

Unless otherwise defined herein, capitalized terms in this announcement shall have the same meanings as those defined in the prospectus dated November 18, 2014 (the “**Prospectus**”) issued by China Maple Leaf Educational Systems Limited (the “**Company**”).

This announcement is for information purposes only and does not constitute an offer or an invitation to induce an offer by any person to acquire, purchase or subscribe for securities. Potential investors should read the Prospectus for detailed information about the Company and the Global Offering described below before deciding whether or not to invest in the Offer Shares.

*This announcement is not for release, publication, distribution, directly or indirectly, in or into the United States (including its territories and possessions, any state of the United States and the District of Columbia). This announcement does not constitute or form a part of any offer or solicitation to purchase or subscribe for securities in the United States. The Offer Shares have not been, and will not be, registered under the United States Securities Act of 1933, as amended from time to time (the “**U.S. Securities Act**”). The securities may not be offered or sold, pledged or transferred within the United States except in transactions exempt from, or not subject to, the registration requirements of the U.S. Securities Act. There will be no public offer of securities in the United States.*

*Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and Hong Kong Securities Clearing Company Limited (“**HKSCC**”) take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*

*In connection with the Global Offering, BNP Paribas Securities (Asia) Limited, as Stabilization Manager (the “**Stabilization Manager**”), its affiliates or any person acting for it, on behalf of the Underwriters, may over-allocate or effect other transactions with a view to stabilizing or maintaining the market price of the Shares at a level higher than that which might otherwise prevail in the open market for a limited period which begins on the commencement of trading of the Shares on the Stock Exchange and ends on the 30th day after the last day for lodging applications under the Hong Kong Public Offering. However, there is no obligation on the Stabilization Manager, or its affiliates or any person acting for it to do this. Such stabilizing action, if taken, may be discontinued at any time, and must be brought to an end after a limited period. Such transactions may be effected in all jurisdictions where it is permissible to do so, in each case in compliance with all applicable laws, rules and regulations in place, including the Securities and Futures (Price Stabilizing) Rules, as amended, made under the Securities and Future Ordinance (Chapter 571W of the Laws of Hong Kong).*

Potential investors should be aware that stabilizing action cannot be taken to support the price of the Shares for longer than the stabilization period which begins on the Listing Date and is expected to expire on the 30th day after the date of closing of the application lists under the Hong Kong Public Offering. After this date, no further stabilizing action may be taken, demand for the Shares, and therefore the price of the Shares, could fall.

In connection with the Global Offering, the Company is expected to grant the Over-allotment Option to the International Underwriters, exercisable by the Joint Global Coordinators on behalf of the International Underwriters.



China Maple Leaf Educational Systems Limited

中國楓葉教育集團有限公司*

(incorporated in the Cayman Islands with limited liability)

GLOBAL OFFERING

Number of Offer Shares in the Global Offering	: 334,000,000 Shares (subject to the Over-allotment Option)
Number of Hong Kong Offer Shares	: 33,400,000 Shares (subject to adjustment)
Number of International Placing Shares	: 300,600,000 Shares (subject to adjustment and the Over-allotment Option)
Maximum Offer Price	: HK\$3.07 per Share plus brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars and subject to refund)
Nominal Value	: US\$0.001 per Share
Stock Code	: 1317

Joint Global Coordinators, Joint Sponsors, Joint Bookrunners and Joint Lead Managers



Application has been made by the Company to the Listing Committee of the Stock Exchange for the granting of the listing of, and permission to deal in, (i) the Shares in issue and (ii) the any Shares to be issued pursuant to the Capitalization Issue and the Global Offering (including the additional Shares which may be issued or sold pursuant to the exercise of the Over-allotment Option) and (iii) the Shares to be issued pursuant to the Pre-IPO Share Option Scheme, the Post-IPO Share Option Scheme and the RSU Scheme. Assuming the Global Offering becomes unconditional at or before 8:00 a.m. in Hong Kong on Friday, November 28, 2014, dealings in the Shares on the Main Board are expected to commence at 9:00 a.m. on Friday, November 28, 2014. In the event the Over-allotment Option is exercised, an announcement will be made on the Company's website at www.mapleleaf.cn and the website of the Stock Exchange at www.hkexnews.hk.

