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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)**

### **DISCLOSEABLE TRANSACTIONS IN RELATION TO THE PROVISION OF LOANS AND SUPPLEMENTAL ANNOUNCEMENT IN RELATION TO THE 2024 ANNUAL REPORT**

#### **THE PROVISION OF THE LOANS**

The Board announces that:

- (A) **Loan for Zhongyou:** on 25 August 2023 and 25 August 2024, Ruixing Logistics, a wholly-owned subsidiary of the Company, as the lender, entered into the Zhongyou Loan Agreement and the Zhongyou Loan Extension Agreement respectively with Zhongyou. Pursuant to the Zhongyou Loan Agreement and the Zhongyou Loan Extension Agreement, Ruixing Logistics agreed to grant to Zhongyou the Zhongyou Loan in the principal amount of RMB30,000,000 for a term of one year from the date of the Zhongyou Loan Agreement, and as extended for one year from the date of the Zhongyou Loan Extension Agreement;
- (B) **Loan for Junzhuo:** on 13 September 2024 and 6 December 2024, Ruixing Logistics and Ruixing Business, as the respective lenders, entered into the Junzhuo Loan Agreement I and the Junzhuo Loan Agreement II with Junzhuo. Pursuant to the Junzhuo Loan Agreement I and Junzhuo Loan Agreement II, Ruixing Logistics and Ruixing Business agreed to grant to Junzhuo the Junzhuo Loan I and the Junzhuo Loan II in the principal amounts of RMB10,000,000 and RMB9,280,000 respectively for a term of one year from the date of each of the Junzhuo Loan Agreement I and the Junzhuo Loan Agreement II;

- (C) **Loan for Duzheng:** on 29 April 2025, Ruixing Logistics, as the lender, entered into the Duzheng Loan Agreement with Duzheng. Pursuant to the Duzheng Loan Agreement, Ruixing Logistics agreed to grant to Duzheng the Duzheng Loan in the principal amount of RMB21,000,000 for a term of one year from the date of the Duzheng Loan Agreement; and
- (D) **Loan for Jinmuli:** Ruixing Logistics, as the lender, entered into the Jinmuli Loan Agreement with Jinmuli. Pursuant to the Jinmuli Loan Agreement, Ruixing Logistics agreed to grant to Jinmuli the Jinmuli Loan in the principal amount of RMB20,000,000 for a term of one year from the date of the Jinmuli Loan Agreement.

The Loans are funded by the internal resources of the Group.

**(A) Loan for Zhongyou**

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

Date: 25 August 2023

Parties: (1) Dongguan Ruixing Logistics Service Co., Ltd.\* (東莞市睿興後勤服務有限公司), as the lender, being a wholly-owned subsidiary of the Company incorporated in the PRC with limited liability; and

(2) Dongguan Zhongyou Engineering Management Consulting Co., Ltd.\* (東莞市中優工程管理諮詢有限公司), as the borrower, a company incorporated in the PRC with limited liability

Principal amount: RMB30,000,000

Term: One year commencing from the date of the Zhongyou Loan Agreement

Repayment date: 25 August 2024

Interest rate: 5% per annum

Repayment: Zhongyou shall repay the full principal amount of the Zhongyou Loan on the day which the term of the Zhongyou Loan Agreement ends and shall pay the interest accrued on the same day

Ruixing Logistics shall have a right to demand immediate repayment of the Zhongyou Loan and the interest accrued thereon upon the occurrence of an event of default (as defined in the Zhongyou Loan Agreement)

Early repayment: Zhongyou may, by giving not less than ten days' prior notice to Ruixing Logistics and upon agreement with Ruixing Logistics, prepay the Zhongyou Loan before the end of the term of the Zhongyou Loan Agreement together with the interest accrued thereon in accordance with the terms of the Zhongyou Loan Agreement

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

Date: 25 August 2024

Parties: (1) Dongguan Ruixing Logistics Service Co., Ltd.\* (東莞市睿興後勤服務有限公司), as the lender; and  
(2) Dongguan Zhongyou Engineering Management Consulting Co., Ltd.\* (東莞市中優工程管理諮詢有限公司), as the borrower

