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Minsheng Education Group Company Limited

民生教育集团有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1569)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 26 JUNE 2017

At the annual general meeting (the “**AGM**”) of Minsheng Education Group Company Limited (the “**Company**”) held on 26 June 2017, all the proposed resolutions as set out in the notice of the AGM dated 27 April 2017 were taken by way of poll.

As at the date of the AGM, the total number of issued shares of the Company was 4,017,720,000 shares, which was the total number of shares entitling the holders to attend and vote for or against the resolutions proposed at the AGM. 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 Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). No shareholder of the Company was required to abstain from voting on any of the resolutions at the AGM under the Listing Rules. No person has indicated in the circular of the Company dated 27 April 2017 that it/he/she intends to vote against or to abstain from voting on any of the resolutions at the AGM.

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. All the resolutions were approved by the shareholders of the Company. The poll results in respect of the respective resolutions proposed at the AGM were as follows:

Ordinary Resolutions		Number of votes (%)	
		For	Against
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and auditor for the year ended 31 December 2016.	3,048,494,010 100.000000%	0 0.000000%

Ordinary Resolutions			Number of votes (%)	
			For	Against
2.	(a)	To re-elect the following retiring directors of the Company:		
		(i) Mr. Li Xuechun	3,048,494,010 100.000000%	0 0.000000%
		(ii) Ms. Zhang Weiping	3,048,494,010 100.000000%	0 0.000000%
	(iii) Mr. Lam Ngai Lung	3,048,494,010 100.000000%	0 0.000000%	
	(b)	To authorise the board of directors of the Company (the “ Board ”) to fix the remuneration of the directors of the Company.	3,026,964,010 99.293750%	21,530,000 0.706250%
3.		To re-appoint Ernst & Young as auditor of the Company and to authorise the Board to fix its remuneration.	3,048,494,010 100.000000%	0 0.000000%
4.	(A)	To grant a general mandate to the directors of the Company to allot, issue and deal with additional shares not exceeding 20% of the total number of issued shares of the Company.	3,000,002,010 98.409313%	48,492,000 1.590687%
	(B)	To grant a general mandate to the directors of the Company to repurchase shares not exceeding 10% of the total number of issued shares of the Company.	3,048,494,010 100.000000%	0 0.000000%
	(C)	To extend the authority given to the directors of the Company pursuant to ordinary resolution no. 4(A) to issue additional shares by adding the number of shares repurchased under ordinary resolution no. 4(B).	3,000,002,010 98.409313%	48,492,000 1.590687%

Please refer to the notice of AGM dated 27 April 2017 for the full text of the resolutions proposed at the AGM.

As more than 50% of votes were casted in favour of each of the ordinary resolutions proposed at the AGM, all resolutions proposed at the AGM were duly passed as ordinary resolutions.

By order of the Board
Minsheng Education Group Company Limited
Li Xuechun
Chairman

Hong Kong, 26 June 2017

As at the date of this announcement, the executive directors of the Company are Mr. Li Xuechun, Ms. Zhang Weiping, Mr. Zuo Yichen and Mr. Lam Ngai Lung and the independent non-executive directors of the Company are Mr. Chan Ngai Sang, Kenny, Mr. Yu Huangcheng and Mr. Wang Wei Hung, Andrew.