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東軟教育科技有限公司
Neusoft Education Technology Co. Limited
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 9616)

**(I) POLL RESULTS OF ANNUAL GENERAL MEETING HELD
ON 27 MAY 2022;
(II) PAYMENT OF THE FINAL DIVIDEND;
AND
(III) RETIREMENT AND APPOINTMENT OF
NON-EXECUTIVE DIRECTOR**

- **The Board is pleased to announce that all the proposed resolutions were duly passed by the Shareholders by way of poll at the AGM held on 27 May 2022.**
- **The proposed payment of the Final Dividend of HK 14.1 cents per ordinary share for the year ended 31 December 2021 was approved at the Meeting and will be paid on or about Friday, 24 June 2022 to the Shareholders whose names appear on the register of members of the Company on Tuesday, 7 June 2022.**
- **Dr. YANG Li has retired as a non-executive Director of the Company at the conclusion of the AGM and Dr. ZHANG Xia has been elected as a non-executive Director of the Company with effect from the conclusion of the AGM.**

The board of directors (the “**Board**”) of Neusoft Education Technology Co. Limited (the “**Company**”) is pleased to announce the poll results of the annual general meeting of the Company (the “**AGM**”) held at No. 66 North Section, Shu Ma Road, Dalian, Liaoning, China on Friday, 27 May 2022 at 10 a.m.

Reference is made to the notice (the “**AGM Notice**”) of the AGM (the “**Meeting**”) and the circular (the “**Circular**”) of the Company both dated 27 April 2022. Unless the context requires otherwise, terms used herein shall have the same meanings as those defined in the Circular.

(I) POLL RESULTS OF AGM

The Board is pleased to announce that the Meeting was held on 27 May 2022, and the proposed resolutions as set out in the AGM Notice (the “**Resolutions**”) were duly passed by the shareholders (the “**Shareholders**”) by way of poll. The poll results in respect of the Resolutions are as follows:

Ordinary Resolutions		Number of votes (%)	
		For	Against
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and the reports of the directors (the “ Director(s) ”) and auditors (the “ Auditors ”) of the Company for the year ended 31 December 2021.	526,548,427 (100.00%)	0 (0.00%)
2.	(a) To declare a final dividend of HK14.1 cents per ordinary Share (the “ Final Dividend ”) for the year ended 31 December 2021.	526,548,427 (100.00%)	0 (0.00%)
	(b) Any Director be and is hereby authorised to take such action, do such things and execute such further documents as the Director may at his/her absolute discretion consider necessary or desirable for the purpose of or in connection with the implementation of the payment of the Final Dividend.	526,548,427 (100.00%)	0 (0.00%)
3.	(a) To re-elect the following retiring Directors of the Company:		
	i. Dr. LIU Jiren as a non-executive Director of the Company; and	491,204,200 (93.29%)	35,344,227 (6.71%)
	ii. Dr. WEN Tao as an executive Director of the Company.	526,548,427 (100.00%)	0 (0.00%)
	(b) To elect Dr. ZHANG Xia as a non-executive Director of the Company.	526,548,427 (100.00%)	0 (0.00%)
	(c) To authorise the board of the Directors to fix the remuneration of the Directors.	526,548,427 (100.00%)	0 (0.00%)
4.	To re-appoint PricewaterhouseCoopers as the Auditors and authorise the board of the Directors to fix their remuneration.	526,548,427 (100.00%)	0 (0.00%)

Ordinary Resolutions		Number of votes (%)	
		For	Against
5.	To grant a general mandate to the Directors to allot, issue and deal with the securities in the capital of the Company not exceeding 20% of the total number of shares of the Company in issue as at the date of the Meeting.	526,548,427 (100.00%)	0 (0.00%)
6.	To grant a general mandate to the Directors to repurchase the securities of the Company not exceeding 10% of the total number of shares of the Company in issue as at the date of the Meeting.	526,548,427 (100.00%)	0 (0.00%)
7.	To extend, conditional upon the passing of resolutions no.5 and 6 above, the general mandate to issue new shares under resolution no.5 by adding the total number of shares of the Company repurchased under resolution no.6.	491,204,200 (93.29%)	35,344,227 (6.71%)

As at the date of the Meeting, the total number of issued Shares of the Company was 669,807,535 and the total number of Shares entitling the Shareholders to attend and vote on the resolutions at the AGM was 669,806,135. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of any of the Resolutions according to Rule 13.40 of the Listing Rules. There was no Shares entitling the holders to attend and vote only against any of the Resolutions. None of the Shareholders were required to abstain from voting at the Meeting and there was no restriction on any Shareholders to cast vote on any of the Resolutions. None of the Shareholders has stated his/her/its intention in the Circular to vote against any of the Resolutions or to abstain from voting at the AGM.

Tricor Investor Services Limited, the branch share registrar of the Company in Hong Kong, was appointed as the scrutineer at the Meeting for the purpose of vote-taking.

As more than 50% of the votes attaching to the Shares held by the Shareholders present and voting in person or by proxy at the Meeting were cast in favour of each of the Resolutions, the Resolutions were duly passed as the ordinary resolutions.

Except for Dr. YANG Li (“**Dr. Yang**”), a non-executive Director and Dr. WANG Weiping, an independent non-executive Director who were unable to attend the Meeting due to other business commitments, all other Directors, including the executive Director, namely Dr. WEN Tao, the non-executive Directors, namely Dr. LIU Jiren, Mr. RONG Xinjie, Dr. ZHANG Yinghui and Mr. SUN Yinhan, and the independent non-executive Directors, namely Dr. LIU Shulian and Dr. QU Daokui, have attended the Meeting in person or via electronic means.