* For identification purposes only

The Global Offering comprises the Hong Kong Public Offering of initially 33,400,000 Hong Kong Offer Shares (subject to adjustment), representing 10% of the Shares initially offered in the Global Offering, and the International Placing of initially 300,600,000 International Placing Shares (subject to adjustment and the Over-allotment Option), representing 90% of Shares initially offered in the Global Offering. The allocation of the Shares between the Hong Kong Public Offering and the International Placing will be subject to adjustment as described in the section headed “Structure of the Global Offering — The Hong Kong Public Offering” in the Prospectus.

If the Stock Exchange grants approval for the listing of, and permission to deal in, the Shares and we comply with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the date of commencement of dealings in the Shares or any other date HKSCC chooses. Settlement of transactions between Exchange Participants (as defined in the Listing Rules) is required to take place in CCASS on the second business day after any trading day. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. All necessary arrangements have been made to enable the Shares to be admitted into CCASS.

In connection with the Global Offering, the Company intends to grant the Over-allotment Option to the Joint Global Coordinators on behalf of the International Underwriters. The Over-allotment Option gives the Joint Global Coordinators the right, exercisable at any time from the day on which trading of the Shares commences on the Stock Exchange within 30 days from the last day for lodging applications under the Hong Kong Public Offering, to require the Company to allot and issue up to an aggregate of 50,100,000 additional Shares, representing 15% of the initial size of the Global Offering at the Offer Price to cover, among other things, overallocations in the International Placing, if any.

The Offer Price will not be more than HK\$3.07 per Offer Share and will not be less than HK\$2.23 per Offer Share, unless otherwise announced by no later than the morning of the last day for lodging applications under the Hong Kong Public Offering as further explained below. If you apply for the Offer Shares under the Hong Kong Public Offering, you must pay the maximum Offer Price of HK\$3.07 per Offer Share plus a 1.0% brokerage fee, 0.005% Stock Exchange trading fee and 0.0027% SFC transaction levy subject to refund if the Offer Price as finally determined is less than HK\$3.07 per Offer Share.

Applications for the Hong Kong Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus and the Application Forms. For Hong Kong Offer Shares to be issued in your own name, use a **WHITE** Application Form or apply online through the designated website of the HK eIPO White Form Service Provider at www.hkeipo.hk under the HK eIPO White Form Service. For Hong Kong Offer Shares to be issued in the name of HKSCC Nominees and deposited directly into CCASS to be credited to your or a designated CCASS Participant’s stock account, use a **YELLOW** Application Form or **electronically instruct** HKSCC via CCASS to cause HKSCC Nominees to apply for you.

You can collect a **WHITE** Application Form and a copy of the Prospectus during normal business hours between 9:00 a.m. to 5:00 p.m. from Tuesday, November 18, 2014 to Thursday, November 20, 2014 and between 9:00 a.m. to 12:00 noon on Friday, November 21, 2014 from:

1. any of the following offices of the Hong Kong Joint Bookrunners:

- **BNP Paribas Securities (Asia) Limited**

62/F, Two International Finance Centre
8 Finance Street
Central, Hong Kong

- **CLSA Limited**

18/F, One Pacific Place
88 Queensway
Hong Kong

2. Any of the branches of the following receiving bank for the Hong Kong Public Offering:

Standard Chartered Bank (Hong Kong) Limited

	Branch	Address
Hong Kong Island	88 Des Voeux Road Branch	88 Des Voeux Road Central, Central
	North Point Centre Branch	Shop G, G/F, North Point Centre, 284 King's Road, North Point
	Aberdeen Branch	Shop 4A, G/F and Shop 1, 1/F, Aberdeen Centre Site 5, No.6–12 Nam Ning Street, Aberdeen
Kowloon	68 Nathan Road Branch	Basement, Shop B1, G/F Golden Crown Court, 66–70 Nathan Road, Tsimshatsui
	Cheung Sha Wan Branch	828 Cheung Sha Wan Road, Cheung Sha Wan
	Telford Gardens Branch	Shop P9–12, Telford Centre, Telford Gardens, Tai Yip Street, Kwun Tong
	San Po Kong Branch	Shop A, G/F, Perfect Industrial Building, 31 Tai Yau Street, San Po Kong

