



EVI Education Asia Limited

EVI 教育亞洲有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8090)

CHANGE IN DIRECTORATE

The board of directors (the “Board”) of EVI Education Asia Limited (the “Company”) hereby announces the following changes in directorate:–

1. Ms. Ip Kit Yee, Kitty (“Ms. Ip”) will retire as executive director of the Company at the forthcoming annual general meeting of the Company to be held on 13 April 2006 (the “2006 AGM”) and will not seek for re-election at the 2006 AGM;
2. Mr. Hung Tak Chow, Charles (“Mr. Hung”) resigned as independent non-executive director of the Company and ceased to be members of audit committee, remuneration committee and nomination committee with effect from 13 March 2006; and
3. Mr. Sha Pau, Eric (“Mr. Sha”) has been appointed as independent non-executive director of the Company as well as members of audit committee, remuneration committee and nomination committee with effect from 13 March 2006.

Retirement of Executive Director

According to the articles of association of the Company, Ms. Ip will retire at the 2006 AGM. The Board has received a notification from Ms. Ip informing that she will not seek for re-election at the 2006 AGM in relation to her retirement. Subsequence to Ms. Ip’s retirement, she will also cease to act as managing director and members of the remuneration committee and nomination committee of the Company.

Ms. Ip has confirmed that she has no disagreement with the Board and that there is no matter connected to her retirement that she considered should be brought to the attention of the shareholders of the Company.

* For identification purposes only

Resignation of Independent Non-Executive Director

Mr. Hung resigned as independent non-executive director of the Company with effect from 13 March 2006. Simultaneously, he also ceased to act as members of the audit committee, remuneration committee and nomination committee of the Company. The reason of his resignation is that his busy working schedule can no longer accommodate his duties of directorship. Mr. Hung has confirmed that he had no disagreement with the Board and that there were no circumstances connected to his resignation that he considered should be brought to the attention of the shareholders of the Company.

Appointment of Independent Non-Executive Director

Mr. Sha has been appointed as independent non-executive director as well as members of the audit committee, remuneration committee and nomination committee of the Company all with effect from 13 March 2006.

Mr. Sha, aged 48, is the founder of and is currently Managing Director of Konda Industries Limited, a special leather goods manufacturing and exporting firm. Mr. Sha has over 20 years' solid experience in international marketing field and is now specified in formulating corporate strategies and overall management and marketing. He holds a Bachelor's degree in Business Administration from Windsor University, Ontario, Canada.

Pursuant to an appointment letter given by the Company to Mr. Sha, Mr. Sha's appointment takes effect from 13 March 2006 for a term of 1 year subject to retirement by rotation and re-election at the annual general meeting in accordance with the Company's articles of association. Mr. Sha is entitled to receive a director's fee of HK\$60,000 per annum which is determined by the Board with reference to his duties and responsibilities with the Company, the market rate and his time and expertise to be input into the group's affairs, the Company's performance and the Company's remuneration policy. To the best of the Board's knowledge and belief, having made all reasonable enquiries, Mr. Sha is not connected with any director, chief executive, substantial shareholder or management shareholder of the Company and, as at the date hereof, Mr. Sha does not have any interest in the shares of the Company which is required to be disclosed under Part XV of the Securities and Futures Ordinance.

Saved as disclosed above, there are no other matters in relation to the appointment of Mr. Sha that need to be brought to the attention of the shareholders of the Company. There is no other information relating to Mr. Sha that is required to be disclosed pursuant to the requirements of Rule 17.50(2) of the Rules Governing the Listing of Securities on The Growth Enterprise Market of The Stock Exchange of Hong Kong Limited.

By order of the Board
Lo Tsz Yung
Company Secretary

Hong Kong, 13 March 2006

As at the date of this announcement, the Board of the Company comprises eight directors, of which (i) four are executive directors, namely Ms. Ip Kit Yee, Kitty, Mr. Pong Wai San, Wilson, Mr. Chu Tak Long and Mr. Lau Wai Shu; (ii) one is non-executive director, being Mr. Tsang Link Carl, Brian; and (iii) three are independent non-executive directors, namely Mr. Koo Fook Sun, Louis, Mr. Sha Pau, Eric and Mr. Ying Wing Cheung.

The directors of the Company collectively and individually accept full responsibility for this announcement which is given in compliance with the requirements (Rules Governing the Listing of Securities on the Growth Enterprise Market) of The Stock Exchange of Hong Kong Limited. The directors of the Company, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief:– (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

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