Principal amount: RMB30,000,000

Term: One year commencing from the date of the Zhongyou Loan Extension Agreement

Repayment date: 30 April 2025

Interest rate: 5% per annum

Repayment: Zhongyou shall repay the full principal amount of the Zhongyou Loan on the day which the term of the Zhongyou Loan Extension Agreement ends and shall pay the interest accrued on the same day

Ruixing Logistics shall have a right to demand immediate repayment of the Zhongyou Loan and the interest accrued thereon upon the occurrence of an event of default (as defined in the Zhongyou Loan Extension Agreement)

Early repayment: Zhongyou may, by giving not less than ten days' prior notice to Ruixing Logistics and upon agreement with Ruixing Logistics, prepay the Zhongyou Loan before the end of the term of the Zhongyou Loan Extension Agreement together with the interest accrued thereon in accordance with the terms of the Zhongyou Loan Extension Agreement

**(B) Loan for Junzhou**

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

Date:	13 September 2024
Parties:	(1) Dongguan Ruixing Logistics Service Co., Ltd.* (東莞市睿興後勤服務有限公司), as the lender; and  (2) Dongguan Junzhuo Decoration Design Co., Ltd.* (東莞市珺焯裝飾設計有限公司), as the borrower, a company incorporated in the PRC with limited liability
Principal amount:	RMB10,000,000
Term:	One year commencing from the date of the Junzhuo Loan Agreement I
Expected repayment date:	12 September 2025
Interest rate:	4% per annum
Repayment:	Junzhuo shall repay the full principal amount of the Junzhuo Loan I on the day which the term of the Junzhuo Loan Agreement I ends and shall pay the interest accrued on the same day  Ruixing Logistics shall have a right to demand immediate repayment of the Junzhuo Loan I and the interest accrued thereon upon the occurrence of an event of default (as defined in the Junzhuo Loan Agreement I)
Early repayment:	Junzhuo may, by giving not less than ten days' prior notice to Ruixing Logistics and upon agreement with Ruixing Logistics, prepay the Junzhuo Loan I before the end of the term of the Junzhuo Loan Agreement I together with the interest accrued thereon in accordance with the terms of the Junzhuo Loan Agreement I

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

Date:	6 December 2024
Parties:	(1) Dongguan Ruixing Business Service Co., Ltd.* (東莞市睿興商務服務有限公司), as the lender, being a wholly-owned subsidiary of the Company incorporated in the PRC with limited liability; and  (2) Dongguan Junzhuo Decoration Design Co., Ltd.* (東莞市珺焯裝飾設計有限公司), as the borrower
Principal amount:	RMB9,280,000
Term:	One year commencing from the date of the Junzhuo Loan Agreement II
Expected repayment date:	5 December 2025
Interest rate:	4% per annum
Repayment:	Junzhuo shall repay the full principal amount of the Junzhuo Loan II on the day which the term of the Junzhuo Loan Agreement II ends and shall pay the interest accrued on the same day  Ruixing Business shall have a right to demand immediate repayment of the Junzhuo Loan II and the interest accrued thereon upon the occurrence of an event of default (as defined in the Junzhuo Loan Agreement II)
Early repayment:	Junzhuo may, by giving not less than ten days' prior notice to Ruixing Business and upon agreement with Ruixing Business, prepay the Junzhuo Loan II before the end of the term of the Junzhuo Loan Agreement II together with the interest accrued thereon in accordance with the terms of the Junzhuo Loan Agreement II

