

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

IN RE NEW ORIENTAL EDUCATION & TECHNOLOGY GROUP SECURITIES LITIGATION	Civil Action No. 12-cv-05724-JGK
JULIO TARDIO, Individually and On Behalf of All Others Similarly Situated, v. NEW ORIENTAL EDUCATION & TECHNOLOGY GROUP, INC., LOUIS T. HSIEH, and MICHAEL MINHONG YU	Civil Action No. 12-cv-06619-JGK

PROOF OF CLAIM AND RELEASE FORM

GENERAL INSTRUCTIONS

To recover as a Class Member based on your claims in the actions entitled *In re New Oriental Education & Technology Group Securities Litigation*, no. 12-cv-05724-JGK and *Julio Tardio v. New Oriental Education & Technology Group, Inc.*, no. 12-cv-06619-JGK (together, the "Litigation"), you must complete and sign this Proof of Claim and Release Form.

If you fail to submit a timely and properly addressed Proof of Claim and Release Form, your claims may be rejected and you may not receive any recovery from the Settlement Funds created in connection with the proposed Settlements. Submission of this Proof of Claim and Release Form, however, does not assure that you will share in the proceeds of the settlement of the Litigation.

YOU MUST MAIL YOUR COMPLETED AND SIGNED PROOF OF CLAIM AND RELEASE FORM POSTMARKED ON OR BEFORE NOVEMBER 5, 2014, ADDRESSED AS FOLLOWS:

In Re New Oriental Education & Technology Group Securities Litigation
c/o Rust Consulting, Inc.
Claims Administrator
P.O. Box 1922
Faribault, MN 55021-1943

If you are NOT a Class Member (as defined in the respective Notices of Proposed Settlement of Class Action ("Notices")), DO NOT submit a Proof of Claim and Release Form. Also, NOTE THAT CLAIMS CALCULATING TO AN AWARD AMOUNT LESS THAN \$10.00 WILL NOT BE PAID. It is not necessary that you be a Class Member in both of these actions in order to recover. As long as you are a Class Member in at least one Class, you may be entitled to payment.

If you are a Class Member and you do not timely request exclusion in connection with the proposed Settlements, you will be bound by the terms of any judgment entered in the Litigation, including the releases provided therein, WHETHER OR NOT YOU SUBMIT A PROOF OF CLAIM AND RELEASE FORM.

CLAIMANT IDENTIFICATION

If you purchased or otherwise acquired New Oriental Education & Technology Group, Inc. ("New Oriental") American Depositary Receipts ("ADS") or purchased or otherwise acquired call option contracts or sold (wrote) put option contracts on New Oriental ADS and held the ADS or options in your name, you are the beneficial purchaser or seller as well as the record purchaser or seller. If, however, you purchased or otherwise acquired New Oriental ADS or transacted in options and the ADS or options were registered in the name of a third party, such as a nominee or brokerage firm, you are the beneficial purchaser or seller and the third party is the record purchaser or seller.

Use Part I of this form, entitled "Claimant Identification" to identify each purchaser or seller of record ("nominee"), if different from the beneficial purchaser or seller of the New Oriental ADS or options which form the basis of this claim. THIS CLAIM MUST BE FILED BY THE ACTUAL BENEFICIAL PURCHASER(S) OR ACQUIRER(S) OR SELLER(S) OR THE LEGAL REPRESENTATIVE OF SUCH PURCHASER(S) OR ACQUIRER(S) OR SELLER(S) OF THE NEW ORIENTAL ADS OR OPTIONS UPON WHICH THIS CLAIM IS BASED.

All joint purchasers or sellers must sign this claim. Executors, administrators, guardians, conservators, and trustees must complete and sign this claim on behalf of persons represented by them and their authority must accompany this claim and their titles or capacities must be stated. The Social Security (or taxpayer identification) number and telephone number of the beneficial owner may be used in verifying the claim. Failure to provide the foregoing information could delay verification of your claim or result in rejection of the claim.

CLAIM FORM

Use Part II of this form, entitled "Schedule of Transactions in New Oriental ADS," to supply all required details of your transaction(s) in New Oriental ADS. Use Part III of this form, entitled "Schedule of Transactions in New Oriental Options," to supply all required details of your transaction(s) in option contracts on New Oriental ADS. If you need more space or additional schedules, attach separate sheets giving all of the required information in substantially the same form. Sign and print or type your name on each additional sheet.

On the schedules, provide all of the requested information with respect to *all* of your purchases or acquisitions of New Oriental ADS which took place at any time from October 19, 2009 through October 17, 2012, inclusive, *all* of your sales of New Oriental ADS which took place at any time from October 19, 2009 through October 17, 2012, inclusive, and *all* of your purchases or sales of option contracts on New Oriental ADS which took place at any time between August 19, 2011 and July 17, 2012, inclusive, and any related exercises of those option contracts.

