ALLIANCE INTERNATIONAL EDUCATION LEASING HOLDINGS LIMITED

友 聯 國 際 教 育 租 賃 控 股 有 限 公 司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1563)

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

This announcement is made by Alliance International Education Leasing Holdings Limited (the "**Company**", and its subsidiaries, collectively the "**Group**") pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**").

The board (the "**Board**") of directors (the "**Directors**") of the Company proposes to amend the existing second amended and restated articles of association of the Company (the "**Proposed Amendments**") to modernise the Company's governance structure, improve shareholder rights, and ensure alignment with applicable laws, the Listing Rules, and international best practices. The Proposed Amendments include updates to facilitate electronic communication, enhance corporate governance, and improve operational flexibility. In view of the Proposed Amendments, the Board proposes to adopt the third amended and restated articles of association incorporating and consolidating all the Proposed Amendments (the "**Third Amended and Restated Articles of Association**") in substitution for, and to the exclusion of, the existing second amended and restated articles of association of the Company.

The key Proposed Amendments are briefly summarised below:

1. **Enhancements to General Meeting Provisions**: Recognition of hybrid and virtual meetings, with rules governing electronic participation and ensuring proper conduct of meetings and voting in line with the core shareholder protection standards as set out in Appendix A1 to the Listing Rules.

2. **Facilitation of Electronic Instructions from Shareholders**: Provisions enabling shareholders to send meeting instructions, such as proxy-related instructions, electronically to the Company.

3. **Facilitation of Electronic Communication**: Provisions enabling any notice or document of the Company to be given or issued by means of electronic communication or publication on the websites of the Company or the Stock Exchange, subject to applicable regulations. Provisions were also made for electronic voting and communication during meetings.

4. **Treasury Shares**: Expressly allowing the Company to repurchase and hold shares it repurchases or acquires as treasury shares in accordance with the applicable laws of the Cayman Islands and the Listing Rules, providing greater flexibility in managing share capital.

5. **Housekeeping Amendments**: Necessary and consequential updates to align the articles of association of the Company with the applicable laws of the Cayman Islands, the Listing Rules, and international best practices, including improved wording and structure for better clarity and consistency.

The Proposed Amendments are subject to the approval of the shareholders of the Company by way of a special resolution at the forthcoming annual general meeting of the Company to be held on 29 August 2025 (the "**AGM**"), and will become effective upon the approval by the shareholders at the AGM.

A circular containing, among other matters, details relating to the Proposed Amendments and the Third Amended and Restated Articles of Association, together with a notice of the AGM, will be despatched to the shareholders on 29 July 2025.

By order of the Board
Alliance International Education Leasing Holdings Limited
Li Luqiang
Chairman

Hong Kong, 21 July 2025

As at the date of this announcement, the Board comprises Mr. Li Luqiang, Mr. Liu Zhenjiang, Ms. Liu Meina and Mr. Yuen Kin Shan as executive directors; Mr. Jiao Jianbin as non-executive director; and Mr. Liu Changxiang, Mr. Liu Xuewei, Mr. Jiao Jian, Mr. Shek Lai Him Abraham and Ms. Xing Li as independent non-executive directors.