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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)

CLARIFICATION ANNOUNCEMENT

Reference is made to the announcement of China E-Learning Group Limited (the “Company”) dated 30 August 2016 (the “Announcement”) for the discloseable transaction in relation to the acquisition of 45% equity interest in Business Harbour Inc. involving issue of consideration shares under general mandate. Capitalised terms used herein shall have the same meanings as defined in the Announcement unless otherwise stated.

The Company has noted a printing error made to the amount of the audited net profit after tax attributable to the Target Company under Profit Guarantee 2. The Company would like to clarify that the amount of the audited net profit after tax attributable to the Target Company under Profit Guarantee 2 should be not less than HK\$6 Million instead of not less than HK\$600 Million.

In addition, the Company has also noted a clerical mistake that the following disclosure has been missed in the Announcement:

“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.irasia.com/listco/hk/chinaelearning/ for at least 7 days from the date of its publication.”

Save as disclosed above, all other information in the Announcement remains unchanged.

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

Hong Kong, 31 August 2016

As at the date of this announcement, the Board comprises two executive directors, namely Mr. Yuan Wei and Ms. Zhang Jianxin; 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 Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited 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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