List each transaction separately and in chronological order, by trade date, beginning with the earliest. You must accurately provide the month, day, and year of each transaction you list.

Copies of broker confirmations or other documentation of your transactions in New Oriental ADS and options should be attached to your claim. Failure to provide this documentation could delay verification of your claim or result in rejection of your claim.

NOTICE TO INSTITUTIONAL FILERS. Institutions who file claims with 100 or more transactions, or who file claims on behalf of 20 or more different accounts, must submit their claims electronically, in the required filing format. Proper filing of claims electronically includes the submission of a manually signed paper (master) Proof of Claim form along with the electronically submitted data. Electronically submitted data must be submitted in the required file layout. If you wish to file your claim electronically, you must contact the Claims Administrator at 1 (800) 654-8874 or info@NewOrientalSecuritiesSettlement.com or visit their website at www.NewOrientalSecuritiesSettlement.com to obtain the required file layout and details of the electronic filing requirements. The electronic file must be in accordance with the electronic filing format and include all purchase and sale transactions as well as beginning and unsold holdings as required in the Proof of Claim form. Any file not in accordance with the required electronic filing format will be rejected. No electronic files will be considered to have been properly submitted unless the Claims Administrator issues a written acknowledgement of receipt and acceptance of electronically submitted data.

REMINDER CHECKLIST

- Please sign the above release. If this Proof of Claim and Release Form is submitted on behalf of joint claimants, then both claimants must sign.
- Remember to attach supporting documentation, if available.
- Keep a copy of your Proof of Claim and Release Form and all supporting documentation for your records.
- If you desire an acknowledgement of receipt of your Proof of Claim and Release Form, please send it Certified Mail, Return Receipt Requested.
- If you move after submitting this Proof of Claim and Release Form, please notify the Claims Administrator of the change in your address.

MUST BE POSTMARKED
NO LATER THAN
NOVEMBER 5, 2014

FOR OFFICIAL USE ONLY

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UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK
IN RE NEW ORIENTAL EDUCATION & TECHNOLOGY GROUP SECURITIES LITIGATION
No. 12-cv-05724-JGK
JULIO TARDIO v. NEW ORIENTAL EDUCATION & TECHNOLOGY GROUP, INC.
No. 12-cv-06619-JGK

PROOF OF CLAIM AND RELEASE

Please Type or Print

PART I: CLAIMANT IDENTIFICATION

Beneficial Owner's Name (First, Middle, Last): _____

Joint Beneficial Owner (if applicable): _____

Custodian Name (if different from beneficial owner listed above): _____

Entity Name and Representative (if applicable): _____

Street Address: _____

City: _____ State or Province: _____ Zip Code or Postal Code: _____

Country: _____

Social Security Number or Taxpayer Identification Number

Individual

Corporation/Other

IRA

Trust

Telephone Number: _____ Email Address: _____

Account Number: _____





PART II: SCHEDULE OF TRANSACTIONS IN NEW ORIENTAL ADS

Number of New Oriental ADS held at the close of trading on October 18, 2009: _____

Purchase(s) or acquisitions of New Oriental ADS (October 19, 2009 – October 17, 2012, inclusive):

Trade Date Month / Day / Year	Number of ADS Purchased or Acquired	Purchase Price per ADS	Total Amount Paid (Excluding commissions and other charges)
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

Sales of New Oriental ADS (October 19, 2009 – October 17, 2012, inclusive):

Trade Date Month / Day / Year	Number of ADS Sold	Sale Price per ADS	Total Amount Received (Excluding commissions and other charges)
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

Number of New Oriental ADS held at the close of trading on October 17, 2012: _____.

If you require additional space, attach extra schedules in the same format as above. Sign and print your name on each additional page. NOTE THAT CLAIMS CALCULATING TO AN AWARD AMOUNT LESS THAN \$10.00 WILL **NOT** BE PAID.



