

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.



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 22 MAY 2019**

At the annual general meeting (the “AGM”) of Minsheng Education Group Company Limited (the “Company”) held on 22 May 2019, all the proposed resolutions as set out in the notice of the AGM dated 16 April 2019 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 resolutions proposed 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 proposed at the AGM under the Listing Rules. No person has indicated in the circular of the Company dated 16 April 2019 that it/he/she intends to vote against or to abstain from voting on any of the resolutions proposed 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 proposed resolutions were approved by the shareholders of the Company. The poll results in respect of the respective resolutions proposed at the AGM were as follow:

| 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 independent auditor for the year ended 31 December 2018. | 3,006,710,082 100.00% | 0 0.00% |
| 2. | (a) To re-elect the following retiring directors of the Company: | | |
| | (i) Mr. Li Xuechun | 3,006,022,082 99.98% | 688,000 0.02% |
| | (ii) Ms. Zhang Weiping | 3,006,710,082 100.00% | 0 0.00% |
| | (iii) Mr. Wang Wei Hung, Andrew | 3,006,710,082 100.00% | 0 0.00% |
| | (b) To authorise the board of directors of the Company (the “Board”) to fix the remuneration of the directors of the Company. | 3,006,710,082 100.00% | 0 0.00% |
| 3. | To re-appoint Ernst & Young as auditor of the Company and to authorise the Board to fix its remuneration. | 3,006,710,082 100.00% | 0 0.00% |
| 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. | 3,000,022,075 99.78% | 6,688,007 0.22% |
| | (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. | 3,006,710,082 100.00% | 0 0.00% |
| | (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). | 3,000,022,075 99.78% | 6,688,007 0.22% |

Please refer to the notice of AGM dated 16 April 2019 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, 22 May 2019

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, the non-executive directors of the Company are Mr. Lin Kaihua and Ms. Li Yanping, and the independent non-executive directors of the Company are Mr. Chan Ngai Sang, Kenny, Mr. Yu Huangcheng and Mr. Wang Wei Hung, Andrew.