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Cinese International Group Holdings Limited

富盈環球集團控股有限公司

(incorporated in Ontario, Canada and continued in the Cayman Islands with limited liability)

(Stock Code: 1620)

VOLUNTARY ANNOUNCEMENT

MEMORANDUM OF UNDERSTANDING IN RELATION TO POSSIBLE BUSINESS COOPERATION

This announcement is made by Cinese International Group Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) on a voluntary basis to keep the shareholders of the Company (“**Shareholders**”) and potential investors informed of the latest business development of the Group.

MEMORANDUM OF UNDERSTANDING

The board (the “**Board**”) of directors of the Company (the “**Directors**”) announces that on 25 July 2025, the Group has (through its wholly-owned subsidiary, Cinese Zhuoling Culture (Dongguan) Co., Ltd.* (富盈卓領文化(東莞市)有限公司)) entered into a non-legally binding memorandum of understanding (the “**MOU**”) with Guangdong Essence Education Consulting Co., Ltd.* (廣東本質教育諮詢有限公司) (the “**Prospective Partner**”), in relation to their business cooperation in language training, study-abroad programs, multi-pathway education planning, and sports and arts training, with a view to achieve business expansion (the “**Potential Cooperation**”). Such potential business cooperation may include joint initiatives on language training, overseas study programs, diversified education planning, and sports and arts courses.

In accordance with the MOU, the Potential Cooperation is subject to further negotiations concerning the entering into of a formal agreement between the parties. If the parties fail to enter into a formal agreement on or before 31 October 2025, the MOU will expire and terminate, and all rights and obligations of the parties (save for antecedent breaches and those under general provisions such as governing law and confidentiality) shall cease upon termination. As at the date of this announcement, the terms and conditions of such formal agreement are yet to be finalised or agreed, and no legally binding agreement has been entered into. The Potential Cooperation may or may not proceed.

BACKGROUND OF THE PROSPECTIVE PARTNER

The Prospective Partner is a company established in the PRC with limited liability. It is principally engaged in education consulting services (excluding restricted training activities), overseas study intermediary services, language training, international exchange programs, preparatory courses, and international study/educational tours.

To the best of knowledge, information, and belief of the Board having made all reasonable enquiries, as at the date of this announcement, the Prospective Partner and its ultimate beneficial owners are independent of the Company and its connected persons (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”)).

REASONS FOR AND BENEFITS OF ENTERING INTO THE MOU

The Group is a long-established air ticket consolidator, travel business process management provider and travel products and services provider. The Group has been exploring business opportunities to diversify its service portfolio and income stream by leveraging its knowledge and experience in the travel and cultural sectors. The Company expects that the materialisation of the Potential Cooperation will enable the Group to integrate its tourism-related resources with language and arts education services, thereby creating new growth opportunities. Accordingly, the Board is of the view that entering into the MOU is in the interests of the Company and its shareholders as a whole.

The Board wishes to emphasise that the implementation of the transaction(s) contemplated under the MOU (if any) is subject to formal agreement(s) to be entered into between the parties of the MOU. The Potential Cooperation may not necessarily materialise or be implemented as contemplated under the MOU or at all. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company. The Company will make further announcement(s) in respect of the Potential Cooperation as and when appropriate in accordance with the Listing Rules.

By Order of the Board
Cinese International Group Holdings Limited
富盈環球集團控股有限公司
Dr. Kou Chung Yin Mariana
Chairperson and executive Director

Hong Kong, 25 July 2025

As at the date of this announcement, the executive Directors are Mr. Liu Xue Bin and Dr. Kou Chung Yin Mariana, the non-executive Director is Mr. Liu Jiefeng, and the independent non-executive Directors are Mr. Tan Wentao, Ms. Suen Yin Wah Chloe and Ms. Kwan Ka Yee.