PART III: SCHEDULE OF TRANSACTIONS IN NEW ORIENTAL OPTIONS

Number of New Oriental Call Options held at the close of trading on August 18, 2011:

Number of Contracts	Strike Price	Expiration Date Month/Year	Final Disposition Exercised (E), Expired (X), Sold/Closed (C)	Disposition Date Exercise, Expiration, or Sale Date (Month/Day/Year)
_____	_____	_____	_____	_____
_____	_____	_____	_____	_____
_____	_____	_____	_____	_____
_____	_____	_____	_____	_____
_____	_____	_____	_____	_____

I purchased the following Call Options on New Oriental during the period from August 19, 2011 - July 17, 2012, inclusive, and, if applicable, such options were exercised as follows:

Date of Purchase or Exercise Month/Day/Year	Number of Contracts	Strike Price	Expiration Date Month/Year	Purchase Price Per Contract	Principal Amount	Final Disposition Exercised (E), Expired (X), Sold/Closed (C)	Disposition Date Exercise, Expiration, or Sale Date (Month/Day/Year)
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____

I sold the following Call Options on New Oriental that were purchased on or before July 17, 2012 (include all such sales no matter when they occurred):

Date of Sale Month/Day/Year	Number of Contracts	Strike Price	Expiration Date Month/Year	Sale Price Per Contract	Principal Amount	Final Disposition Assigned (A), Expired (X), Sold/Closed (C)	Disposition Date Assigned, Expiration, or Sale Date (Month/Day/Year)
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____

If you require additional space, attach extra schedules in the same format as above. Sign and print your name on each additional page. NOTE THAT CLAIMS CALCULATING TO AN AWARD AMOUNT LESS THAN \$10.00 WILL **NOT** BE PAID.



PART III: SCHEDULE OF TRANSACTIONS IN NEW ORIENTAL OPTIONS

Number of New Oriental Put Options held at the close of trading on August 18, 2011:

Number of Contracts	Strike Price	Expiration Date Month/Year	Final Disposition Exercised (E), Expired (X), Sold/Closed (C)	Disposition Date Exercise, Expiration, or Sale Date (Month/Day/Year)
_____	_____	_____	_____	_____
_____	_____	_____	_____	_____
_____	_____	_____	_____	_____
_____	_____	_____	_____	_____
_____	_____	_____	_____	_____

I sold the following Put Options on New Oriental during the period from August 19, 2011 through July 17, 2012, inclusive, and, if applicable, such options were subsequently exercised as follows:

Date of Purchase or Exercise Month/Day/Year	Number of Contracts	Strike Price	Expiration Date Month/Year	Purchase Price Per Contract	Principal Amount	Final Disposition Exercised (E), Expired (X), Sold/Closed (C)	Disposition Date Exercise, Expiration, or Sale Date (Month/Day/Year)
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____

I purchased the following Put Options on New Oriental that I wrote (sold) on or before July 17, 2012 (include all repurchases no matter when they occurred):

Date of Sale Month/Day/Year	Number of Contracts	Strike Price	Expiration Date Month/Year	Sale Price Per Contract	Principal Amount	Final Disposition Assigned (A), Expired (X), Sold/Closed (C)	Disposition Date Assigned, Expiration, or Sale Date (Month/Day/Year)
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____

If you require additional space, attach extra schedules in the same format as above. Sign and print your name on each additional page. NOTE THAT CLAIMS CALCULATING TO AN AWARD AMOUNT LESS THAN \$10.00 WILL **NOT** BE PAID.



YOU MUST READ AND SIGN THE RELEASE BELOW. FAILURE TO SIGN THE RELEASE MAY RESULT IN A DELAY IN PROCESSING OR THE REJECTION OF YOUR CLAIM.

PART IV: SUBMISSION TO JURISDICTION OF COURT AND ACKNOWLEDGEMENTS

I (We) submit this Proof of Claim and Release Form under the terms of the Stipulations described in the respective Notices. I (We) also submit to the jurisdiction of the United States District Court for the Southern District of New York with respect to my (our) claim as a Class Member and for purposes of enforcing the releases set forth herein. I (We) further acknowledge that I am (we are) bound by and subject to the terms of any judgment that may be entered in the Litigation. I (We) agree to furnish additional information to the Claims Administrator to support this claim if requested to do so. I (We) have not submitted any other claim covering the same purchases, acquisitions or sales of New Oriental ADS or options during the Class Period and know of no other person having done so on my (our) behalf.

RELEASE

I (We) hereby acknowledge full and complete satisfaction of, and do hereby fully, finally, and forever settle, release, and discharge from the Settled Claims each and all of the “Defendant Releasees,” defined as Defendants, each of their present and former parents, subsidiaries, divisions, and affiliates, including without limitation each of their employees, officers, partners, principals, and directors, including without limitation, the insurers, and agents of each of them, and the predecessors, heirs, successors, and assigns of each, and any person or entity in which any Defendant Releasee has or had a controlling interest or which is or was related to or affiliated with any Defendant Releasee.

