

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.

读书郎

Readboy Education Holding Company Limited

讀書郎教育控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2385)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 30 MAY 2024

Reference is made to the circular of Readboy Education Holding Company Limited (the “**Company**”) dated 25 April 2024 (the “**Circular**”). Unless the context otherwise defines, capitalized terms used herein shall have the same meanings as those defined in the Circular.

At the AGM held on 30 May 2024, poll voting was demanded by the chairman of the AGM for voting on all the proposed resolutions, as set out in the notice of AGM dated 25 April 2024.

As at the date of the AGM, the total number of issued shares of the Company was 352,000,000 Shares with a par value of HKD0.001 each, which was the total number of Shares entitling the holders to attend and vote on the resolutions at the AGM. The Trustee of the Share Award Scheme shall abstain from voting all 19,793,600 unvested Shares held by it under the Share Award Scheme on any matter that require Shareholders’ approval under the Listing Rules unless otherwise required by law to vote in accordance with the beneficial owner’s direction and such a direction is given. Therefore, the Trustee has abstained from voting on all the resolutions proposed at the AGM.

To the best knowledge, information and belief of the Board, save as disclosed above, there were no shares of the Company entitling the holders to attend and abstain from voting in favour of any resolution at the AGM as set out in Rule 13.40 of the Listing Rules. Save as disclosed above, no Shareholders were required to abstain from voting on any of the resolutions at the AGM under the Listing Rules, and no person has indicated in the Circular that it/he/she intends to vote against or to abstain from voting on any of the resolutions at the AGM.

The AGM was chaired by Mr. Qin Shuguang, the chairman of the Board. All of the members of the Board attended the AGM in person.

The Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking. The poll results in respect of the resolutions proposed at the AGM were as follows:

ORDINARY RESOLUTIONS		No. of Votes (%)	
		For	Against
1.	To consider and receive the audited consolidated financial statements of the Company and the reports of the directors and of the auditors for the year ended 31 December 2023.	30,901,529 (100%)	0 (0%)
2.	(a) To re-elect Mr. Deng Denghui as an executive director of the Company.	30,901,529 (100%)	0 (0%)
	(b) To re-elect Mr. Shen Jianfei as a non-executive director of the Company.	30,901,529 (100%)	0 (0%)
	(c) To re-elect Ms. Kong Fanhua as an independent non-executive director of the Company.	30,901,529 (100%)	0 (0%)
	(d) To authorise the board of directors of the Company to fix the directors' remuneration.	30,901,529 (100%)	0 (0%)
3.	To re-appoint Ernst & Young as auditors of the Company and to approve their remuneration.	30,901,529 (100%)	0 (0%)
4.	To grant a general mandate to the directors to repurchase the shares of the Company not exceeding 10% of the total number of shares of the Company in issue as at the date of the Meeting.	30,901,529 (100%)	0 (0%)
5.	To grant a general mandate to the directors to allot, issue and deal with the shares of the Company not exceeding 20% of the total number of shares of the Company in issue as at the date of the Meeting.	30,901,529 (100%)	0 (0%)
6.	To extend, conditional upon the passing of resolutions 4 and 5, the total number of shares of the Company repurchased under resolution 4 to the mandate granted to the directors under resolution 5.	30,901,529 (100%)	0 (0%)
SPECIAL RESOLUTION		No. of Votes (%)	
		For	Against
7.	To approve the proposed amendments to the amended and restated articles of association of the Company (the " Proposed Amendments ") and to adopt the second amended and restated memorandum and articles of association of the Company incorporating and consolidating all the Proposed Amendments in substitution for, and to the exclusion of, the amended and restated memorandum and articles of association of the Company.	30,901,529 (100%)	0 (0%)

As more than 50% of votes were casted in favour of each of the above ordinary resolutions numbered 1 to 6, and more than three-fourths of the votes were cast in favour of the special resolution numbered 7, all of the above ordinary resolutions and special resolution were duly passed by the Shareholders at the AGM.

By order of the Board
Readboy Education Holding Company Limited
Qin Shuguang
Chairman and Chief Executive Director

Hong Kong, 30 May 2024

As of the date of this announcement, the Board comprises Mr. Qin Shuguang, Ms. Liu Zhilan and Mr. Deng Denghui as executive Directors; Mr. Chen Zhiyong and Mr. Shen Jianfei as non-executive Directors; and Mr. Li Xinshou, Ms Kong Fanhua and Prof. Li Renfa as independent non-executive Directors.