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Wisdom Education International Holdings Company Limited
光正教育國際控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock code: 6068)

CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of Wisdom Education International Holdings Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that:

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

Mr. Tam King Ching Kenny (“**Mr. Tam**”) has resigned as an independent non-executive Director with effect from 31 May 2024 in order to devote more time to his other work commitments (the “**Resignation**”).

Following the Resignation, Mr. Tam will cease to be the chairman of the audit committee of the Company (the “**Audit Committee**”) and a member of the nomination committee (the “**Nomination Committee**”) of the Company with effect from 31 May 2024. Mr. Tam has confirmed that he has no disagreement with the Board and there are no matters relating to his resignation that need to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to take this opportunity to express its sincere gratitude to Mr. Tam for his valuable contributions to the Company during his tenure of service with the Company.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

Mr. Poon, Ha Fung (“**Mr. Poon**”) has been appointed as an independent non-executive Director, the chairman of the Audit Committee and a member of the Nomination Committee with effect from 31 May 2024. The biographical profile of Mr. Poon is set out below:

Mr. Poon, aged 57, obtained a master degree of business administration from the University of Sheffield and a bachelor degree of science from the Chinese University of Hong Kong in 1990 and 1988 respectively. He is an associate member of the Institute of Chartered Accountants in England and Wales.

Mr. Poon has over 25 years of business experience. Mr. Poon was the managing director of Carlyle Credit Opportunities Fund of Carlyle Global Credit (“**Carlyle**”) which is a global investment firm.

Prior to working at Carlyle, Mr. Poon was the managing director of private debt investment department and a member of the investment committee of China Ping An Insurance Overseas (Holdings) Limited. He also worked as a senior executive director of Ping An Trust Company Limited. Before that, Mr. Poon was the director of debt capital markets and the head of principal finance and equity investment, of Societe Generale Asia Limited.

Mr. Poon confirms that, save as disclosed above, as of the date of this announcement:

- (i) he had no relationship with any of the directors, senior management or a substantial or controlling shareholder of the Company, nor does he hold any other position in the Group;
- (ii) he had not held any directorships in other public companies listed in Hong Kong or overseas in the past three years;
- (iii) he does not have any other major appointments and professional qualifications;
- (iv) he did not have any of the interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); and
- (v) there was no other matter with respect to his appointment that needs to be brought to the attention of the holders of securities of the Company and there was no information relating to him that is required to be disclosed pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Listing Rules**”).

In addition, Mr. Poon has confirmed that: (i) he meets the independence criteria as set forth in Rule 3.13 of the Listing Rules; (ii) he has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected person (as defined under the Listing Rules) of the Company; and (iii) there are no other factors that may affect his independence at the time of his appointment.

The Company has entered into an appointment letter with Mr. Poon in respect of his appointment as an independent non-executive Director, the chairman of the Audit Committee and a member of the Nomination Committee for a term of three years commencing from 31 May 2024, subject to retirement by rotation and re-election in accordance with the Company's articles of association.

Mr. Poon will be entitled to a fixed director's fees of HK\$200,000 per annum under the appointment letter which is determined by the Board and the remuneration committee of the Company with reference to the market rates for such position, and his qualifications, experience and responsibilities with the Company.

The Board would like to take this opportunity to express its gratitude and appreciation to Mr. Tam for his valuable contribution during his term of office and its warmest welcome to Mr. Poon for joining the Board.

By Order of the Board
Wisdom Education International Holdings Company Limited
Li Suwen
Chairperson

Dongguan, 31 May 2024

As at the date of this announcement, the Board comprises three executive Directors, namely Ms. Li Suwen, Mr. Liu Xuebin and Mr. Li Jiuchang; and three independent non-executive Directors, namely Prof. Sun Kai Lit Cliff, BBS, J.P., Mr. Poon, Ha Fung and Mr. Huang Weiguo.