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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)

APPOINTMENT OF NON-EXECUTIVE DIRECTORS

The board (the “**Board**”) of directors (the “**Directors**”) of Minsheng Education Group Company Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) is pleased to announce that on 28 June 2017, Mr. Lin Kaihua and Ms. Li Yanping have been appointed as non-executive Directors. The biographical details of the newly appointed directors are set out below.

MR. LIN KAIHUA

Mr. Lin Kaihua (林開樺) (“**Mr. Lin**”), aged 50, was appointed by the Board as a non-executive Director on 28 June 2017. Mr. Lin has extensive experience in business operation and financial management. He is an executive director and vice president of Overseas Chinese Town (Asia) Holdings Ltd.* (華僑城(亞洲)控股有限公司) (“**OCT (Asia)**”) (stock code: 3366), the shares of which are listed on the Main Board of The Stock Exchange of Hong Kong Limited and which holds approximately 8.26% of the issued share capital of the Company. He also holds director positions in certain subsidiaries of OCT (Asia) and Beijing Guangying Real Estate Development Co., Ltd* (北京廣盈房地產開發有限公司) (an associate of OCT (Asia)), and is also the deputy general manager of Overseas Chinese Town (HK) Company Limited (the controlling shareholder of OCT (Asia)). Since joining Overseas Chinese Town Enterprise Company in 1992, Mr. Lin has held a number of positions including but not limited to the deputy general manager and the chief financial officer of Overseas Chinese Town (Shanghai) Land Company* (華僑城(上海)置地有限公司) (an indirect non-wholly owned subsidiary of the OCT (Asia)), the deputy general manager of Shenzhen Overseas Chinese Town Entertainment Investment Company Limited* (深圳華僑城都市娛樂投資公司) (a wholly-owned subsidiary of OCT Ltd.), chief financial officer of Shenzhen Overseas Chinese Town Holding Company Limited* (深圳華僑城控股股份有限公司) (currently known as OCT Ltd.), and the chief financial officer of Shenzhen Bay Hotel* (深圳灣大酒店) (currently known as “InterContinental Shenzhen* (華僑城大酒店)”). Mr. Lin holds a bachelor’s degree and a master’s degree in accounting and has obtained Certified Public Accountant and Senior Accountant title.

Pursuant to the appointment letter dated 28 June 2017 entered into between the Company and Mr. Lin, the appointment of Mr. Lin as a non-executive Director is for an initial term of one year, subject to retirement by rotation and re-election in accordance with the articles of association of the Company. The term of his appointment may be renewed for a further term of one year by mutual agreement between him and the Company upon expiration of the initial term and each renewed term. Pursuant to the articles of association of the Company, Mr. Lin shall hold office only until the first general meeting of the Company after his appointment and shall then be eligible for re-election. Pursuant to the said appointment letter, Mr. Lin will not be entitled to any remuneration for serving as a non-executive Director.

As at the date of this announcement, Mr. Lin beneficially owned 700,000 shares of the Company. Save as disclosed above, Mr. Lin does not have any interest in the shares of the Company which is required to be disclosed under Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). Save as disclosed above, Mr. Lin does not hold any other position with the Company or any of its subsidiaries, did not hold other directorship in any other listed companies in Hong Kong or overseas in the last three years, and does not have any relationship with any Directors, senior management, substantial shareholders or controlling shareholders of the Company. Saved as disclosed above, there is no information concerning Mr. Lin that needs to be disclosed pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), and the Company is not aware of any other matters relating to the appointment of Mr. Lin that need to be brought to the attention of the shareholders of the Company.

MS. LI YANPING

Ms. Li Yanping (李雁平) (“**Ms. Li**”), aged 57, was appointed as a non-executive Director on 28 June 2017. Ms. Li has been the Vice Principal of Pass College of Chongqing Technology and Business University, a school in which the Group owns 100% school sponsor interest, since March 2016. Ms. Li has over 30 years of experience in the financial service industry and possesses extensive experience in management and internal audit. Prior to joining the Group, Ms. Li was the Deputy Division Chief at the Xi’an Branch of Internal Audit Bureau of Industrial and Commercial Bank of China (“**ICBC**”) (中國工商銀行內部審計局西安分局) from 2006 to 2016 and has worked as an auditor at ICBC from 1999 to 2004. She has also worked at various positions in ICBC from 1980 to 2004. Ms. Li has obtained a bachelor’s degree in economics and management from the Party School of the Central Committee of the Communist Party of China (中央黨校) and is a senior economist. Ms. Li is the daughter of Mr. Li Xuerang who is a cousin of Mr. Li Xuechun, a controlling shareholder of the Company, an executive Director and the chairman of the Board.

Pursuant to the appointment letter dated 28 June 2017 entered into between the Company and Ms. Li, the appointment of Ms. Li as a non-executive Director is for an initial term of one year, subject to retirement by rotation and re-election in accordance with the articles of association of the Company. The term of her appointment may be renewed for a further term of one year by mutual agreement between her and the Company upon expiration of the initial term and each renewed term. Pursuant to the articles of association of the Company, Ms. Li shall hold office only until the first general meeting of the Company after her appointment and shall then be eligible for re-election. Pursuant to the said appointment letter, Ms. Li will not be entitled to any remuneration for serving as a non-executive Director.

As at the date of this announcement, Ms. Li does not have any interest in the shares of the Company which is required to be disclosed under Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). Save as disclosed above, Ms. Li does not hold any other position with the Company or any of its subsidiaries, did not hold other directorship in any other listed companies in Hong Kong or overseas in the last three years, and does not have any relationship with any Directors, senior management, substantial shareholders or controlling shareholders of the Company. Saved as disclosed above, there is no information concerning Ms. Li that needs to be disclosed pursuant to Rule 13.51(2) of the Listing Rules, and the Company is not aware of any other matters relating to the appointment of Ms. Li that need to be brought to the attention of the shareholders of the Company.

The Company would like to take this opportunity to welcome Mr. Lin and Ms. Li for joining the Board.

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

Hong Kong, 28 June 2017

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.

** For identification purpose only*