

Stock Code: 002607

Stock Abbr.: OFFCN EDU

Announcement No.: 2022-057

Offcn Education Technology Co., Ltd.

2022 Semi-Annual Report Summary

Section I. Important notes

This summary is extracted from the full semi-annual report. In order to fully understand the Company's operating results, financial status and future development plan, investors should read the full semi-annual report carefully disclosed on the media designated by the China Securities Regulatory Commission (CSRC).

All directors attended the board meeting for reviewing this report.

Notes of non-standard audit opinion

Applicable Not applicable

The profit distribution plan for ordinary shares or the plan for converting reserved funds into share capital during the reporting period reviewed by the board meeting.

Applicable Not applicable

The Company plans not to distribute cash dividends, bonus shares, nor to increase share capital by converting capital reserve.

Profit distribution plan for preferred shares during the reporting period approved by the board meeting.

Applicable Not applicable

Section II. General information

1. Overview of the Company

| | | | |
|---|---|---|--------|
| Stock Abbreviation | OFFCN EDU | Stock Code | 002607 |
| Listed Stock Exchange | Shenzhen Stock Exchange | | |
| Stock Abbreviation before change (if any) | N/A | | |
| Contact information | Board Secretary | Securities Affairs Representative | |
| Name | Gui Hongzhi | Gu Pan | |
| Address | Block B, Hanhua Century Mansion, No.23 Xueqing Road, Haidian District, Beijing, China | Block B, Hanhua Century Mansion, No.23 Xueqing Road, Haidian District, Beijing, China | |
| Tel | 010-83433677 | 010-83433677 | |
| E-mail | ir@offcn.com | ir@offcn.com | |

2. Key financial data and indicators

Does the Company need to adjust its financial data retrospectively or restate its accounting data of previous year?

Yes No

| | Current reporting period | Same period of the previous year | Increase/decrease in current reporting period over same period of the previous year |
|---|---------------------------------|----------------------------------|---|
| Revenue (RMB) | 2,226,704,962.11 | 4,855,998,263.50 | -54.15% |
| Net profit attributable to shareholders of the listed Company (RMB) | -890,931,710.33 | -97,162,509.03 | -816.95% |
| Net profit attributable to shareholders of the listed Company after deducting non-recurring gains or losses (RMB) | -903,639,304.26 | -169,905,023.78 | -431.85% |
| Net cash flow from operating activities (RMB) | 1,032,982,411.32 | -939,091,457.95 | 210.00% |
| Basic earnings per share (RMB/share) | -0.14 | -0.02 | -600.00% |
| Diluted earnings per share (RMB/share) | -0.14 | -0.02 | -600.00% |
| Weighted average return on net assets | -61.73% | -2.30% | -59.43% |
| | End of current reporting period | End of the previous year | Increase/decrease at the end of this reporting period over end of the previous year |
| Total assets (RMB) | 8,961,896,986.90 | 10,305,183,525.70 | -13.04% |
| Total net assets attributable to shareholders of the listed Company (RMB) | 997,887,043.87 | 1,888,818,754.20 | -47.17% |

3. Number of shareholders and shareholdings

Unit: Share(s)

| Total number of shareholders with ordinary shares at the end of the reporting period | | 174,047 | Total number of preferred shareholders with voting rights restored at the end of the reporting period (if any) | 0 | | |
|--|---------------------------------------|-----------------------------|--|---|-------------------|------------------|
| Top 10 shareholders | | | | | | |
| Name of shareholder | Nature of shareholder | Shareholding percentage (%) | Number of shares | Number of shares held with sales restrictions | Pledged or frozen | |
| | | | | | Status of shares | Number of shares |
| Lu Zhongfang | Domestic natural person | 41.36% | 2,550,549,260 | 2,550,549,260 | Pledged | 1,357,543,359 |
| Li Yongxin | Domestic natural person | 18.35% | 1,131,415,121 | 1,131,070,121 | Pledged | 599,036,641 |
| Wang Zhendong | Domestic natural person | 13.83% | 852,885,418 | 639,664,063 | Pledged | 381,793,884 |
| Beijing Aerospace Industry | Domestic non-state-owned legal person | 2.24% | 137,937,489 | 0 | | |