**(C) Loan for Duzheng**

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

Date:	29 April 2025
Parties:	(1) Dongguan Ruixing Logistics Service Co., Ltd.* (東莞市睿興後勤服務有限公司), as the lender; and  (2) Dongguan Duzheng Electromechanical Co., Ltd.* (東莞市都正機電有限公司), as the borrower, a company incorporated in the PRC with limited liability
Principal amount:	RMB21,000,000
Term:	One year commencing from the date of the Duzheng Loan Agreement
Expected repayment date:	28 April 2026
Interest rate:	4% per annum
Repayment:	Duzheng shall repay the full principal amount of the Duzheng Loan on the day which the term of the Duzheng Loan Agreement ends and shall pay the interest accrued on the same day  Ruixing Logistics shall have a right to demand immediate repayment of the Duzheng Loan and the interest accrued thereon upon the occurrence of an event of default (as defined in the Duzheng Loan Agreement)
Early repayment:	Duzheng may, by giving not less than ten days' prior notice to Ruixing Logistics and upon agreement with Ruixing Logistics, prepay the Duzheng Loan before the end of the term of the Duzheng Loan Agreement together with the interest accrued thereon in accordance with the terms of the Duzheng Loan Agreement

#### **(D) Loan for Jinmuli**

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

Date:	29 April 2025
Parties:	(1) Dongguan Ruixing Logistics Service Co., Ltd.* (東莞市睿興後勤服務有限公司), as the lender; and  (2) Dongguan Jinmuli Advertising Design Co., Ltd.* (東莞市金茉莉廣告設計有限公司), as the borrower, a company incorporated in the PRC with limited liability
Principal amount:	RMB20,000,000
Term:	One year commencing from the date of the Jinmuli Loan Agreement
Expected repayment date:	28 April 2026
Interest rate:	4% per annum
Repayment:	Jinmuli shall repay the full principal amount of the Jinmuli Loan on the day which the term of the Jinmuli Loan Agreement ends and shall pay the interest accrued on the same day  Ruixing Logistics shall have a right to demand immediate repayment of the Jinmuli Loan and the interest accrued thereon upon the occurrence of an event of default (as defined in the Jinmuli Loan Agreement)
Early repayment:	Jinmuli may, by giving not less than ten days' prior notice to Ruixing Logistics and upon agreement with Ruixing Logistics, prepay the Jinmuli Loan before the end of the term of the Jinmuli Loan Agreement together with the interest accrued thereon in accordance with the terms of the Jinmuli Loan Agreement

#### **GUARANTEE**

As security for the payment of each of the Loans, the respective Guarantors agreed to provide a guarantee in favour of the respective Lenders for the payment obligations under each of the Loan Agreements.

The terms of the Loan Agreements have been arrived at after arm's length negotiations of the parties to the respective agreements with reference to the prevailing market rates, background of the respective borrowers and the amount of the respective Loans.

## **INFORMATION OF THE BORROWERS**

Zhongyou is a company incorporated in the PRC with limited liability ultimately owned by Mr. Luo Huibu and Mr. Mao Xuhua, and is principally engaged in the design, construction, and project management consulting for building engineering, municipal engineering, road engineering, and landscaping projects.

Junzhuo is a company incorporated in the PRC with limited liability ultimately owned by Ms. Chen Shuying and Mr. Mo Xixuan, and is principally engaged in the business of interior decoration engineering design, air conditioning installation engineering, and electromechanical installation engineering.

Duzheng is a company incorporated in the PRC with limited liability ultimately owned by Mr. Chen Hanyang and Ms. Wang Yanxian, and is principally engaged in the sale of electromechanical equipment, plastic products, steel, furniture, hardware, hardware appliances, fabrics, leather, shoe materials, wood veneer, plywood, computer accessories, flowers, textiles, arts and crafts gifts, packaging materials, building materials, decorative materials, paper products, and daily necessities.

Jinmuli is a company incorporated in the PRC with limited liability ultimately owned by Ms. Wang Yanfeng, and is principally engaged in the design, production, publication, and agency services for various types of domestic and international advertisements; planning of etiquette and celebration events; planning of cultural activities; corporate image planning; corporate marketing planning; exhibition and display planning; gift design; design and construction of indoor and outdoor decoration projects; design, installation, and maintenance of intelligent computer network system integration projects; building intelligence projects; air conditioning installation projects; and installation of hardware and electromechanical equipment.

To the best knowledge, information and belief of the Directors after having made all reasonable enquiries, Zhongyou, Junzhuo, Duzheng and Jinmuli, and their ultimate beneficial owners are Independent Third Parties.

