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**KINGSLEY EDUGROUP LIMITED**

**皇崑國際教育企業集團有限公司**

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

**(Stock code: 8105)**

**APPOINTMENT OF INDEPENDENT FINANCIAL ADVISER  
IN RELATION TO  
VOLUNTARY CONDITIONAL GENERAL CASH OFFER  
BY BALLAS CAPITAL LIMITED  
ON BEHALF OF  
MAPLE LEAF EDUCATION ASIA PACIFIC LIMITED  
TO ACQUIRE ALL THE ISSUED SHARES IN THE SHARE CAPITAL  
OF  
KINGSLEY EDUGROUP LIMITED (OTHER THAN THOSE ALREADY  
OWNED OR AGREED TO BE ACQUIRED BY THE OFFEROR AND  
PARTIES ACTING IN CONCERT WITH IT)**

Reference is made to the joint announcement dated 29 January 2020 and issued by Kingsley Edugroup Limited (“**Kingsley**” or “**Company**”), China Maple Leaf Educational Systems Limited and Maple Leaf Education Asia Pacific Limited (the “**Joint Announcement**”) in relation to, among others, the Offer. Unless otherwise stated, capitalized terms used herein shall have the same meanings as defined in the Joint Announcement.

This announcement is made pursuant to Rule 2.1 of the Takeovers Code.

Kingsley Board is pleased to announce that Euto Capital Partners Limited, a licensed corporation licensed to carry out Type 6 (advising on corporate finance) regulated activity as defined under the SFO, has been appointed as the Independent Financial Adviser to advise the Independent Board Committee in respect of, among other things, the Offer.

The appointment of Euto Capital Partners Limited as the Independent Financial Adviser has been approved by the Independent Board Committee pursuant to Rule 2.1 of the Takeovers Code.

The letter of advice from the Independent Financial Adviser in respect of the Offer will be included in the Response Document to be issued to Kingsley Shareholders as soon as practicable and in compliance with the Takeovers Code.

By Order of the Board  
**Kingsley Edugroup Limited**  
**Tan Sri Dato' Sri Goh Ming Choon**  
*Chairman and Executive Director*

Subang Jaya, Malaysia, 31 January 2020

As at the date of this announcement, the directors of the Company are:

Executive Directors:

Tan Sri Dato' Sri Goh Ming Choon

Dato' Goh Meng Keong

Dr. Chua Ping Yong

Independent non-executive Directors:

Professor Emeritus Tan Sri Dato' Dr. Mohamed Salleh Bin Mohamed Yasin

Tan Sri Dato' Hj Abd Karim Bin Shaikh Munisar

Prof. Dr. Rozainun Binti Abdul Aziz

*The directors of Kingsley jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statements in this announcement misleading.*

*This announcement will remain on the GEM website at [www.hkgem.com](http://www.hkgem.com) on the "Latest Company Announcements" page for at least 7 days from the date of its posting and on the Company's website at [www.kingsley.edu.my](http://www.kingsley.edu.my).*