

IPO TERMSHEET

SECURITIES NAME	NEUSOFT EDUCATION TECHNOLOGY CO. LIMITED
STOCK CODE	9616 HK

IPO HIGHLIGHT

Number of Offer Shares under the Global Offering	166,667,200 Shares (subject to the Over-allotment Option)
Number of Hong Kong Public Offer Shares	16,667,200 Shares (subject to reallocation)
Maximum Offer Price	HK\$6.22 per Share
Fund Raising Amount	HK\$ 1,036,669,984
No. of Shares Per Lot	800 shares
Sole Sponsor	CITIC Securities
Joint Global Coordinators, Joint Bookrunners and Joint Lead Managers	CITIC Securities CICC HAITONG
Listing Date	Sept 29, 2020 (Tuesday)

Regarding the IPO announcement and prospectuses, please refer to the section of “Listing Matters and Listed Companies”:

<https://www1.hkexnews.hk/listedco/listconews/sehk/2020/0917/2020091700033.pdf>

IPO TIMETABLE

Application cut off time	
Non-financing application/subscription :	Sept 21, 2020 (Monday) 12:00 pm
Allocation Announcement Date:	Sept 28, 2020 (Monday)
Refund Date:	Sept 28, 2020 (Monday)
Dealing Commences On:	Sept 29, 2020 (Tuesday)

CHARGES

Application Charges HKD 100.00

Non-financing application/ subscription:

In order to qualify for the non-financing application/subscription, clients are required to deposit full subscription amounts into their securities account on or before 12:00 noon of the non-financing application/subscription cut off time (the cut off time announced on SPDBI Website shall prevail, which is normally earlier than the official cut off time).

SPDBI reserves the right to cancel the application/subscription of the client, if the clients deposit money after the cut off time announced on SPDBI Website, or deposit insufficient money.

DISCLAIMERS:

The material stated above is according to the prospectus issued by the issuer. Neither the information nor any opinions contained in this material constitutes a recommendation by SPDBI.

Potential investors should read the prospectus for detailed information about the offer and make their own judgement before deciding whether or not to invest in the shares or debentures being offered.

The material does not constitute an offer or an invitation to induce an offer by any person to acquire, purchase or subscribe for the shares or debentures being offered.

No application for the shares or debentures mentioned in the material should be made by any person nor would such application be accepted without the completion of a formal application form or other application procedure that is issued with or in respect of the prospectus.

RISK WARNING AND DISCLAIMER FOR LICENSED CORPORATION

You irrevocably agree, accept and acknowledge that you have read and understood the risk warning and disclaimer as set out in the following regarding the Initial Public Offering (“IPO”) application.

You, as a Licensed corporation (within the meaning of the Securities and Futures Ordinance (Cap. 571 of laws of Hong Kong)) (“SFO”) are reminded to seek independent professional advice to ensure the compliance with all the applicable laws, rules and regulations, including the SFO, the Code of Conduct for Persons Licensed by or Registered with the Securities and Futures Commission and other relevant guidelines issued by the Securities and Futures Commission regarding this IPO arrangement (whichever is applicable).

You hereby to confirm with SPDB International Securities Limited (“SPDBISL”) that you had taken reasonable steps to ensure that the IPO application would not constitute multiple or suspected multiple applications by those underlying applicants. In addition, you further confirm that you had validated and authenticated the unique identity

for those underlying applicants that are eligible and had fulfilled the condition as stated under the prospectus.

Submission of an application through SPDBISL does not automatically make the application a valid or a successful application. SPDBISL would not be responsible for any costs or liabilities or damages, however caused, arising from or in connection with your IPO applications and IPO allotments.

You should seek independent professional advice if you are uncertain of or have not understood this risk warning and disclaimer in respect of any matter or the nature of the risks involved in your arrangement regarding this IPO application.