

Unless otherwise defined herein, terms used in this announcement shall have the same meanings as those defined in the prospectus dated 16 January 2017 (the “**Prospectus**”) issued by Wisdom Education International Holdings Company Limited (the “**Company**”).

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This announcement is for information purposes only and does not constitute an invitation or an offer 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 is not an offer to sell, or a solicitation of an offer to buy or subscribe for any securities of the Company (the “**Shares**”) in the United States or in any other jurisdictions. The Shares have not been, and will not be, registered under the United States Securities Act of 1933, as amended (the “**Securities Act**”) or any state securities laws of the United States, and may not be offered or sold in the United States except pursuant to an effective registration statement or in accordance with an available exemption from, or in a transaction not subject to, the registration requirements of the Securities Act. Any public offering of securities to be made in the United States will be made by means of an offering memorandum that may be obtained from the issuer and that will contain detailed information about the Company and management, as well as financial statements. The Shares are being offered and sold outside the United States as offshore transactions in accordance with Regulation S under the Securities Act.

Wisdom Education International Holdings Company Limited

睿見教育國際控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock code: 6068)

STABILISATION ACTIONS AND END OF STABILISATION PERIOD

The Company announces that the stabilisation period in connection with the Global Offering ended on 18 February 2017, being the 30th day after the last day of closing of the application lists under the Hong Kong Public Offering. The stabilisation actions undertaken during the stabilisation period were:

- (1) over-allocations of an aggregate of 75,000,000 Shares (the “**Over-allotment Shares**”), representing approximately 15% of the total number of Offer Shares initially available under the Global Offering (before any exercise of the Over-allotment Option);
- (2) successive market purchases of an aggregate of 41,620,000 Shares at a price in the range of HK\$1.620 per Share to HK\$1.700 per Share (exclusive of brokerage of 1.0%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%) during the stabilisation period, representing approximately 8.32% of the Offer Shares initially offered under the Global Offering before any exercise of the Over-allotment Option; and
- (3) the partial exercise of the Over-allotment Option by the Sole Sponsor (after consultation with the Joint Global Coordinators to the extent practicable) on behalf of the International Underwriters in respect of an aggregate of 37,154,000 Shares, representing approximately 7.43% of the total number of the Offer Shares initially available under the Global Offering to cover over-allocations in the International Offering.

STABILISATION ACTIONS AND END OF STABILISATION PERIOD

The Company makes this announcement pursuant to Section 9(2) of the Securities and Futures (Price Stabilizing) Rules (Chapter 571W of the Laws of Hong Kong) and announces that the stabilisation period in connection with the Global Offering ended on 18 February 2017, being the 30th day after the last day of closing of the application lists under the Hong Kong Public Offering.

The stabilisation actions undertaken by the Stabilising Manager, its affiliates, or any person acting for it, on behalf of the Underwriters during the stabilisation period were:

- (1) over-allocations of an aggregate of 75,000,000 Shares (the “**Over-allotment Shares**”), representing approximately 15% of the total number of Offer Shares initially available under the Global Offering (before any exercise of the Over-allotment Option);
- (2) successive market purchases of an aggregate of 41,620,000 Shares at a price in the range of HK\$1.620 per Share to HK\$1.700 per Share (exclusive of brokerage of 1.0%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%) during the stabilisation period, representing approximately 8.32% of the Offer Shares initially offered under the Global Offering before any exercise of the Over-allotment Option; and
- (3) the partial exercise of the Over-allotment Option by the Sole Sponsor (after consultation with the Joint Global Coordinators to the extent practicable) on behalf of the International Underwriters in respect of an aggregate of 37,154,000 Shares, representing approximately 7.43% of the total number of the Offer Shares initially available under the Global Offering to cover over-allocations in the International Offering.

The Directors confirm that the Company continues to satisfy the minimum percentage of Shares in public hands as required under as Rule 8.08 of the Listing Rules. No new Shares or securities convertible into equity securities of the Company may be issued within six months from the Listing Date save for the situations set out in Rule 10.08 of the Listing Rules.

By order of the Board
Wisdom Education International Holdings Company Limited
Mr. Liu Xuebin
Chairman

Hong Kong, 19 February 2017

As of the date of this announcement, the executive directors of the Company are Mr. Liu Xuebin, Ms. Li Suwen, Mr. Li Jiuchang and Mr. Ng Cheuk Him; and the independent non-executive directors of the Company are Mr. Sun Kai Lit Cliff, Mr. Tam King Ching Kenny and Mr. Yau Sze Ka.