

Leader Education Limited 立德教育股份有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1449)

REVISED FORM OF PROXY FOR USE AT ANNUAL GENERAL MEETING

I/We (Name) _____ (Block capitals)

of (Address) _____

being the holder(s) of _____ (see Note 1) shares of US\$0.01 each in

the capital of Leader Education Limited (the “Company”) hereby appoint (Name) _____

(Block capitals) of (Address) _____

or failing him/her (Name) _____ (Block capitals) of

(Address) _____

or failing him/her, the chairman of the meeting (see Note 2) as my/our proxy to attend and vote for me/us and on my/our behalf at the annual general meeting of the Company to be held at Meeting Room, 7/F, First Teaching Building, Heilongjiang College of Business and Technology, No. 33 Quying Street, Xueyuan Road, Limin Development Zone, Harbin City, Heilongjiang Province, China at 3:30 p.m. on 23 February 2024 (the “AGM”) and at any adjournment thereof and on any resolution or motion which is proposed there at. My/our proxy is authorised and instructed to vote as indicated (see Note 3) in respect of the undermentioned resolutions:

ORDINARY RESOLUTIONS (see Note 3)		FOR (see Note 3)	AGAINST (see Note 3)
1.	To receive and approve the audited consolidated financial statements, the reports of the directors (the “Directors”) and the auditors of the Company for the year ended 31 August 2023.		
2.	Each as a separate resolution:		
	(i) To re-elect Mr. Wang Yunfu as an executive Director of the Company.		
	(ii) To re-elect Mr. Che Wenge as an executive Director of the Company.		
	(iii) To re-elect Mr. Zhang Su as an independent non-executive Director of the Company.		
3.	To authorise the board of Directors (the “Board”) to fix the remuneration of the Directors.		
4.	To re-appoint Ernst & Young as the auditors of the Company and authorise the Board to fix their remuneration.		
5.	To grant a general mandate to the Directors to issue new shares of the Company.		
6.	To grant a general mandate to the Directors to buy back shares of the Company.		
7.	To extend the general mandate to issue new shares by adding the number of shares bought back.		
SPECIAL RESOLUTION (see Note 3)		FOR (see Note 3)	AGAINST (see Note 3)
8.	To approve the proposed amendments to the existing second amended and restated articles of association of the Company and the adoption of the new third amended and restated articles of association of the Company, the details of which are set out in the supplemental circular of the Company dated 1 February 2024.		

Dated this _____ day of _____, 20 ____

Signature(s) _____ (see Note 5)

Notes:

- Please insert the number of shares registered in your name(s); if no number is inserted, this revised form of proxy (the “Revised Proxy Form”) will be deemed to relate to all the shares in the capital of the Company registered in your name(s).
- A member may appoint more than one proxy of his/her own choice. If such an appointment is made, strike out the words “or failing him/her, the chairman of the meeting”, and insert the name(s) of the person(s) appointed as proxy in space provided. Any alteration made to this Revised Proxy Form must be initialled by the person who signs it.
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, PLEASE TICK THE BOX MARKED “For”. IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, PLEASE TICK THE BOX MARKED “Against”. Failure to tick a box will entitle your proxy to cast your vote at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.
- This Revised Proxy Form must be signed by you or your attorney duly authorised in writing, or, in the case of a corporation, must be either under its common seal or under the hand of an officer duly authorised.
- In the case of joint holders, the signature of any one holder will be sufficient but the names of all the joint holders should be stated. Where there are joint holders of any share of the Company, any one of such joint holders may vote at the meeting, either in person or by proxy, in respect of such share as if he/she were solely entitled thereto, but if more than one of such joint holders be present at the meeting, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined as that one of the said persons so present whose name stands first on the register in respect of such share shall alone be entitled to vote in respect thereof.
- To be valid, this Revised Proxy Form must be completed, signed and deposited at the Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, together with the power of attorney or other authority (if any) under which it is signed (or a notarially certified copy thereof), not less than 48 hours before the time appointed for holding the meeting or not less than 48 hours before the time appointed for holding any adjournment thereof (i.e. not later than 3:30 p.m. on 21 February 2024) (the “Closing Time”). The completion and return of the Revised Proxy Form shall not preclude shareholders of the Company from attending and voting in person at the above meeting (or any adjourned meeting thereof) if they so wish.
- A Shareholder who has not yet lodged the form of proxy despatched on 22 December 2023 (the “First Proxy Form”) with the Company’s Hong Kong branch share registrar is requested to lodge this Revised Proxy Form if he/she wishes to appoint proxy(ies) to attend and vote at the AGM on his/her behalf. In this case, the First Proxy Form should not be lodged with the Company’s Hong Kong branch share registrar.
- A Shareholder who has already lodged the First Proxy Form with the Company’s Hong Kong branch share registrar should take note of the following:
 - if no Revised Proxy Form is lodged with the Company’s branch share registrar in Hong Kong, the First Proxy Form, if correctly completed, will be treated as a valid proxy form lodged by the Shareholder. The proxy so appointed by the Shareholder will be entitled to vote at his/her discretion or to abstain from voting on any resolution properly put to the AGM, including the additional proposed resolution as set out in the supplemental circular and the supplemental notice of the AGM dated 1 February 2024;
 - if the Revised Proxy Form is lodged with the Company’s branch share registrar in Hong Kong before the Closing Time, the Revised Proxy Form, if correctly completed, will revoke and supersede the First Proxy Form previously lodged by him/her. The Revised Proxy Form will be treated as a valid proxy form lodged by the Shareholder; and
 - if the Revised Proxy Form is lodged with the Company’s branch share registrar in Hong Kong after the Closing Time, or if lodged before the Closing Time but incorrectly completed, the proxy appointment under the Revised Proxy Form will be invalid. The proxy so appointed by the Shareholder under the First Proxy Form, if correctly completed, will be entitled to vote in the manner as mentioned in (i) above as if no Revised Proxy Form was lodged with the Company’s branch share registrar in Hong Kong.
- A proxy need not be a shareholder of the Company.

PERSONAL INFORMATION COLLECTION STATEMENT

“Personal Data” in this statement has the same meaning as “personal data” defined in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong (“PDPO”), which include your and your proxy’s name and address. Your supply of the Personal Data is on a voluntary basis and for the purpose of processing your instructions as stated in this Revised Proxy Form (the “Purposes”). If you fail to supply sufficient information, the Company may not be able to process your instructions. The Company may disclose or transfer the Personal Data to its subsidiaries, its Share Registrar and/or third party service provider who provides administrative, computer and other services to the Company for use in connection with the Purposes and to such parties who are authorised by law to request the information or are otherwise relevant for the Purposes and need to receive the information. The Personal Data will be retained for such period as may be necessary to fulfil the Purposes (including for verification and record purposes). Request for access to and/or correction of the Personal Data can be made in accordance with the provisions of the PDPO and any such request should be in writing and sent to the Privacy Compliance Officer of Tricor Investor Services Limited at the above address.