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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

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**FORM 6-K**

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**REPORT OF FOREIGN PRIVATE ISSUER  
PURSUANT TO RULE 13a-16 OR 15d-16 UNDER  
THE SECURITIES EXCHANGE ACT OF 1934**

**For the month of October 2020**

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**Commission File Number: 001-32993**

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**NEW ORIENTAL EDUCATION & TECHNOLOGY GROUP INC.**

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**No. 6 Hai Dian Zhong Street  
Haidian District  
Beijing 100080, People's Republic of China**  
(Address of principal executive offices)

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Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F       Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

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**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

New Oriental Education & Technology Group Inc.

By: /s/ Zhihui Yang

Name: Zhihui Yang

Title: Chief Financial Officer

Date: October 28, 2020

*[Signature page to Form 6-K]*

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**Exhibit Index**

Exhibit 99.1 – New Oriental Launches Hong Kong Initial Public Offering

## New Oriental Launches Hong Kong Initial Public Offering

BEIJING, China, October 28, 2020 -- New Oriental Education & Technology Group Inc. (the “Company” or “New Oriental”) (NYSE: EDU) today announced the launch of its Hong Kong Public Offering, which forms part of the Global Offering (the “Offering”) of 8,510,000 new common shares (the “Offer Shares” or “Shares”) and listing of its common shares on the Main Board of The Stock Exchange of Hong Kong Limited (the “SEHK”) under the stock code “9901.”

The Company’s American depositary shares (“ADSs”), each representing one common share of the Company, will continue to be listed and traded on the New York Stock Exchange (“NYSE”). Investors in the Offering will only be able to purchase common shares and will not be able to take delivery of ADSs. Upon listing, the Hong Kong-listed shares will be fully fungible with the ADSs listed on NYSE.

The Offering initially comprises 510,600 new Shares under the Hong Kong Public Offering and 7,999,400 new Shares for the International Offering, representing approximately 6.0% and 94.0% of the total number of Shares in the Offering, respectively, subject to re-allocation and over-allotment option. Subject to the level of any oversubscription in the Hong Kong Public Offering and pursuant to the clawback mechanism as described in the prospectus issued in Hong Kong, the total number of shares available under the Hong Kong Public Offering could be adjusted to up to a maximum of 2,042,400 new Shares, representing 24.0% of the Offer Shares initially available under the Offering. In addition, the Company expects to grant the international underwriters an over-allotment option to require the Company to issue up to an additional 1,276,500 new Shares in the International Offering, representing not more than 15.0% of the Offer Shares initially available under the Offering.

The offer price for the Hong Kong Public Offering (the “Hong Kong Offer Price”) will be not more than HK\$1,399.00 per Share (the “Maximum Offer Price”). The offer price for the International Offering tranche of the Offering (the “International Offer Price”) may be set at a level higher than the Hong Kong Offer Price. The Company will set the International Offer Price on or about November 3, 2020 Hong Kong time by making reference to, among other factors, the closing price of the ADSs on the NYSE on the last trading day on or before November 2, 2020 and investor demand during the marketing process. The final Hong Kong Offer Price will be set at the lower of the final International Offer Price and the Maximum Offer Price of HK\$1,399.00 per Share. Shares will be traded in board lots of 10 Shares.

The Company plans to use the net proceeds from the Offering for investments in technologies to enhance students’ learning experience, its business growth and geographic expansion, strategic investments and acquisitions, and general corporate purposes and working capital needs.

### Fully Electronic Application Process for the Hong Kong Public Offering

New Oriental has decided to adopt a fully electronic application process for the Hong Kong Public Offering, with no printed copies of prospectuses or application forms. A fully electronic application process is consistent with the way in which the Company’s customers and stakeholders engage and interact with each other and the Company. The Company believes such method will also help mitigate the environmental impact of printing and minimize the exploitation of natural resources, among others. The prospectus is available at the website of the Hong Kong Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and the Company’s website at <https://investor.neworiental.org/>.

The Company encourages applicants for the Hong Kong Public Offering to view its prospectus and apply online through the White Form eIPO service at [www.eipo.com.hk](http://www.eipo.com.hk), or apply through the CCASS EIPO service. The Hong Kong Public Offering will commence at 9:00 a.m. on Thursday, October 29, 2020 Hong Kong time and will close at 12:00 noon on Tuesday, November 3, 2020 Hong Kong time.

