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CHINA E-LEARNING GROUP LIMITED
中國網絡教育集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 08055)

COMPLETION OF DISCLOSEABLE TRANSACTION
DISPOSAL OF SUBSIDIARIES
AND
TRANSFER OF OWNERSHIP OF ONLINE TICKETING SYSTEM

Reference is made to the announcement of China E-Learning Group Limited (the “**Company**”) dated 27 February 2014 (the “**Announcement**”) in relation to the discloseable transaction in respect of the disposal of the entire issued share capital of Everjoy Technology and Everjoy International and the transfer of the rights and ownership of the Online Ticketing System.

Capitalised terms used herein shall have the same meanings as those defined in the Announcement, unless the context otherwise requires.

The Board is pleased to announce that all conditions precedent under the Agreement have been fulfilled and that the Completion has taken place on 12 March 2014.

By Order of the Board
China E-learning Group Limited
Yuan Wei
Executive Director

Hong Kong, 12 March 2014

As at the date of this announcement, the Board comprises one executive Director, namely Mr. Yuan Wei; one non-executive director, Mr. Li Xiangjun; and three independent non-executive Directors, namely Dr. Huang Chung Hsing, Mr. Li Qunsheng and Ms. Li Ya Ru Nancy.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

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