

*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.*



## CHINA CHUNLAI EDUCATION GROUP CO., LTD.

### 中國春來教育集團有限公司

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

**(Stock Code: 1969)**

## VOLUNTARY ANNOUNCEMENT ENTERING INTO THE LOAN AGREEMENT

This is a voluntary announcement made by China Chunlai Education Group Co., Ltd. (the **“Company”**), together with its subsidiaries and consolidated affiliated entities, the **“Group”**).

The board (the **“Board”**) of directors (the **“Directors”**) of the Company would like to announce that on 26 August 2024, Anyang University\* (安陽學院), one of our operating schools in the People’s Republic of China, as borrower (the **“Borrower”**), and Zhongyuan Bank Co. Ltd., Anyang Branch\* (中原銀行股份有限公司安陽分行), as lender (the **“Lender”**), entered into a fixed assets loan agreement (the **“Loan Agreement”**), pursuant to which the Lender has agreed to make available a term loan of up to RMB150,000,000 to the Borrower (the **“Loan”**).

The principal terms of the Loan Agreement are summarised as follows:

### THE LOAN AGREEMENT

<b>Date</b>	:	26 August 2024
<b>Lender</b>	:	Zhongyuan Bank Co. Ltd., Anyang Branch* (中原銀行股份有限公司安陽分行)
<b>Borrower</b>	:	Anyang University* (安陽學院)
<b>Term of the Loan</b>	:	Six years, commencing on 26 August 2024
<b>Purpose of the Loan</b>	:	Payment of construction fees for the construction of new buildings at the Anyang University campus
<b>Security</b>	:	The Loan Agreement is secured by a guarantee provided by each of the Company, the PRC Holdco, the School Sponsor, Mr. Hou and Ms. Song (each as defined below), and a pledge of rights by the Borrower in favour of the Lender.

To the best knowledge, information, and belief of the Directors, the Lender and its ultimate beneficial owners are third parties 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**”)).

## **GUARANTEE**

On 26 August 2024, each of the Company, Henan Chunlai Education Technology Co., Ltd.\* (河南春來教育科技有限公司) (the “**PRC Holdco**”), a consolidated affiliated entity of the Company, Henan Shangqiu Chunlai Education Corporation\* (河南商丘春來教育集團) (the “**School Sponsor**”), Mr. Hou Junyu (“**Mr. Hou**”), an executive Director and a controlling shareholder of the Company, and Ms. Song Mengmeng (“**Ms. Song**”), the spouse of Mr. Hou, entered into a guarantee agreement with the Lender (collectively, the “**Guarantee Agreements**”). Pursuant to the Guarantee Agreements, each of the Company, the PRC Holdco, the School Sponsor, Mr. Hou and Ms. Song shall provide a guarantee in favour of the Lender for the Borrower’s liabilities under the Loan Agreement (including but not limited to the principal amount of the Loan, interest, damages, compensation, and fees incurred by the Lender in connection with any enforcement actions).

## **PLEDGE OF RIGHTS**

In addition, on 26 August 2024, the Borrower entered into a rights pledge agreement with the Lender, pursuant to which the Borrower agreed to pledge its rights to specified contracts/assets in favour of the Lender for its liabilities under the Loan Agreement (including but not limited to the principal amount of the Loan, interest, damages, compensation, and fees incurred by the Lender in connection with any enforcement actions).

## **REASONS FOR AND THE BENEFITS OF ENTERING INTO THE LOAN AGREEMENT**

By entering into the Loan Agreement, the Group can expand the Anyang University campus to increase its capacity in order to increase the total student enrolment, and to diversify its financing channels, replenish capital required for its operations and optimise the Group’s liability structure.

The terms of the Loan Agreement and the related security documents were determined after arm’s length negotiations between the parties thereto, and the Board (including all independent non-executive Directors) considers that the terms of each of the Loan Agreement and the related security documents are fair and reasonable, on normal commercial terms, and in the interests of the Company and its shareholders as a whole.

By Order of the Board  
**China Chunlai Education Group Co., Ltd.**  
**Hou Junyu**  
*Executive Director*

Hong Kong, 26 August 2024

*As at the date of this announcement, the Board comprises Mr. Hou Junyu and Ms. Jiang Shuqin as executive Directors, Ms. Zhang Jie as executive Director and chief executive officer, Mr. Hou Chunlai as non-executive Director and chairman, and Dr. Jin Xiaobin, Ms. Fok, Pui Ming Joanna and Mr. Lau, Tsz Man as independent non-executive Directors.*

\* *The English translations of the company names in Chinese are for identification purposes only. If there is any inconsistency between the Chinese names of entities or enterprises established in China and their English translations, the Chinese names shall prevail.*