



POPULAR HOLDINGS LIMITED

(Co. Regn. No.: 199607187M)

LEARNING CENTERS: CO-OPERATION WITH BBC WORLDWIDE

The Board of Directors (the “Directors”) of Popular Holdings Limited (the “Company”) wishes to announce that its wholly-owned subsidiary, Smart English Company Limited (“Smart English”), has entered into collaboration agreements with BBC Worldwide (“BBCW”) to license some of BBCW’s brands and intellectual property to operate English language Learning Centers in Mainland China and Hong Kong.

Pursuant to the agreements, Smart English will utilize these licensed brands and relevant intellectual property from BBCW to introduce a brand new, fun and effective English learning experience for the young students in PRC. Smart English will commence operations with a headquarters and a cluster of Learning Centers, first in Shanghai and thereafter in Beijing and other major provinces in Mainland China and Hong Kong.

None of the Directors of the Company has an interest, directly or indirectly, in the above transaction, save through their shareholdings (if any) in the Company.

BY ORDER OF THE BOARD

Chou Cheng Ngok

Executive Director/Group CEO

June 6th, 2014