(II) PAYMENT OF THE FINAL DIVIDEND

The proposed payment of the Final Dividend of HK14.1 cents per ordinary share for the year ended 31 December 2021 was approved at the Meeting and will be paid on or about Friday, 24 June 2022 to the Shareholders whose names appear on the register of members of the Company on Tuesday, 7 June 2022.

The register of members of the Company will be closed from Thursday, 2 June 2022 to Tuesday, 7 June 2022 (both days inclusive), for the purpose of determining the entitlements to the Final Dividend for the year ended 31 December 2021. The record date will be Tuesday, 7 June 2022. In order to qualify for the Final Dividend, all transfer forms accompanied by relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, not later than 4:30 p.m. on Wednesday, 1 June 2022.

(III) RETIREMENT OF NON-EXECUTIVE DIRECTOR

The Board hereby announces that Dr. Yang, a non-executive Director of the Company, who did not offer himself for re-election due to job change, has retired as a non-executive Director of the Company at the conclusion of the AGM.

Dr. Yang has confirmed that he has no disagreement with the Board and there is no matter in relation to his retirement that needs to be brought to the attention of the Shareholders of the Company.

The Board would like to express its gratitude to Dr. Yang for his valuable efforts and contributions to the Company during his tenure of office.

(IV) APPOINTMENT OF NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that, with effect from the conclusion of the AGM, Dr. ZHANG Xia ("**Dr. Zhang**") has been elected as a non-executive Director of the Company. Her biographical details are set out below:

Dr. Zhang, aged 56, has been a director and president of Shenyang Neusoft Intelligent Medical Technology Research Institute Limited (瀋陽東軟智能醫療科技研究院有限公司) since its establishment and a director of Hanlang Network Information Technology (Beijing) Limited (漢朗網絡信息科技(北京)有限公司) since June 2017. Since joining Neusoft Corporation in January 1993, Dr. Zhang has served in various positions such as the head of Database System Department, Software Center, the head of Software Products Business Department and the director of Software Technology Center, and in particular,

during the period from November 2004 to April 2021, she worked as senior vice president, chief technology officer and chief knowledge officer of Neusoft Corporation. Dr. Zhang was awarded the “Most Leading CTO Award” (最具領導力 CTO 獎) and the “Most Valuable CTO Award” (最具價值 CTO 獎) in China by CSDN & ITValue in December 2014.

Dr. Zhang received a bachelor’s degree in computer science, a master’s degree in computer application and doctor’s degree in computer application from Northeastern University (東北大學), China, in July 1986, March 1989 and March 1995, respectively. She has been a professor of Northeastern University since April 2002. She is currently a recipient of the third batch of 100 Persons’ Level of Liaoning Province’s Ten Million Talents Project (遼寧省第三批百千萬人才工程百人層次), an Outstanding Talent in Shenyang City (瀋陽市傑出人才), May Day Labour Medal in Shenyang City (瀋陽市五一勞動獎章) and a recipient of the Special Government Allowance of State Council (國務院政府特殊津貼).

Dr. Zhang is now working with several professional groups and has made outstanding achievements, including without limitation, acting as deputy director of National Computer Software Engineering Research Center (計算機軟件國家工程研究中心), vice chairman of the Computer Engineering and Application Branch of China Electronics Institute (中國電子學會計算機工程與應用分會) since June 2017, and the outstanding member of China Computer Institute (中國計算機學會) since 27 September 2020, etc. Dr. Zhang also acted as the project leader or project executive leader for more than ten projects, such as National 973 Project, 863 Project, Nuclear Takamoto (核高基), key research projects of the National Natural Science Foundation, and Technological Innovation 2030, and was honored with the second and third prizes for national science and technology progress and the first prize in the science and technology progress award granted by the Ministry of Education and the provincial and municipal departments.

Save as disclosed above, as at the date of this announcement, Dr. Zhang did not hold any directorship in other listed public companies in Hong Kong or overseas in the last three years, and she is not related to any Directors, senior management, other substantial or Controlling Shareholders (as defined in the Listing Rules) of the Company, nor does she hold any other positions with the Company or any of its subsidiaries.

As at the date of this announcement, Dr. Zhang does not or is not deemed to have any interest or short position (within the meaning of Part XV of the SFO) in any Shares, underlying Shares or debentures of the Company.

Dr. Zhang has entered into a letter of appointment with the Company under which she will be appointed for a term of three years, subject to rotation and re-election at annual general meetings in accordance with the Articles. Dr. Zhang will not receive any Director’s emolument during her term as Director.

There is no information which is discloseable nor is Dr. Zhang involved in any of the matters required to be disclosed pursuant to any of the requirements under Rules 13.51(2) (h) to (v) of the Listing Rules and there are no other matters concerning Dr. Zhang that need to be brought to the attention of the Shareholders.

The Board would like to express its warmest welcome to Dr. Zhang on her appointment.

By order of the Board
Neusoft Education Technology Co. Limited
Dr. LIU Jiren
Chairperson and non-executive Director

Hong Kong, 27 May 2022

As at the date of this announcement, the Board comprises Dr. LIU Jiren as Chairperson and non-executive Director; Dr. WEN Tao as executive Director; Mr. RONG Xinjie, Dr. ZHANG Xia, Dr. ZHANG Yinghui and Mr. SUN Yinhuan as non-executive Directors (aside from our Chairperson); and Dr. LIU Shulian, Dr. QU Daokui and Dr. WANG Weiping as independent non-executive Directors.