Potential applicants may call the enquiry hotline of Computershare Hong Kong Investor Services Limited if they have any question about making applications for the Hong Kong Offer Shares. The hotline number is +852 2862 8690, and will be open from 9:00 a.m. to 9:00 p.m. on Thursday, October 29, 2020 and Friday, October 30, 2020, from 9:00 a.m. to 6:00 p.m. on Saturday, October 31, 2020 and Sunday, November 1, 2020, from 9:00 a.m. to 9:00 p.m. on Monday, November 2, 2020 and from 9:00 a.m. to 12:00 noon on Tuesday, November 3, 2020 Hong Kong time.

Credit Suisse, BofA Securities and UBS are the joint sponsors and joint global coordinators for the proposed Offering.

The International Offering is being made only by means of a preliminary prospectus supplement dated October 28, 2020 and the accompanying prospectus included in an automatic shelf registration statement on Form F-3 filed with the U.S. Securities and Exchange Commission (the "SEC") on October 23, 2020, which automatically became effective upon filing. The registration statement on Form F-3 and the preliminary prospectus supplement are available at the SEC website at: <http://www.sec.gov>. Copies of the prospectus supplement and the accompanying prospectus relating to the offering may also be obtained from Credit Suisse (Hong Kong) Limited, Email: [newyork.prospectus@credit-suisse.com](mailto:newyork.prospectus@credit-suisse.com), BofA Securities, Email: [dg.prospectus\\_requests@bofa.com](mailto:dg.prospectus_requests@bofa.com), or UBS Securities LLC, Email: [ol-prospectus-request@ubs.com](mailto:ol-prospectus-request@ubs.com).

The proposed Offering is subject to market and other conditions, and there can be no assurance as to whether or when the Offering may be completed, or as to the actual size or terms of the Offering. This press release shall not constitute an offer to sell or the solicitation of an offer or an invitation to buy any securities of the Company, nor shall there be any offer or sale of these securities in any state or other jurisdiction in which such offer, solicitation or sale would be unlawful prior to the registration or qualification under the securities laws of any such state or other jurisdiction. This press release does not constitute a prospectus (including as defined under the laws of Hong Kong) and potential investors should read the prospectus of the Company for detailed information about the Company and the proposed offering, before deciding whether or not to invest in the Company. This press release has not been reviewed or approved by the SEHK or the Securities and Futures Commission of Hong Kong.

The price of the Shares of the Company may be stabilized in accordance with the Securities and Futures (Price Stabilization) Rules. The details of the intended stabilization and how it will be regulated under the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong) will be contained in the prospectus of the Company dated October 29, 2020.

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## **About New Oriental**

New Oriental is the largest provider of private educational services in China offering a wide range of educational programs, services and products to a varied student population throughout China. New Oriental's program, service and product offerings consist of K-12 after-school tutoring, test preparation, language training for adults, pre-school education, primary and secondary school education, education materials and distribution, online education, and other services. New Oriental's ADSs, each of which represents one common share, currently trade on the New York Stock Exchange under the symbol "EDU."

For more information about New Oriental, please visit <http://www.neworiental.org/english/>.

## **Safe Harbor Statement**

This press release contains forward-looking statements. These statements are made under the "safe harbor" provisions of the U.S. Private Securities Litigation Reform Act of 1995. These forward-looking statements can be identified by terminology such as "will," "expects," "anticipates," "future," "intends," "plans," "believes," "estimates," "potential," "continue," "ongoing," "targets," "guidance" and similar statements. Statements that are not historical facts, including statements about the offering and listing, the use of proceeds and the Company's strategies and goals, are or contain forward-looking statements. Forward-looking statements involve inherent risks and uncertainties. A number of factors could cause actual results to differ materially from those contained in any forward-looking statement. There can be no guarantee that the offering and listing will be completed as planned, or that the expected benefits from the offering and listing will be achieved. You should consider the risk factors included in the registration statement (including any documents incorporated by reference), prospectus and prospectus supplements that have been or will be filed with the SEC and the prospectus registered in Hong Kong. All information provided in this press release is as of the date of this press release and are based on assumptions that the Company believes to be reasonable as of this date, and the Company does not undertake any obligation to update any forward-looking statement, except as required under applicable law.

## **Contacts**

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