“Settled Claims” means any and all claims of every nature and description, including both known and Unknown Claims, asserted by Mineworkers’ Pension Scheme or Julio Tardio (together, “Plaintiffs”) or that could have been asserted by Plaintiffs arising out of or relating to investments in securities issued by New Oriental during the Class Period, or arising out of and relating to any disclosures, registration statements or other statements by Defendants during the Class Period, including without limitation claims asserted or that could have been asserted based on or related to the Securities Act of 1933, the Securities Exchange Act of 1934, or any state statute or common law, including without limitation any claims based on allegedly intentional, reckless, or negligent conduct, whether arising under state, federal, or foreign law as claims, cross-claims, counterclaims, or third-party claims, whether asserted in the Complaints, in this Court, in any federal or state court, or in any other court, arbitration proceeding, administrative agency, or other forum in the United States or elsewhere.

“Unknown Claims” means any and all Settled Claims which Plaintiffs or any Class Member does not know to exist in his, her, or its favor at the time of the release of Defendants’ Releasees, and any Defendants’ Claims which Defendants did not know to exist in their favor at the time of the release of the Released Plaintiff Parties, which if known might have affected the decision to enter into the Settlement. With respect to any and all Settled Claims and Defendants’ Claims, the parties stipulate and agree that upon the Effective Date, Plaintiffs and Defendants shall expressly, and each Class Member shall be deemed to have, and by operation of the Judgments shall have, expressly waived any and all provisions, rights and benefits conferred by any law of any state or territory of the United States or principle of common law, which is similar, comparable, or equivalent to Cal. Civ. Code § 1542, which provides:

A general release does not extend to claims which the creditor does not know or suspect to exist in his or her favor at the time of executing the release, which if known by him or her must have materially affected his or her settlement with the debtor.

Plaintiffs and Defendants acknowledge, and other Class Members by operation of law shall be deemed to have acknowledged, that the inclusion of “Unknown Claims” in the definition of Settled Claims and Defendants’ Claims was separately bargained for and was a key element of this Settlement.

This release shall be of no force or effect unless and until the Court approves the Settlements and the Stipulations become effective.



SUBSTITUTE FORM W-9

Request for Taxpayer Identification Number ("TIN") and Certification

PART 1

NAME: _____

Check appropriate box:

<input type="checkbox"/> Individual/Sole Proprietor	<input type="checkbox"/> Pension Plan	<input type="checkbox"/> Corporation	<input type="checkbox"/> Partnership
<input type="checkbox"/> Trust	<input type="checkbox"/> IRA	<input type="checkbox"/> Other: _____	

Enter TIN on appropriate line.

For individuals, this is your social security number ("SSN").

For sole proprietors, you must show your individual name, but you may also enter your business or "doing business as" name. You may enter either your SSN or your Employer Identification Number.

Social Security Number: _____ - _____ - _____ or

Employer Identification Number: _____ - _____

SUBSTITUTE FORM W-9 (continued)

PART 2

For Payees Exempt from Backup Withholding

If you are exempt from backup withholding, enter your correct TIN in Part 1 and write "exempt" on the following line:

_____.

UNDER THE PENALTY OF PERJURY, I (WE) CERTIFY THAT:

The number shown on this form is my current TIN; and

I (We) certify that I am (we are) NOT subject to backup withholding under the provisions of Section 3406(a)(1)(C) of the Internal Revenue Code because: (a) I am (we are) exempt from backup withholding; or (b) I (we) have not been notified by the Internal Revenue Service that I am (we are) subject to backup withholding as a result of a failure to report all interest or dividends; or (c) the Internal Revenue Service has notified me (us) that I am (we are) no longer subject to backup withholding.

NOTE: If you have been notified by the Internal Revenue Service that you are subject to backup withholding, please strike out the language that you are not subject to backup withholding in the certification above.

The Internal Revenue Service does not require your consent to any provision other than the certification required to avoid backup withholding.

I (We) hereby warrant and represent that I (we) have not assigned or transferred or purported to assign or transfer, voluntarily or involuntarily, any rights or claims released pursuant to this release or any other part or portion thereof.

I (We) hereby warrant and represented that I (we) have included information about all of my (our) transactions in New Oriental ADS and options which are the subject of this claim, which occurred during the Class Period as well as the opening position in such ADS and options held by me (us) on the dates requested in this claim form.

I declare under penalty of perjury under the laws of the United States of America that all of the foregoing information supplied on this Proof of Claim and Release Form by the undersigned is true and correct.



Executed this _____ day of _____
(Month/Year)

in _____
(City) (State/Country)

(Sign your name here)

(Type or print your name here)

(Capacity of person(s) signing, e.g., beneficial purchaser, executor, or administrator)

ACCURATE CLAIMS PROCESSING TAKES A SIGNIFICANT AMOUNT OF TIME.
THANK YOU FOR YOUR PATIENCE.