## **INFORMATION OF THE GROUP AND THE LENDERS**

The Company is an investment holding company and is the holding company of the Group. The Group is principally engaged in the provision of school-related supply and comprehensive educational services to customers in the PRC.

Ruixing Logistics is a wholly-owned subsidiary of the Company incorporated in the PRC with limited liability, and is engaged in property management and leasing, wholesale and retail business, catering management services, design of student clothing and daily necessities, enterprise procurement management, maintenance and repair of school teaching equipment and instruments, planning and organisation of cultural activities, and clothing rental business.

Ruixing Business is a wholly-owned subsidiary of the Company incorporated in the PRC with limited liability, and is engaged in business consulting services, educational consulting services, and human resources management consulting services.



## **REASONS FOR AND BENEFITS OF THE PROVISION OF THE LOANS**

Given the liquidity within the Group, the Group is in a position to advance loans to third parties with the aim of generating extra income, optimising the use of the Group's cash resources and also strengthening potential strategic partnerships and business synergies with business partners of the Group, such as the borrowers of each of the Loans.

The Zhongyou Loan has generated an aggregate interest income of approximately RMB2,500,000 (equivalent to approximately HK\$2,730,000) for the Group since the date of the Zhongyou Loan Agreement until the repayment date of the Zhongyou Loan Extension Agreement.

The Junzhuo Loan I and the Junzhuo Loan II have each generated interest income of approximately RMB316,667 (equivalent to approximately HK\$342,000) and RMB216,533 (equivalent to approximately HK\$233,856) for the Group since the date of the Junzhuo Loan I and the Junzhuo Loan II until 30 June 2025, being the latest practicable date prior to the publication of this announcement.

The Duzheng Loan has generated interest income of approximately RMB140,000 (equivalent to approximately HK\$151,200) for the Group since the date of the Duzheng Loan until 30 June 2025, being the latest practicable date prior to the publication of this announcement.

The Jinmuli Loan has generated interest income of approximately RMB133,333 (equivalent to approximately HK\$144,000) for the Group since the date of the Jinmuli Loan until 30 June 2025, being the latest practicable date prior to the publication of this announcement.

The terms of each of the Loan Agreements, including the interest rates, were arrived at by the parties thereto after arm's length negotiations. The Directors consider that the terms of the Loan Agreements are normal commercial terms and are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

## **IMPLICATIONS UNDER THE LISTING RULES**

Each of the Zhongyou Loan, Duzheng Loan and Jinmuli Loan constituted a discloseable transaction for the Company, as one or more of the applicable percentage ratios (as defined under the Listing Rules) in respect thereof is 5% or more but are all less than 25%. Therefore, the transactions contemplated under each of the Loan Agreements are subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules.

Separately, as the Junzhuo Loan I and the Junzhuo Loan II were made to Junzhuo, and the highest applicable percentage ratios (as defined under the Listing Rules) in respect of the aggregate amount of the Junzhuo Loan I and Junzhuo Loan II within the period of 12 months immediately preceding and up to the date of the Junzhuo Loan Agreement I and the Junzhuo Loan Agreement II exceed 5% but are under 25%, the transactions contemplated under the Junzhuo Loan Agreement I and the Junzhuo Loan Agreement II constituted discloseable transactions of the Company and are therefore subject to the reporting and announcement requirements but exempted from obtaining Shareholders' approval under Chapter 14 of the Listing Rules.

The Company did not publish the requisite announcements as required under Rule 14.34 of the Listing Rules due to inadvertent oversight. Since the identification of the above, the Company is enhancing its monitoring system. The Company also intends to arrange for internal training sessions, currently targeted on a quarterly basis. A training for the Directors on the relevant Listing Rules requirements conducted by the Hong Kong legal advisor of the Company was completed in July 2025. In terms of the enhanced procedures and controls implemented to ensure that all future transactions are accurately assessed, and properly disclosed in compliance with the Listing Rules, the Company has put in place pre-transaction compliance checks which ensure that all applicable financial information will be used to calculate the applicable percentage ratios, which will be reviewed by the Hong Kong Compliance Office before entering into any potential transaction of a capital, non-revenue, or non-ordinary course of business in nature. In addition, any transaction of a capital, non-revenue, or non-ordinary course of business in nature must receive approval from at least one non-conflicted Director who is not materially interested in the transaction, concurrently with the Hong Kong Compliance Office from the perspective of Listing Rules compliance, to ensure senior management oversight.

