

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.

Neither this announcement nor any copy thereof may be released into or distributed directly or indirectly in the United States or any other jurisdiction where such release or distribution might be unlawful.

This announcement appears for information purpose only and does not constitute an invitation or offer to acquire, purchase or subscribe for any securities of the Company.

Neither this announcement nor any copy thereof may be released into or distributed directly or indirectly in the United States or any other jurisdiction where such release or distribution might be unlawful. This announcement does not constitute or form a part of any offer or solicitation to purchase or subscribe for securities in the United States. The securities mentioned herein have not been, and will not be, registered under the U.S. Securities Act of 1933, as amended (the “U.S. Securities Act”) or any state securities laws of the United States, and may not be offered or sold in the United States unless registered under the U.S. Securities Act and the applicable securities laws of any state or other jurisdiction of the United States or pursuant to an exemption from, or in a transaction not subject to, registration under the U.S. Securities Act and the applicable securities laws of any state or other jurisdiction of the United States. The Company has no intention to register under the U.S. Securities Act any of the securities referred to herein or to conduct a public offering of securities in the United States.



Wisdom Education International Holdings Company Limited
睿見教育國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 6068)

**COMPLETION OF PLACING OF NEW SHARES
UNDER GENERAL MANDATE**

Sole Placing Agent



The Company announces that completion of the Placing took place on 18 August 2020. A total of 130,000,000 Placing Shares have been placed at the Placing Price of HK\$4.24 per Placing Share to no less than six Placees, who and whose respective ultimate beneficial owners are independent of the Company and the connected persons of the Company.

Reference is made to the announcement of the Company dated 11 August 2020 (the “**Announcement**”) in relation to, among other things, the Placing. Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

COMPLETION OF THE PLACING

The Company announces that completion of the Placing took place on 18 August 2020.

A total of 130,000,000 Placing Shares, representing approximately 6.0% of the total issued Shares, as enlarged by the allotment and issue of the Placing Shares, have been placed at the Placing Price of HK\$4.24 per Placing Share to no less than six Placees, who and whose respective ultimate beneficial owners are independent of the Company and the connected persons of the Company.

The Company received total gross proceeds from the Placing of approximately HK\$551.20 million. The Company intends to use the net proceeds (after deducting related costs and expenses) from the Placing for construction and development of the Group’s schools in the PRC and general corporate purpose.

EFFECT ON SHAREHOLDING STRUCTURE OF THE COMPANY

The table below sets out the shareholding structure of the Company immediately before and after completion of the Placing (assuming none of the Placees was a Shareholder prior to the completion of the Placing):

	Immediately before completion of the Placing		Immediately after completion of the Placing	
	Number of Shares	Approximate percentage of the Company’s issued share capital	Number of Shares	Approximate percentage of the Company’s issued share capital
Mr. Liu Xuebin (“ Mr. Liu ”) <i>(Note 1)</i>	930,000,000 <i>(Note 2)</i>	45.43%	930,000,000 <i>(Note 2)</i>	42.72%
Ms. Li Suwen (“ Ms. Li ”) <i>(Note 1)</i>	572,128,000 <i>(Notes 3 & 4)</i>	27.95%	572,128,000 <i>(Notes 3 & 4)</i>	26.28%
Other Shareholders	545,026,000	26.62%	545,026,000	25.03%
Placees	—	—	130,000,000	5.97%
Total	<u>2,047,154,000</u>	<u>100%</u>	<u>2,177,154,000</u>	<u>100%</u>

Notes:

1. Mr. Liu and Ms. Li are co-founders of the Group and are acting in concert with each other.
2. Mr. Liu holds the entire issued capital of Bright Education (Holdings) Co. Limited (“**Bright Education Holdings**”), a company incorporated in the British Virgins Islands, and is therefore deemed to be interested in 930,000,000 Shares held by Bright Education Holdings.
3. Ms. Li holds the entire issued capital of Bright Education Investment Co. Limited (“**Bright Education Investment**”), a company incorporated in the British Virgins Islands, and is therefore deemed to be interested in 570,000,000 Shares held by Bright Education Investment.
4. The number of Shares held by Ms. Li consists of 570,000,000 Shares held by corporation controlled by her and 2,128,000 Shares held as beneficial owner.

By order of the Board
Wisdom Education International Holdings Company Limited
LI Suwen
Chairperson

Hong Kong, 18 August 2020

As at the date of this announcement, the Board of the Company comprises four executive directors, namely Ms. Li Suwen, Mr. Liu Xuebin, Mr. Li Jiuchang and Mr. Wang Yongchun; and three independent non-executive directors, namely Prof. Sun Kai Lit Cliff, BBS, *J.P.*, *Mr. Tam King Ching Kenny* and *Mr. Huang Weiguo*.