

If you are in doubt about this announcement, you should consult your stockbroker, bank manager, solicitor, professional accountant or other professional adviser.

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.

*Unless otherwise defined herein, terms used in this announcement shall have the same meanings as those defined in the prospectus dated 16 January 2017 (the “**Prospectus**”) issued by Wisdom Education International Holdings Company Limited (the “**Company**”).*

This announcement is for information purposes only and does not constitute an offer or an invitation to induce an offer by any person to acquire, purchase or subscribe for securities. Potential investors should read the Prospectus for detailed information about the Company and the Global Offering described below before deciding whether or not to invest in the Offer Shares.

*This announcement is not for release, publication, distribution, directly or indirectly, in or into the United States (including its territories and possessions, any state of the United States and the District of Columbia). 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 Shares have not been, and will not be, registered under the United States Securities Act of 1933, as amended from time to time (the “**U.S. Securities Act**”) or any state securities laws of the United States. The securities may not be offered or sold in the United States except pursuant to registration or an exemption from the registration requirements of the U.S. Securities Act. There will be no public offer of securities in the United States. The Shares are being offered and sold outside the United States as offshore transactions in reliance on Regulation S under the U.S. Securities Act.*

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)

CLARIFICATION ANNOUNCEMENT

Reference is made to the Prospectus.

Our Company would like to clarify the following:

Designated test centre status

It is stated on page 150 of the Prospectus in the section headed “Business – Our Schools – Dongguan Guangzheng Preparatory School – International Programme” that in 2006, the London Examination Board designated Dongguan Guangzheng Preparatory School as its sole test centre in south China. We would like to clarify that we had received notifications in October 2016 from the agency of the relevant examination that the designated test centre status of each of Dongguan Guangzheng Preparatory School and Dongguan Guangming School was withdrawn (collectively the “**Withdrawal**”). We consider that the Withdrawal does not have a material impact of the operation and financial position of the Group as a whole, and we are in the process of preparing the applications to regain the designated test centre status of Dongguan Guangzheng Preparatory School and Dongguan Guangming School, including applying to alternative examination agency or reapplying to the same examination agency as and when appropriate. We have made appropriate arrangements for the affected students to attend the examinations in alternative test centres in the vicinity. The Withdrawal does not impact our ability to offer international programmes, and our students’ eligibility to attend the relevant examinations remains unaffected.

International programme partner

It is stated on page 149 of the Prospectus in the section headed “Business – Our Schools – Ancillary Services – International Programmes” that we cooperate with an Independent Third Party (“**International Programme Partner**”), which was described in the Prospectus as a wholly-owned subsidiary of an educational institution listed on the Stock Exchange (the “**HK Listed Education Institution**”), in the offering of international programmes by Dongguan Guangming School. Subsequent to the issue of the Prospectus, we were given to understand that the International Programme Partner had ceased to be a subsidiary of the HK Listed Education Institution in June 2016. We had not received any notification from the International Programme Partner that it ceased to be a subsidiary of the HK Listed Education Institution in June 2016. We confirm that our cooperation with the International Programme Partner remains effective, and the International Programme Partner remains an Independent Third Party as of the date hereof.

Directors’ view

Our Directors are of the view that the information as set out herein does not constitute material information that would require an amendment to the Prospectus or the issuance of a supplemental prospectus. Our Directors also confirm that, having taken into account Rule 11.13 of the Listing Rules, there has been no significant change affecting any matter contained in the Prospectus and that no significant new matter has arisen, the inclusion of information in respect of which would have been required to be in the Prospectus if it had arisen before the Prospectus was issued.

By Order of the Board of
Wisdom Education International Holdings Company Limited
Liu Xuebin
Chairman

Hong Kong, 19 January 2017

As at the date of this announcement, the Board consists of the following Directors:

Executive Directors

Mr. LIU Xuebin (*Chairman*)

Ms. LI Suwen

Mr. LI Jiuchang

Mr. NG Cheuk Him

Independent Non-executive Directors

Mr. SUN Kai Lit Cliff

Mr. TAM King Ching Kenny

Mr. YAU Sze Ka