New Territories	Shatin Plaza Branch	Shop No. 8, Shatin Plaza, 21–27 Shatin Centre Street, Shatin
	Tsuen Wan Branch	Shop C, G/F & 1/F, Jade Plaza, 298 Sha Tsui Road, Tsuen Wan
	Tuen Mun Town Plaza Branch	Shop No. G047–G052, Tuen Mun Town Plaza Phase I, Tuen Mun

You can collect a **YELLOW** Application Form and a copy of the Prospectus during normal business hours from 9:00 a.m. on Tuesday, November 18, 2014 until 12:00 noon on Friday, November 21, 2014 from the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong; or from your stockbroker.

Your completed **WHITE** or **YELLOW** Application Form, together with a cheque or a banker's cashier order attached and marked payable to Horsford Nominees Limited — China Maple Leaf Public Offer for the payment, should be deposited in the special collection boxes provided at any of the branches of the receiving bank listed above, at the following times:

Tuesday, November 18, 2014 — 9:00 a.m. to 5:00 p.m.

Wednesday, November 19, 2014 — 9:00 a.m. to 5:00 p.m.

Thursday, November 20, 2014 — 9:00 a.m. to 5:00 p.m.

Friday, November 21, 2014 — 9:00 a.m. to 12:00 noon

You may submit your application to the HK eIPO White Form service at www.hkeipo.hk (24 hours daily, except on the last application day) from 9:00 a.m. on Tuesday, November 18, 2014 until 11:30 a.m. on Friday, November 21, 2014 or such later time as described in the section headed “How to Apply for Hong Kong Offer Shares — 10. Effect of bad weather on the opening of the application lists” in the Prospectus.

CCASS Participants can input **electronic application instructions** from 9:00 a.m. on Tuesday, November 18, 2014 until 12:00 noon on Friday, November 21, 2014 or such later time as described in the section headed “How to Apply for Hong Kong Offer Shares — 10. Effect of bad weather on the opening of the application lists” in the Prospectus.

Please refer to the sections headed “Structure of the Global Offering” and “How to Apply for Hong Kong Offer Shares” in the Prospectus for details of the conditions and procedures of the Hong Kong Public Offering.

The Company expects to publish the announcement on the final Offer Price, the level of indication of interest in the International Placing, the level of applications in the Hong Kong Public Offering and the basis of allocation of the Hong Kong Offer Shares under the Hong Kong Public Offering (i) in South China Morning Post (in English); (ii) in Hong Kong Economic Times (in Chinese); (iii) on the website of the Stock Exchange (www.hkexnews.hk); and (iv) on its own website (www.mapleleaf.cn) on Thursday, November 27, 2014. The results of allocations and the Hong Kong Identity Card/passport/Hong Kong Business Registration numbers of successful applicants under the Hong Kong Public Offering will be available through a variety of channels from Thursday, November 27, 2014 as described in the section headed “How to apply for Hong Kong Offer Shares — 11. Publication of results” in the Prospectus.

No temporary document of title will be issued in respect of the Shares. Share certificates will only become valid at 8:00 a.m. on Friday, November 28, 2014 provided that the Global Offering has become unconditional and the right of termination described in the section headed “Underwriting” in the Prospectus has not been exercised. No receipt will be issued for sums paid on application. Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Friday, November 28, 2014. The Shares will be traded on the Main Board of the Stock Exchange in board lots of 2,000 Shares each. The stock code of the Shares is 1317.

By order of the Board
China Maple Leaf Educational Systems Limited
Shu Liang Sherman Jen
Chairman

Hong Kong, November 18, 2014

As at the date of this announcement, the Board comprises Mr. Shu Liang Sherman Jen, Mr. Zhenwan Liu, Ms. Jingxia Zhang and Mr. James William Beeke as executive Directors; Mr. Howard Robert Balloch and Mr Yue Ji as non-executive Directors; and Mr. Peter Humphrey Owen, Mr. Chak Kei Jack Wong and Mr. Lap Tat Arthur Wong as independent non-executive Directors.

Please also refer to the published version of this announcement in South China Morning Post (in English) and Hong Kong Economic Times (in Chinese).