The Company believes that following the implementation of these measures, which will strengthen the Company's internal controls over transactions that may fall within Chapter 14 of the Listing Rules, the Company will be able to more promptly assess the implications of the Listing Rules on its transactions, and the risk of similar incidents recurring in the future will be substantially mitigated.

## **LOAN RECEIVABLES AS DISCLOSED IN THE 2024 ANNUAL REPORT**

Reference is made to the annual report of the Company for the year ended 31 August 2024 published on 18 December 2024.

In addition to the information provided in note 17 "Trade Receivables, Deposits, Prepayments and Other Receivables" and note 31 "Financial Instruments" to the consolidated financial statements in the 2024 Annual Report, the Company would like to provide the following supplemental information to the Shareholders regarding the Group's loan receivables.

Unless otherwise defined, capitalised terms used in this section of the announcement shall have the same meanings as those defined in the 2024 Annual Report.

Included in the other receivables, gross loan receivables of RMB126,329,000 were granted during the financial year to independent third parties including the Group's current and previous business partners, whose principal businesses include construction engineering, municipal engineering, road engineering, landscaping and design, construction and project management consulting, installation of medium to large-scale air conditioning systems, as well as installation and maintenance of mechanical and electrical equipment. The Company considers that these partnerships are valuable for the operation and expansion of the Group's business, and particularly, the current project involving the Proposed Zhongshan High School. Given that the loans could generate a stable interest income that the Group expects to receive with the extra liquidity within the Group, having assessed each of these borrowers' creditworthiness, as well as the status of existing and previous business relationships with these borrowers, the Group is of the view that providing advances to these borrowers would be advantageous in maintaining and sustaining the business relationship with them and enhance the loyalty of those existing business partners.

For each of the loan granted during the financial year, the interest rates range from 4% to 5% per annum and the term of the loans does not exceed one year. The respective borrowers have also agreed (i) to apply the borrowed amounts for the purposes of their respective ordinary business operations, and (ii) that the loans may be demanded by the relevant lender entities and become immediately payable in the event that the borrower is subject to dissolution, liquidation, or restructuring proceedings, or any related application or settlement, as well as in circumstances where there is a clear lack of repayment ability or the incurrence of other significant debts that may adversely affect the borrower's ability to repay the Loans under the above agreements. As the loans are either repaid before the due date or not due as of the date of this announcement, there are no material impairments or write-offs of loan receivables.

The source of funds for these loans were internal resources of the Group. The Directors are of the view that the provision of these loans and advances was of normal commercial terms, fair and reasonable and in the interests of the Company and the Shareholders as a whole.

The information contained in this supplemental announcement does not affect other information contained in the 2024 Annual Report. Save as disclosed above, all other information in the 2024 Annual Report remains unchanged.

## DEFINITIONS

In this announcement, the following expressions have the following meanings:

“2024 Annual Report”	the annual report of the Company for the year ended 31 August 2024 and published on 18 December 2024
“Board”	the board of Directors
“Company”	Wisdom Education International Holdings Company, a company incorporated in the Cayman Islands with limited liability and the issued shares of which are listed on the Main Board of the Stock Exchange
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“Director(s)”	director(s) of the Company
“Duzheng”	Dongguan Duzheng Electromechanical Co., Ltd.* (東莞市都正機電有限公司), a company incorporated in the PRC with limited liability
“Duzheng Loan”	the loan in the principal amount of RMB21,000,000 granted by Ruixing Logistics to Duzheng pursuant to the Duzheng Loan Agreement
“Duzheng Loan Agreement”	the loan agreement dated 29 April 2025 entered into between Ruixing Logistics and Duzheng in respect of the Duzheng Loan

