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SHANGHAI GENCH EDUCATION GROUP LIMITED

上海建橋教育集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1525)

SUPPLEMENTAL ANNOUNCEMENT IN RELATION TO THE ANNUAL REPORT FOR THE YEAR ENDED 31 DECEMBER 2024

Reference is made to the annual report of Shanghai Gench Education Group Limited (the “**Company**”) for the year ended 31 December 2024 (the “**Annual Report**”) published on 15 April 2025. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Annual Report.

The Board would like to provide supplemental information regarding the emoluments paid or payable to the Directors and the chief executive as disclosed in Note 8 to the consolidated financial statements contained in the Annual Report (“**Note 8**”).

Note 8 should read as follows (with changes underlined and in bold). Save as disclosed herein, all other information in the Annual Report remains unchanged.

8. DIRECTORS' AND CHIEF EXECUTIVE'S REMUNERATION

Directors' and chief executive's remuneration for the year, disclosed pursuant to the Listing Rules, section 383(1)(a), (b), (c) and (f) of the Hong Kong Companies Ordinance and Part 2 of the Companies (Disclosure of Information about Benefits of Directors) Regulation, is as follows:

	2024 <i>RMB'000</i>	2023 <i>RMB'000</i>
Fees	1,320	1,086
Other emoluments:		
Salaries, allowances and benefits in kind	<u>2,469</u>	2,620
Performance-related bonuses	–	400
Pension scheme contributions and social welfare	<u>213</u>	<u>2</u>
Subtotal	<u>2,682</u>	<u>3,022</u>
Total	<u><u>4,002</u></u>	<u><u>4,108</u></u>

(a) Independent non-executive directors

The fees paid to independent non-executive directors during the year were as follows:

	2024 <i>RMB'000</i>	2023 <i>RMB'000</i>
Mr. Chen Baizhu	220	216
Mr. Hu Rongen	220	216
Ms. Liu Tao	<u>220</u>	<u>216</u>
Total	<u><u>660</u></u>	<u><u>648</u></u>

(b) Executive directors, non-executive directors and the chief executive

Year ended 31 December 2024

	Fees <i>RMB'000</i>	Salaries, allowances and benefits in kind <i>RMB'000</i>	Performance- related bonuses <i>RMB'000</i>	Pension scheme contributions and social welfare <i>RMB'000</i>	Total remuneration <i>RMB'000</i>
Executive directors:					
– Mr. Zhao Donghui (iii)	–	1,008	–	–	1,008
– Mr. Ding Zheyin (iv)	–	826	–	166	992
Subtotal	–	1,834	–	166	2,000
Non-executive directors:					
– Mr. Du Jusheng (i)	146	–	–	–	146
– Ms. Li Huihui (ii)	74	–	–	–	74
– Mr. Ye Qionghai (viii)	220	–	–	–	220
– Ms. Zhao Jiaqiao (viii)	220	–	–	–	220
Subtotal	660	–	–	–	660
<u>Chief executive:</u>					
– <u>Mr. Zhou Tianming (ix)</u>	–	<u>283</u>	–	<u>47</u>	<u>330</u>
– <u>Mr. Zheng Xiangzhan (vi)</u>	–	<u>352</u>	–	–	<u>352</u>
Subtotal	–	<u>635</u>	–	<u>47</u>	<u>682</u>
Total	<u>660</u>	<u>2,469</u>	<u>–</u>	<u>213</u>	<u>3,342</u>

Year ended 31 December 2023

	Fees	Salaries, allowances and benefits in kind	Performance- related bonuses	Pension scheme contributions and social welfare	Total remuneration
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Executive directors:					
– Mr. Zhao Donghui (iii)	–	12	–	–	12
– Mr. Ding Zheyin (iv)	–	8	–	2	10
– Mr. Zhou Xingzeng (v)	–	1,000	200	–	1,200
– Mr. Zheng Xiangzhan (vi)	–	900	200	–	1,100
– Mr. Shi Yinjie (vii)	–	700	–	–	700
Subtotal	–	2,620	400	2	3,022
Non-executive directors:					
– Mr. Du Jusheng (i)	216	–	–	–	216
– Mr. Zhao Donghui (iii)	216	–	–	–	216
– Mr. Ye Qionghai (viii)	3	–	–	–	3
– Ms. Zhao Jiaqiao (viii)	3	–	–	–	3
Subtotal	438	–	–	–	438
Total	438	2,620	400	2	3,460

- (i) Mr. Du Jusheng resigned as a non-executive director of the Company effective from 29 August 2024.
- (ii) Ms. Li Huihui was appointed as a non-executive director of the Company effective from 29 August 2024.
- (iii) Mr. Zhao Donghui was re-designated from a non-executive director to an executive director of the Company, and was appointed as the chairman of the board effective from 27 December 2023.
- (iv) Mr. Ding Zheyin was appointed as an executive director of the Company effective from 27 December 2023.
- (v) Mr. Zhou Xingzeng resigned as the chairman of the board, an executive director of the Company effective from 27 December 2023.

- (vi) Mr. Zheng Xiangzhan resigned as an executive director of the Company effective from 27 December 2023 **and resigned as the chief executive officer of the Company effective from 29 August 2024. His total remuneration in 2023 covered his responsibilities as the chief executive officer of the Company.**
- (vii) Mr. Shi Yinjie resigned as an executive director of the Company effective from 27 December 2023.
- (viii) Mr. Ye Qionghai and Ms. Zhao Jiaqiao were appointed as non-executive directors of the Company effective from 27 December 2023.
- (ix) Mr. Zhou Tianming was appointed as the chief executive officer of the Company effective from 29 August 2024.**

There was no arrangement under which a director or the chief executive waived or agreed to waive any remuneration during the year.

By order of the Board
Shanghai Gench Education Group Limited
Zhao Donghui
Chairman

Hong Kong, 26 June 2025

As at the date of this announcement, our executive Directors are Mr. Zhao Donghui and Mr. Ding Zheyin, our non-executive Directors are Ms. Li Huihui, Mr. Ye Qionghai and Ms. Zhao Jiaqiao, and our independent non-executive Directors are Mr. Chen Baizhu, Mr. Hu Rongen and Ms. Liu Tao.