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SDM Education Group Holdings Limited

SDM教育集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8363)

INSIDE INFORMATION

(1) UPDATE ON DELAY IN PUBLICATION OF THE 2024 ANNUAL RESULTS ANNOUNCEMENT; AND (2) CONTINUED SUSPENSION OF TRADING

This announcement is made by the board (the “**Board**”) of directors (the “**Directors**”) of SDM Education Group Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 17.10 of the Rules (the “**GEM Listing Rules**”) Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the Inside Information Provisions (as defined in the GEM Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the announcements of the Company dated 30 September 2024 regarding, among other things, the delay in publication of the 2024 Annual Results Announcement and the suspension of trading in the shares of the Company on the Stock Exchange from 9:00 a.m. on 2 October 2024 (the “**Announcement**”). Unless otherwise defined, capitalized terms used herein shall have the same meanings as those defined in the Announcement.

UPDATE ON DELAY IN PUBLICATION OF THE 2024 ANNUAL RESULTS ANNOUNCEMENT

The Board wishes to inform the shareholders of the Company (the “**Shareholders**”) that the Company is still in the course of finalising its consolidated financial statements for the period from 1 January 2023 to 30 June 2024 (the “**Consolidated Financial Statements**”), and addressing requests from the auditors of the Company (the “**Auditors**”) and conduct relevant audit procedures as mentioned in the Announcement.

According to the preliminary review of the unaudited Consolidated Financial Statements and information currently available to the Board, the Group is likely to recognise a significant one-off gain on disposal of subsidiaries amounted to not less than HK\$60 million for the eighteen months ended 30 June 2024. The subsidiaries that are being disposed were previously engaged in education business in Australia. These businesses have been discontinued by the Group during the year ended 31 December 2021.

The Company is still in the process of finalising the financial results of the Group for the eighteen months ended 30 June 2024. The information contained in this announcement is only based on the preliminary review and analysis of the latest unaudited Consolidated Financial Statements and the information currently available to the Group and is not based on any figures or information audited or reviewed by the Auditors, and may be subject to amendments. As such, the above information is provided for the Shareholders' and potential investors' reference only.

Based on the information currently available to the Company, the Board estimates on a best effort basis that the 2024 Annual Results Announcement will be published on or before Thursday, 31 October 2024.

CONTINUED SUSPENSION OF TRADING

Trading in the shares of the Company on the Stock Exchange has been suspended with effect from 9:00 a.m. on 2 October 2024, and will remain suspended until further notice pending, among other matters, the publication of the 2024 Annual Results Announcement.

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

By Order of the Board
SDM Education Group Holdings Limited
Chiu Ka Lok
Chairman

Hong Kong, 3 October 2024

As at the date of this announcement, the executive Directors are Mr. Chiu Ka Lok, Mr. Chun Chi Ngon Richard and Dr. Chun Chun, the non-executive Directors are Ms. Yeung Siu Foon and Mr. Sun Banggui and the independent non-executive Directors are Dr. Kao Ping Suen, Mr. Chak Chi Shing and Mr. Sek Sing Chor.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain at www.hkexnews.hk on the “Latest Listed Company Information” page of the Stock Exchange’s website for at least 7 days from the date of its posting and on the Company website at www.sdm.hk.