| | | | | | | |
|--|---|-------|------------|---|---------|------------|
| Investment Fund(Limited Partnership) | | | | | | |
| Beijing Offcn Future Information Consulting Center(Limited Partnership) | Domestic non-state-owned legal person | 1.30% | 80,000,000 | 0 | | |
| Zhou Xiayun | Domestic natural person | 1.28% | 78,848,640 | 0 | Pledged | 69,000,000 |
| Zhou Hui | Domestic natural person | 1.16% | 71,436,520 | 0 | Pledged | 37,000,000 |
| Beijing Kerui Venture Investment Center(Limited Partnership) | Domestic non-state-owned legal person | 0.89% | 54,887,323 | 0 | | |
| Zhou Li | Domestic natural person | 0.78% | 48,185,280 | 0 | | |
| Beijing Guangyin Venture Investment Center (Limited Partnership) | Domestic non-state-owned legal person | 0.64% | 39,228,952 | 0 | | |
| Description of the above-mentioned shareholders' relationship or concerted action | The Company's controlling shareholder and actual controller Lu Zhongfang and Li Yongxin are in a parent-child relationship. Lu Zhongfang, Li Yongxin, and Beijing Offcn Future Information Consulting Center (Limited Partnership) constitute persons acting in concert. Zhou Xiayun and Zhou Hui have a father-son relationship, and Zhou Xiayun and Zhou Li have a father-daughter relationship. It is unknown whether there is an associated relationship among the above-mentioned other shareholders, and whether the above-mentioned shareholders belong to the parties acting in concert as stipulated in the <i>Administrative Measures on Information Disclosure of Shareholding Changes in Listed Companies</i> . | | | | | |
| Description of shareholders participating in financing and securities lending (if any) | No | | | | | |

4. Changes of controlling shareholder or actual controller

Changes of controlling shareholder in the reporting period

Applicable Not applicable

Controlling shareholder of the Company did not change during the reporting period.

Changes of actual controller during the reporting period

Applicable Not applicable

The actual controller of the Company did not change during the reporting period.

5. Number of preferred shareholders of the Company and top 10 preferred shareholders

During the reporting period, there was no preferred shareholder in the Company.

6. Bonds unexpired on the date of approval of the semi-annual report

Applicable Not applicable

Section III. Significant events

On December 15, 2021, the Company received the *Notice of Filing* (SR Filing No. 0232021010) from the CSRC on suspicion of failing to disclose related-party transaction information and violating the laws and regulations of information disclosure.

On April 27, 2022, the Company and the relevant parties received the official *Decision of Administrative Penalty* from the Anhui Securities Regulatory Bureau, which determines Offcn Edu and its subsidiaries including Beijing Offcn Education Technology Co., Ltd. and Zhongcheng Real Estate Development Co.,Ltd. constitute a related-party relationship with Shaanxi Guancheng Industrial Co., Ltd., Beijing Chuangsheng Construction Decoration Engineering Co., Ltd., Shanghai Beiding Network Technology Co., Ltd., Ji'an Jingkai Lixiangxue Financial Information Service Co., Ltd. and Liaoning Hanhui Industrial Co., Ltd.. The total amount involved in related-party transactions was RMB 1232.395 million, including RMB 196.335 million in year 2019 and RMB 1036.06 million in year 2020, which accounted for 6.65% and 30.19% of the net assets of Offcn Edu in the latest periods respectively. The Company did not disclose the above-mentioned information in accordance with relevant laws and regulations and there existed major omissions of the Company's information disclosure. Thus, a warning was given to and a fine was imposed on the Company and the relevant parties responsible for the situation, and corresponding rectification was required. Specific information is stated in the announcement (No. 2022-032) disclosed by the Company on CNINFO (www.cninfo.com.cn) and other designated media for information disclosure.