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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)

DESPATCH OF CIRCULAR

MAJOR TRANSACTION

THE ACQUISITION OF 51% OF THE ISSUED SHARE CAPITAL OF LEED INTERNATIONAL EDUCATION GROUP INC.

AND

COMMENCEMENT OF THE ENTRUSTED ARRANGEMENT

AND

ENTITLEMENT OF 100% NET PROFITS OF DIANCHI COLLEGE

Reference is made to the announcement dated 21 August 2018 (the “**Announcement**”) issued by Minsheng Education Group Company Limited (民生教育集团有限公司) (the “**Company**”) in relation to the (i) acquisition of 51% of the issued share capital of Leed International Education Group Inc. (“**Leed International**”); (ii) commencement of the entrusted arrangement; and (iii) entitlement of 100% net profits of Dianchi college by Minsheng Vocational Education Company Limited (“**Minsheng Vocational**”), a wholly-owned subsidiary of the Company. Unless otherwise stated, terms defined in the Announcement shall have the same meanings when used in this announcement.

As disclosed in the Announcement, a circular containing, among other things, (i) details of the Share Purchase Agreement and the transactions contemplated thereunder; (ii) financial information of the Group; and (iii) financial information of Leed International (the “**Circular**”), shall be despatched on or before 11 September 2018.

The Company has applied to the Stock Exchange for a waiver from strict compliance with Rule 14.41(a) of the Listing Rules and has obtained the approval from the Stock Exchange as the Company requires additional time to (i) seek further legal advice regarding the relevant laws and regulations of the PRC relating to the Acquisition; (ii) allow for the completion of the relevant audit procedures of the auditors regarding the financial information of Leed International and prepare the disclosure of such financial information to be included in the Circular. The Circular is expected to be despatched to the Shareholders on or before 31 October 2018.

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

Hong Kong, 11 September 2018

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