



Monthly Return for Equity Issuer and Hong Kong Depositary Receipts listed under Chapter 19B of the Exchange Listing Rules on Movements in Securities

For the month ended: 31 December 2024

Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: Shanghai Gench Education Group Limited

Date Submitted: 03 January 2025

I. Movements in Authorised / Registered Share Capital

| | | | | | | |
|-------------------------------------|--|----------------|-----------------|---------------------------------|-------------------------------------|--|
| 1. Class of shares | Ordinary shares | Type of shares | Not applicable | Listed on the Exchange (Note 1) | Yes | |
| Stock code (if listed) | 01525 | Description | Ordinary shares | | | |
| | Number of authorised/registered shares | | Par value | | Authorised/registered share capital | |
| Balance at close of preceding month | 500,000,000 | HKD | 0.01 | HKD | 5,000,000 | |
| Increase / decrease (-) | 0 | | | HKD | 0 | |
| Balance at close of the month | 500,000,000 | HKD | 0.01 | HKD | 5,000,000 | |

Total authorised/registered share capital at the end of the month: HKD 5,000,000

II. Movements in Issued Shares and/or Treasury Shares

| | | | | | | |
|-------------------------------------|-----------------|--|---------------------------|---------------------------------|-----|--|
| 1. Class of shares | Ordinary shares | Type of shares | Not applicable | Listed on the Exchange (Note 1) | Yes | |
| Stock code (if listed) | 01525 | Description | Ordinary shares | | | |
| | | Number of issued shares (excluding treasury shares) | Number of treasury shares | Total number of issued shares | | |
| Balance at close of preceding month | | 415,000,000 | 0 | 415,000,000 | | |
| Increase / decrease (-) | | 0 | 0 | | | |
| Balance at close of the month | | 415,000,000 | 0 | 415,000,000 | | |

III. Details of Movements in Issued Shares and/or Treasury Shares

(A). Share Options (under Share Option Schemes of the Issuer)

| | | | | | | | | | | | | | | | |
|--|---|---|--|---------------------------|----------------|---|---------------------------------|--|--|--|--|---|--|---|--|
| 1. Class of shares | | Ordinary shares | | Type of shares | Not applicable | | Listed on the Exchange (Note 1) | | | Yes | | | | | |
| Stock code (if listed) | | 01525 | | Description | | | | | | | | | | | |
| Particulars of share option scheme | | Number of share options outstanding at close of preceding month | | Movement during the month | | Number of share options outstanding at close of the month | | Number of new shares issued during the month pursuant thereto (A1) | | Number of treasury shares transferred out of treasury during the month pursuant thereto (A2) | | Number of shares which may be issued or transferred out of treasury pursuant thereto as at close of the month | | The total number of shares which may be issued or transferred out of treasury upon exercise of all share options to be granted under the scheme at close of the month | |
| 1). | Share Option Scheme adopted on 19 December 2019 | 0 | | | | 0 | | 0 | | 0 | | 0 | | 40,000,000 | |
| General Meeting approval date (if applicable) 19 December 2019 | | | | | | | | | | | | | | | |

Increase in issued shares (excluding treasury shares): 0 Ordinary shares (AA1)

Decrease in treasury shares: 0 Ordinary shares (AA2)

Total funds raised during the month from exercise of options: HKD 0

(B). Warrants to Issue Shares of the Issuer

Not applicable

(C). Convertibles (i.e. Convertible into Shares of the Issuer)

Not applicable

(D). Any other Agreements or Arrangements to Issue Shares of the Issuer, including Options (other than Share Option Schemes)

Not applicable

(E). Other Movements in Issued Shares and/or Treasury Shares

Not applicable

| | | |
|--|---|-----------------|
| Total increase/ decrease (-) in issued shares (excluding treasury shares) during the month (i.e. Total of AA1 to EE1): | 0 | Ordinary shares |
| Total increase/ decrease (-) in treasury shares during the month (i.e. Total of AA2 to EE2): | 0 | Ordinary shares |

IV. Information about Hong Kong Depositary Receipt (HDR) Not applicable

V. Confirmations Not applicable

Submitted by: ZHAO Donghui

Title: Executive Director

 (Director, Secretary or other Duly Authorised Officer)

Notes

1. The Exchange refers to The Stock Exchange of Hong Kong Limited.
2. In the case of repurchase of shares (shares repurchased and cancelled) and redemption of shares (shares redeemed and cancelled), "date of event" should be construed as "cancellation date".
In the case of repurchase of shares (shares held as treasury shares), "date of event" should be construed as "date on which shares were repurchased and held by the issuer in treasury".
3. The information is required in the case of repurchase of shares (shares repurchased for cancellation but not yet cancelled) and redemption of shares (shares redeemed but not yet cancelled). Please state the number of shares repurchased or redeemed during the month or in preceding month(s) but pending cancellation as at close of the month as a negative number.
4. Items (i) to (viii) are suggested forms of confirmation. The listed issuer may amend the item(s) that is/are not applicable to meet individual cases. Where the issuer has already made the relevant confirmations in a return published under Main Board Rule 13.25A / GEM Rule 17.27A in relation to the securities issued, or the treasury shares sold or transferred, no further confirmation is required to be made in this return.
5. "Identical" means in this context:
 - the securities are of the same nominal value with the same amount called up or paid up;
 - they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and
 - they carry the same rights as to unrestricted transfer, attendance and voting at meetings and rank pari passu in all other respects.