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DASHAN EDUCATION HOLDINGS LIMITED

大山教育控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 9986)

SUPPLEMENTAL ANNOUNCEMENT PLACING OF NEW SHARES UNDER GENERAL MANDATE

Placing Agent



Reference is made to the announcement of Dashan Education Holdings Limited (the “**Company**”) dated 27 June 2025 (the “**Announcement**”) in relation to the placing of new shares of the Company under general mandate. Unless otherwise defined, capitalised terms used herein have the same meanings as defined in the Announcement.

AMENDMENT TO THE PLACING AGREEMENT

On 4 July 2025, the Company and the Placing Agent have entered into a supplemental agreement, pursuant to which the long stop date of the Placing (the “**Long Stop Date**”) has been changed from 27 July 2025 to 17 July 2025.

Save and except for the aforesaid change of the Long Stop Date, all other terms of the Placing Agreement shall remain unchanged and the Placing Agreement shall remain in full force and effect. The Board considers the change of the Long Stop Date is in the interests of the Company and the Shareholders as a whole.

In the event that the relevant conditions under the Placing is not fulfilled by the revised Long Stop Date and extension is required, the Company will ensure compliance with the requirement in respect of the discount, if applicable, of the Placing Price under Rule 13.36(5) of the Listing Rules.

USE OF NET PROCEEDS

The Group is currently principally engaged in (i) the provision of extracurricular programmes for personal attainment and overseas education consultation services; and (ii) the provision of diversified consultancy services for entities. As disclosed in the Announcement, the Company intends to use approximately 80% of the net proceeds for development and expansion of the Group's consulting services such as brand empowerment, promotion, operation and management through strategic acquisitions or internal growth. Thus, such net proceeds would be applied for the development and expansion of the Group's diversified consultancy services for entities. Such business includes brand operation and management and other consultancy services.

In this regard, the Company intends to apply the net proceeds as follows:

- (a) approximately 80.0% (being approximately HK\$38.9 million) for development and expansion of the Group's diversified consultancy services for entities, including:
 - (i) approximately 60.0% (being approximately HK\$29.2 million) will be used to develop and expand the Group's brand operation and management capacities, such as brand empowerment to elevate the value and influence of a brand and promotion and marketing of brands and products. In 2025, the Group has expanded its brand operation and management portfolios to cover two new brands of beauty and health products. The Group would also explore new business opportunities on operation and management of other brands of different products, when opportunities arise; and
 - (ii) approximately 20.0% (being approximately HK\$9.7 million) will be used to explore and finance any acquisition opportunities in company(ies) that is/are engaged in brand operation and management or related business; and
- (b) approximately 20.0% (being approximately HK\$9.7 million) as general working capital of the Group, which will be applied for the Group's business operation, including payments of staff costs and office, administration and other expenses.

It is expected that the proceeds will be fully utilized on or before 30 June 2026.

By order of the Board
Dashan Education Holdings Limited
Chan Kwong On
Company Secretary

Hong Kong, 4 July 2025

As at the date of this announcement, the executive Directors are Mr. Zhang Hongjun, Mr. Li Jing and Mr. Shan Jingchao; and the independent non-executive Directors are Dr. Xie Xiangbing, Ms. Wang Yanxiao and Mr. You Huanyu.