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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)

APPOINTMENT OF EXECUTIVE DIRECTOR

The Board announces that Mr. Yang Jilin has been appointed as executive director of the Company with effect from 8 July 2014.

The board of directors (the “**Board**”) of China E-Learning Group Limited (the “**Company**”) announces that Mr. Yang Jilin has been appointed as executive director of the Company with effect from 8 July 2014.

Mr. Yang Jilin (“**Mr. Yang**”), aged 23, obtained a bachelor’s degree in industrial and systems engineering from the Hong Kong Polytechnic University in 2014. Mr. Yang does not hold any position with the Company and its subsidiaries and he does not hold any directorship in other listed companies nor has any other major appointment or qualification in the last three years.

Mr. Yang does not have any relationship with any directors, senior management, substantial shareholders or controlling shareholders of the Company as defined in the Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange (the “**GEM Listing Rules**”). Mr. Yang did not have any interest in the shares or underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

Mr. Yang has entered into a service contract with the Company for a period of 3 years. Mr. Yang is entitled to receive a remuneration in sum of HK\$600,000 per annum, which is proposed by the remuneration committee of the Company with reference to prevailing market conditions and his roles and responsibilities with the Company and then determined by the Board. Mr. Yang will be subject to retirement by rotation and re-election at annual general meetings of the Company in accordance with the Articles of Association of the Company.

Save as disclosed herein, the Board is not aware of any matters or information relating to Mr. Yang that are required to be disclosed pursuant to paragraphs (h) to (v) of Rule 17.50(2) of the GEM Listing Rules nor are there any other matters that need to be brought to the attention of the shareholders of the Company.

The Board would also like to take this opportunity to extend a warm welcome to Mr. Yang on his appointment.

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

Hong Kong, 8 July 2014

As at the date of this announcement, the Board comprises two executive directors, namely Mr. Yuan Wei and Mr. Yang Jilin; 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 in this announcement misleading.

This announcement will remain on the GEM website at www.hkgem.com on the “Latest Company Announcements” page and the website of the Company at www.chinae-learning.com for at least 7 days from the date of its publication.