“Group”	the Company and its subsidiaries
“Guarantor(s)”	<p>with respect to the Zhongyou Loan, Mr. Luo Huibu and Mr. Mao Xuhua, the ultimate beneficial owners of Zhongyou;</p> <p>with respect to the Junzhuo Loan I and Junzhuo Loan II, Ms. Chen Shuying and Mr. Mo Xixuan, the ultimate beneficial owners of Junzhuo;</p> <p>with respect to the Duzheng Loan, Mr. Chen Hanyang and Ms. Wang Yanxian, the ultimate beneficial owners of Duzheng; and</p> <p>with respect to the Jinmuli Loan, Ms. Wang Yanfeng, the ultimate beneficial owner of Jinmuli</p>
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong Compliance Office”	the compliance office of the Company
“Independent Third Party(ies)”	third party(ies) independent of the Company and its connected person(s)
“Jinmuli”	Dongguan Jinmuli Advertising Design Co., Ltd.* (東莞市金茉莉廣告設計有限公司), a company incorporated in the PRC with limited liability
“Jinmuli Loan”	the loan in the principal amount of RMB20,000,000 granted by Ruixing Logistics to Jinmuli pursuant to the Jinmuli Loan Agreement
“Jinmuli Loan Agreement”	the loan agreement dated 29 April 2025 entered into between Ruixing Logistics and Jinmuli in respect of the Jinmuli Loan
“Junzhuo”	Dongguan Junzhuo Decoration Design Co., Ltd.* (東莞市琚焯裝飾設計有限公司), a company incorporated in the PRC with limited liability
“Junzhuo Loan I”	the loan in the principal amount of RMB10,000,000 granted by Ruixing Logistics to Junzhuo pursuant to the Junzhuo Loan Agreement I
“Junzhuo Loan II”	the loan in the principal amount of RMB9,280,000 granted by Ruixing Business to Junzhuo pursuant to the Junzhuo Loan Agreement II

“Junzhuo Loan Agreement I”	the loan agreement dated 13 September 2024 entered into between Ruixing Logistics and Junzhuo in respect of the Junzhuo Loan I
“Junzhuo Loan Agreement II”	the loan agreement dated 6 December 2024 entered into between Ruixing Business and Junzhuo in respect of the Junzhuo Loan II
“Lender(s)”	with respect to the Zhongyou Loan, Junzhuo Loan I, Duzheng Loan and Jinmuli Loan, Ruixing Logistics; and  with respect to the Junzhuo Loan II, Ruixing Business
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Loan Agreements”	the Zhongyou Loan Agreement, the Zhongyou Loan Extension Agreement, the Junzhuo Loan Agreement I, the Junzhuo Loan Agreement II, the Duzheng Loan Agreement and the Jinmuli Loan Agreement
“Loans”	the Zhongyou Loan, the Junzhuo Loan I, the Junzhuo Loan II, the Duzheng Loan and the Jinmuli Loan
“PRC”	the People’s Republic of China
“Ruixing Business”	Dongguan Ruixing Business Service Co., Ltd.* (東莞市睿興商務服務有限公司), a wholly-owned subsidiary of the Company incorporated in the PRC with limited liability
“Ruixing Logistics”	Dongguan Ruixing Logistics Service Co., Ltd.* (東莞市睿興後勤服務有限公司), a wholly-owned subsidiary of the Company incorporated in the PRC with limited liability
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Zhongyou”	Dongguan Zhongyou Engineering Management Consulting Co., Ltd.* (東莞市中優工程管理諮詢有限公司), a company incorporated in the PRC with limited liability
“Zhongyou Loan”	the loan in the principal amount of RMB30,000,000 granted by Ruixing Logistics to Zhongyou pursuant to the Zhongyou Loan Agreement and as extended pursuant to the Zhongyou Loan Extension Agreement

“Zhongyou Loan Agreement”	the loan agreement dated 25 August 2023 entered into between Ruixing Logistics and Zhongyou in respect of the Zhongyou Loan
“Zhongyou Loan Extension Agreement”	the loan extension agreement dated 25 August 2024 entered into between Ruixing Logistics and Zhongyou in respect of the Zhongyou Loan

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

Dongguan, 22 July 2025

*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.*

\* *For identification purposes only*