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China Maple Leaf Educational Systems Limited

中國楓葉教育集團有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1317)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 21 FEBRUARY 2025

At the annual general meeting (the “AGM”) of China Maple Leaf Educational Systems Limited (the “**Company**”) held on 21 February 2025, all the proposed resolutions as set out in the notice of the AGM dated 20 December 2024 were taken by poll. The poll results are as follows:

Ordinary Resolutions		Number of Votes (Approximate %)	
		For	Against
1.	To receive and consider the audited consolidated financial statements of the Company and the reports of the directors of the Company (“ Directors ”) and the auditor of the Company for the year ended 31 August 2024.	1,619,164,398 (99.90%)	1,624,000 (0.10%)
2(a).	To re-elect Dr. Kem Hussain as a non-executive Director.	1,620,788,398 (100.00%)	0 (0.00%)
2(b).	To re-elect Ms. Wai Fong Wong as an independent non-executive Director.	1,620,788,398 (100.00%)	0 (0.00%)
2(c).	To re-elect Mr. Ming Sang Chow as an independent non-executive Director.	1,620,746,398 (99.99%)	42,000 (0.01%)
2(d).	To authorise the board of directors (the “ Board ”) to fix the respective Directors’ remuneration.	1,620,788,398 (100.00%)	0 (0.00%)

Ordinary Resolutions		Number of Votes (Approximate %)	
		For	Against
3.	To re-appoint Moore CPA Limited as auditor and to authorise the Board to fix its remuneration.	1,620,788,398 (100.00%)	0 (0.00%)
4.	To grant a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company (excluding treasury shares, if any) as at the date of passing of this resolution.	1,620,788,398 (100.00%)	0 (0.00%)
5.	To grant a general mandate to the Directors to issue, allot and deal with additional shares of the Company not exceeding 20% of the total number of issued shares of the Company (excluding treasury shares, if any) as at the date of passing of this resolution.	1,603,896,311 (98.96%)	16,892,087 (1.04%)
6.	To extend the general mandate granted to the Directors to issue, allot and deal with additional shares in the capital of the Company by the aggregate number of the shares repurchased by the Company.	1,603,896,311 (98.96%)	16,892,087 (1.04%)

Notes:

- (a) As more than 50% of the votes were cast in favour of the ordinary resolutions, all resolutions proposed at the AGM were duly passed by way of poll as ordinary by the shareholders of the Company.
- (b) As at the date of the AGM, the total number of issued Shares was 2,971,590,920 shares;
- (c) The total number of shares of the Company entitling the holder to attend and vote on the resolutions at the AGM was 2,971,590,920 shares. As at the date of the AGM, the Company did not hold any treasury shares (including any treasury shares held or deposited with the Central Clearing and Settlement System). As at 4:30 p.m. on Monday, 17 February 2025, there were 10,362,000 repurchased shares of the Company which are pending cancellation. The Company confirmed that no voting rights of such repurchased shares had been exercised at the AGM.
- (d) There were no shares entitling the holder to attend and abstain from voting in favour of the resolutions 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**”).
- (e) To the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, no shareholder of the Company was required under the Listing Rules to abstain from voting on any of the resolutions at the AGM.
- (f) None of the shareholders of the Company have stated his/her/its intention in the Company’s circular dated 20 December 2024 to vote against or to abstain from voting on any of the resolutions at the AGM.
- (g) The Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.

- (h) The Executive Directors, Mr. King Pak Lau and Mr. James William Beeke; the Non-executive Director, Dr. Kem Hussain; and the Independent Non-executive Directors, Mr. Peter Humphrey Owen, Ms. Wai Fong Wong and Mr. Ming Sang Chow attended the AGM.

By Order of the Board
China Maple Leaf Educational Systems Limited
Shu Liang Sherman Jen
Chairman and Chief Executive Officer

Hong Kong, 21 February 2025

As at the date of this announcement, the Board comprises Mr. Shu Liang Sherman Jen, Mr. King Pak Lau and Mr. James William Beeke as executive Directors; Dr. Kem Hussain as a non-executive Director; and Mr. Peter Humphrey Owen, Ms. Wai Fong Wong and Mr. Ming Sang Chow as independent non-executive Directors.

* *For identification purposes only*