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LEGENDARY EDUCATION GROUP LIMITED

傳承教育集團有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8195)

**INSIDE INFORMATION
PROPOSED PLACING OF NEW SHARES
UNDER THE GENERAL MANDATE**

This announcement is made by the Company pursuant to Rule 17.10 of GEM Listing Rules and the Inside Information Provisions (as defined under the GEM Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Cap. 571, Laws of Hong Kong).

PROPOSED PLACING

The Company announces that it intends to raise capital by issuing new Shares under the General Mandate and is actively considering the appointment of a placing agent for the proposed placing with a target fundraising size of HK\$30,000,000 and a proposed placing price ranging from HK\$1.20 to HK\$1.30, subject to market conditions (the “**Proposed Placing**”).

Upon finalisation of the terms of the Proposed Placing, the placing agent will enter into an agreement with the Company.

Completion of the Proposed Placing is subject to market conditions and investors’ interest. If the Proposed Placing proceeds to completion, the Company intends to utilise the net proceeds from the Proposed Placing (i) to finance potential expansion relating to the principal activities of the Group (including financial quotient and investment education courses, and private supplementary education services); and (ii) for working capital and general corporate purposes.

GENERAL

As no binding agreement in relation to the Proposed Placing has been entered into as of the date of this announcement, the Proposed Placing may or may not materialise. Investors and shareholders of the Company are reminded to exercise caution when dealing in the securities of the Company.

Further announcement(s) in relation to the Proposed Placing will be made as and when necessary in accordance with the GEM Listing Rules.

DEFINITIONS

In this announcement, the following expressions shall have the meanings set out below unless the context requires otherwise:

“Board”	the board of Directors
“connected person”	has the meaning ascribed to it under the GEM Listing Rules
“Company”	Legendary Education Group Limited (傳承教育集團有限公司), an exempted company incorporated in the Cayman Islands with limited liability, the Shares of which are listed on GEM
“Directors”	the directors of the Company
“General Mandate”	the general mandate granted to the Directors under the resolutions of the shareholders of the Company passed at the annual general meeting held on 28 September 2023

“GEM”	GEM operated by the Stock Exchange
“GEM Listing Rules”	the Rules Governing the Listing of Securities on GEM
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Placing Shares”	the Shares to be placed by the placing agent pursuant to the Proposed Placing
“Securities Act”	the United States Securities Act of 1933
“Share(s)”	ordinary share(s) with a par value of HK\$0.0005 each in the share capital of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“United States”	the United States of America

By order of the Board
Legendary Education Group Limited
Yuen Yu Sum
Chairman and Executive Director

Hong Kong, 1 March 2024

As at the date of this announcement, the Board comprises two executive Directors, namely, Mr. Yuen Yu Sum (Chairman) and Mr. Chan Lap Jin Kevin; three non-executive Directors, namely, Mr. Law Wing Chung, Dr. Tang Sing Hing Kenny and Ms. Mak Louisa Ming Sze; and three independent non-executive Directors, namely, Mr. Chung Chin Kwan, Mr. Chan Kim Fai Eddie and Mr. Chung Kwok Pan.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules 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.

This announcement will remain on the “Latest Company Announcements” page of the Stock Exchange’s website at <http://www.hkexnews.hk> for at least 7 days from the date of its posting and on the website of the Company at <http://www.legendaryedu.com>.