relation to the Delay and the audit work for the Year.

Rule 13.49(3) of the Listing Rules provides that where a listed issuer is unable to issue its preliminary results in accordance with the requirements under Rules 13.49(1) and (2) of the Listing Rules, it must announce its results based on the financial results that have yet to be agreed with the Auditor (so far as the information is available). The Board, after due and careful consideration, is of the view that it would not be appropriate for the Company to publish the unaudited management accounts of the Group for the Year, which are subject to audit and any further adjustments at this stage, as such information may confuse or mislead the Shareholders and potential investors of the Company.

The Board and the management of the Company will continue to work closely with the Auditor so as to facilitate the completion of the remaining audit procedures and to publish the 2023 Annual Results as soon as practicable. As of the date of this announcement, based on the information currently available to the Company, the 2023 Annual Results is expected to be published on or before 15 December 2023.

POSTPONEMENT OF BOARD MEETING

As disclosed in the announcement of the Company dated 20 November 2023, the meeting of the Board (the “**Board Meeting**”) was originally determined to be held on 30 November 2023 for the purposes of, among other matters, considering and approving the annual results of the Group for the Year and its publication and considering the recommendation of payment of a final dividend (if any). Due to the Delay, the Board Meeting will be postponed. Save as disclosed above, as at the date of this announcement, the Company does not possess any other inside information which is required to be disclosed under the Listing Rules.

SUSPENSION OF TRADING

Pursuant to Rule 13.50 of the Listing Rules, if an issuer fails to publish periodic financial information in accordance with the Listing Rules, the Stock Exchange will normally require suspension of trading in an issuer's securities and the suspension will normally remain in force until the issuer publishes an announcement containing the requisite financial information. Accordingly, trading in the shares of the Company on the Stock Exchange is currently expected to be suspended with effect from 9:00 a.m. on Friday, 1 December 2023 pending the publication of the 2023 Annual Results by the Company.

The Company will make further announcement(s) for the date of Board meeting and any updates as and when appropriate in accordance with the Listing Rules and the SFO.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.

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

Hong Kong, 30 November 2023

As at the date of this announcement, 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.