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**21世紀教育**  
21ST CENTURY EDUCATION

**China 21st Century Education Group Limited**

**中國21世紀教育集團有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1598)**

**RESUMPTION GUIDANCE  
AND  
CONTINUED SUSPENSION OF TRADING**

This announcement is made by China 21st Century Education Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference are made to the Company’s announcements dated (i) 17 March 2025 in relation to the possible delay in publication of the 2024 Annual Results, possible delay in despatch of the 2024 Annual Report; possible delay of board meeting and possible suspension of trading; (ii) 18 March 2025 in relation to the trading halt; (iii) 14 April 2025 and 25 April 2025 in relation to the Auctions; (iv) 16 April 2025 in relation to the resignation of independent non-executive Director; and (v) 12 June 2025 in relation to the monitoring measures imposed by government authorities, disclosure pursuant to rule 13.19 of the Listing Rules and provision of guarantee (collectively, the “**Announcements**”). Unless otherwise defined or the context otherwise requires, capitalised terms in this announcement shall have the same meanings as defined in the Announcements.

**RESUMPTION GUIDANCE**

On 5 June 2025, the Company received a letter from the Stock Exchange (the “**Letter**”) setting out guidance for the resumption of trading in shares of the Company on the Stock Exchange (the “**Resumption Guidance**”). Pursuant to the Resumption Guidance, the Company shall:

- (i) conduct an independent forensic investigation into the unauthorised guarantees, assess the impact on the Company’s business operation and financial position, announce the findings and take appropriate remedial actions;

- (ii) demonstrate that there is no reasonable regulatory concern about the integrity, competence and/or character of the Group's management and/or any person with substantial influence over the Company's management and operations, which may pose a risk to investors and damage market confidence;
- (iii) conduct an independent internal control review and demonstrate that the Company has in place adequate internal control and procedures to comply with the Listing Rules;
- (iv) publish all outstanding financial results required under the Listing Rules and address any audit modifications;
- (v) demonstrate the Company's compliance with Rule 13.24;
- (vi) re-comply with Rules 3.10, 3.10A, 3.21 and 3.27A; and
- (vii) inform the market of all material information for the Company's shareholders and investors to appraise the Company's position.

As stated in the Letter, the Company must meet all Resumption Guidance, remedy the issues causing its trading suspension and fully comply with the Listing Rules to the Stock Exchange's satisfaction before trading in its securities is allowed to resume. For this purpose, the Company has the primary responsibility to devise its action plan for resumption. The Stock Exchange further stated that it may modify or supplement the Resumption Guidance if the Company's situation changes.

Under Rule 6.01A(1), the Stock Exchange may cancel the listing of any securities that have been suspended from trading for a continuous period of 18 months. In the case of the Company, the 18-month period expires on 17 September 2026. If the Company fails to remedy the issues causing its trading suspension, fulfill the Resumption Guidance and fully comply with the Listing Rules to the Stock Exchange's satisfaction and resume trading in its shares by 17 September 2026, the Listing Division of the Stock Exchange will recommend the Listing Committee to proceed with the cancellation of the Company's listing. Under Rules 6.01 and 6.10, the Stock Exchange also has the right to impose a shorter specific remedial period, where appropriate.

The Letter further stated that the Company must also comply with the Listing Rules and all applicable laws and regulations in Hong Kong and its place of incorporation before resumption.

While trading is suspended, the Company is also reminded of its obligations under the Listing Rules including, but not limited to, the following:

- (a) keep the duration of any trading suspension to the shortest possible period as required under Rule 6.05;

- (b) comply with its continuing obligations under the Listing Rules at all times, for example, those applying to notifiable and/or connected transactions under Chapters 14 and 14A of the Listing Rules and publication of periodic financial results and reports and, if they are not available, management accounts under Rules 13.46 to 13.49;
- (c) announce inside information required to be disclosed under Part XIVA of the Securities and Futures Ordinance; and
- (d) announce quarterly updates on its developments under Rule 13.24A including, among other relevant matters:
  - (i) its business operations;
  - (ii) its resumption plan with details of actions that it has taken and intends to take to remedy the issues causing its trading suspension, fulfil the resumption guidance and fully comply with the Rules and resume trading. The resumption plan should be accompanied with a clear timeframe in respect of each stage of work under the plan with a view that the resumption guidance can be fulfilled and trading can resume as soon as practicable and, in any event before the 18-month period expires;
  - (iii) the progress of implementing its resumption plan; and
  - (iv) details of any material change to the resumption plan and, in the case of delay, the reasons and impact of such delay.

The Company must announce its first quarterly update on or before 17 June 2025 and every 3 months from that date until resumption or cancellation of listing (whichever is earlier). Further announcement(s) will be made by the Company as and when appropriate and in accordance with the requirements of the Listing Rules to keep its shareholders and potential investors informed of the latest progress in complying with the Resumption Guidance.

The Company is currently taking necessary steps to resolve the issues causing its trading suspension and to comply with the Resumption Guidance and the Listing Rules to the Stock Exchange's satisfaction, and will seek resumption of trading in the shares as soon as practicable.

## **CONTINUED SUSPENSION OF TRADING**

At the request of the Company, trading in the Shares of on the Stock Exchange has been suspended at 10:18 a.m. on Tuesday, 18 March 2025, and will remain suspended until further notice.

**Shareholders and potential investors of the Company should exercise caution when dealing with the shares of the Company.**

By Order of the Board  
**China 21st Century Education Group Limited**  
**Li Yasheng**  
*Chairman*

Hong Kong, 12 June 2025

*As at the date of this announcement, the chairman of the Board and the non-executive Director is Mr. Li Yasheng; the executive Directors are Ms. Liu Hongwei, Mr. Li Hua, Mr. Ren Caiyin, Ms. Yang Li and Ms. Wu Huan; and the independent non-executive Directors are Mr. Guo Litian and Mr. Nan Zhenxing.*