

*The Shareholders Communication Policy is available for viewing in English and traditional Chinese. If there is any inconsistency between the English and the traditional Chinese versions of the Shareholders Communication Policy of Kingsley Edugroup Limited, the English version shall prevail over the traditional Chinese version.*

**Kingsley Edugroup Limited**  
**皇壹國際教育企業集團有限公司**  
*(incorporated in the Cayman Islands with limited liability)*  
**(the “Company”)**  
**(Stock Code: 8105)**

## **SHAREHOLDERS COMMUNICATION POLICY (“POLICY”)**

### **1. PURPOSE**

- 1.1. This Policy aims to set out the provisions with the objective of ensuring that the Company’s shareholders, both individual and institutional (collectively, “**Shareholders**”), and, in appropriate circumstances, the investment community at large, are provided with ready, equal and timely access to balanced and understandable information about the Company (including its financial performance, strategic goals and plans, material developments, governance and risk profile), in order to enable Shareholders to exercise their rights in an informed manner, and to allow Shareholders and the investment community to engage actively with the Company.
- 1.2. For the purpose of this Policy, references to the investment community is intended to include the Company’s potential investors as well as analysts reporting and analysing the Company’s performance.

### **2. GENERAL POLICY**

- 2.1 The board of directors of the Company (the “**Board**”) shall maintain an on-going dialogue with Shareholders and the investment community, and will regularly review this Policy to ensure its effectiveness.
- 2.2 Information shall be communicated to Shareholders and the investment community mainly through the Company’s financial reports (interim and annual reports), annual general meetings and other general meetings that may be convened, as well as by making available all the disclosures submitted to The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and its corporate communications on the Company’s website for corporate communications and other corporate publications.
- 2.3 Effective and timely dissemination of information to Shareholders and the investment community shall be ensured at all times. Any question regarding this Policy shall be directed to the Investors Relationship Department of the Company.

### **3. COMMUNICATION STRATEGIES**

#### ***Shareholders' enquiries***

- 3.1 Shareholders should direct their questions about their shareholdings to the Company's share registrar.
- 3.2 Shareholders and the investment community may at any time make a request for the Company's information to the extent such information is publicly available.
- 3.3 Shareholders and the investment community shall be provided with designated contacts in order to enable them to make any query in respect of the Company.

#### ***Corporate Communication***

- 3.4 Corporate communication will be provided to Shareholders in plain language and in both English and Chinese versions to facilitate Shareholders' understanding. Shareholders have the right to choose the language (either English or Chinese) or means of receipt of the corporate communications (in hard copy or through electronic means).
- 3.5 Shareholders are encouraged to provide, amongst other things, in particular, their email addresses to the Company in order to facilitate timely and effective communications from the Company.

#### ***Corporate Website***

- 3.6 Information on the Company's website is updated on a regular basis.
- 3.7 Information released by the Company to the Stock Exchange is also posted on the Company's website for corporate communications immediately thereafter. Such information includes financial statements, results announcements, circulars and notices of general meetings and associated explanatory documents etc.

#### ***Shareholders' Meetings***

- 3.8 Shareholders are encouraged to participate in general meetings or to appoint proxies to attend and vote at meetings for and on their behalf if they are unable to attend the meetings.
- 3.9 Appropriate arrangements for the annual general meetings shall be in place to encourage Shareholders' participation.
- 3.10 The process of the Company's general meeting will be monitored and reviewed on a regular basis, and, if necessary, changes will be made to ensure that Shareholders' needs are best served.

- 3.11 Board members, in particular, the chairmen of Board committees or their delegates, appropriate management executives and external auditors will attend annual general meetings to answer Shareholders' questions.
- 3.12 Shareholders are encouraged to attend shareholders' activities organised by the Company, where information about the Company, including its latest strategic plan, will be communicated.

#### *Investment Market Communications*

- 3.13 Investor/analysts briefings and one-on-one meetings, roadshows (both domestic and international), media interviews, marketing activities for investors and specialist industry forums etc. will be available on a regular basis in order to facilitate communication between the Company, Shareholders and the investment community.

## **4. SHAREHOLDER PRIVACY**

- 4.1 The Company recognises the importance of Shareholders' privacy and will not disclose Shareholders' information without their consent, unless required by law to do so.

19 April 2018