

Edgar Filing: New Oriental Education & Technology Group Inc. - Form SC 13G/A

New Oriental Education & Technology Group Inc.
Form SC 13G/A
February 12, 2008

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SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Schedule 13G
(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1 (b),
(c) AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO 13d-2 (b)
(Amendment No. 1)*

NEW ORIENTAL EDUCATION & TECHNOLOGY GROUP INC.

(Name of Issuer)

Common Shares

(Title of Class of Securities)

647581107

(CUSIP Number)

December 31, 2007

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(Continued on following pages)

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See response to row 7.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 7,278,532

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* []

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 4.8%

12 TYPE OF REPORTING PERSON* PN

* SEE INSTRUCTIONS BEFORE FILLING OUT!

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1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)
Tiger Global PIP Performance II, L.L.C. ("Tiger Performance II")

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) [] (b) [X]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH 5 SOLE VOTING POWER 7,278,532 shares (including 7,227,912 represented by 1,806,978 American Depositary Shares, which may be exchanged into common shares), all of which are directly owned by Tiger PIP II. Tiger Performance II is the general partner of Tiger PIP II and may be deemed to have sole voting power with respect to such shares, and Coleman, the managing member of Tiger Performance II, may be deemed to have sole voting power with respect to such shares.

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6 SHARED VOTING POWER
See response to row 5.

7 SOLE DISPOSITIVE POWER
7,278,532 shares (including 7,227,912 represented by 1,806,978 American Depositary Shares, which may be exchanged into common shares), all of which are directly owned by Tiger PIP II. Tiger Performance II is the general partner of Tiger PIP II and may be deemed to have sole dispositive power with respect to such shares, and Coleman, the managing member of Tiger Performance II, may be deemed to have sole dispositive power with respect to such shares.

8 SHARED DISPOSITIVE POWER
See response to row 7.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 7,278,532

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* []

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 4.8%

12 TYPE OF REPORTING PERSON* OO

* SEE INSTRUCTIONS BEFORE FILLING OUT!

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1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)
Tiger Global, L.P. ("Tiger Global")

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

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(a) [] (b) [X]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5 SOLE VOTING POWER
48,520 shares (represented by 12,130 American Depositary Shares, which may be exchanged into common shares), except that each of Tiger Global Performance, LLC ("Tiger Global Performance"), the general partner of Tiger Global, and Tiger Management, the investment manager of Tiger Global, may be deemed to have sole voting power with respect to such shares, and Coleman, the managing member of each of Tiger Global Performance and Tiger Management, may be deemed to have sole voting power with respect to such shares.

6 SHARED VOTING POWER
See response to row 5.

7 SOLE DISPOSITIVE POWER
48,520 shares (represented by 12,130 American Depositary Shares, which may be exchanged into common shares), except that each of Tiger Global Performance, the general partner of Tiger Global, and Tiger Management, the investment manager of Tiger Global, may be deemed to have sole dispositive power with respect to such shares, and Coleman, the managing member of each of Tiger Global Performance and Tiger Management, may be deemed to have sole dispositive power with respect to such shares.

8 SHARED DISPOSITIVE POWER
See response to row 7.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 48,520

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* []

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 0.0%

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12 TYPE OF REPORTING PERSON*

PN

* SEE INSTRUCTIONS BEFORE FILLING OUT!

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1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)
Tiger Global II, L.P. ("Tiger Global II")

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
(a) (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

NUMBER OF 5 SOLE VOTING POWER
SHARES 12,168 shares (including 12,056 represented by
BENEFICIALLY 3,014 American Depositary Shares, which may be
OWNED BY EACH Tiger Global Performance, the general partner of
REPORTING Tiger Global II, and Tiger Management, the
PERSON investment manager of Tiger Global II, may be
WITH deemed to have sole voting power with respect to
such shares, and Coleman, the managing member of
each of Tiger Global Performance and Tiger
Management, may be deemed to have sole voting
power with respect to such shares.

6 SHARED VOTING POWER
See response to row 5.

7 SOLE DISPOSITIVE POWER
12,168 shares (including 12,056 represented by
3,014 American Depositary Shares, which may be
exchanged into common shares), except that each of
Tiger Global Performance, the general partner of

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Tiger Global II, and Tiger Management, the investment manager of Tiger Global II, may be deemed to have sole dispositive power with respect to such shares, and Coleman, the managing member of each of Tiger Global Performance and Tiger Management, may be deemed to have sole dispositive power with respect to such shares.

8 SHARED DISPOSITIVE POWER

See response to row 7.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 12,168

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* []

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 0.0%

12 TYPE OF REPORTING PERSON* PN

* SEE INSTRUCTIONS BEFORE FILLING OUT!

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1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)
Tiger Global, Ltd. ("Tiger Ltd.")

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) [] (b) [X]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Cayman Islands

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NUMBER OF 5 SOLE VOTING POWER
 SHARES 29,848 shares (represented by 7,462 American
 BENEFICIALLY Depository Shares, which may be exchanged into
 OWNED BY EACH common shares), except that Tiger Management, the
 REPORTING investment manager of Tiger Ltd., may be deemed to
 PERSON have sole voting power with respect to such shares,
 and Coleman, the director of Tiger Ltd. and the
 managing member of Tiger Management, may be deemed
 to have sole voting power with respect to such
 shares.

PERSON

WITH

6 SHARED VOTING POWER
 See response to row 5.

7 SOLE DISPOSITIVE POWER
 29,848 shares (represented by 7,462 American
 Depository Shares, which may be exchanged into
 common shares), except that Tiger Management, the
 investment manager of Tiger Ltd., may be deemed to
 have sole dispositive power with respect to such
 shares, and Coleman, the director of Tiger Ltd. and
 the managing member of Tiger Management, may be
 deemed to have sole dispositive power with respect
 to such shares.

8 SHARED DISPOSITIVE POWER
 See response to row 7.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH 29,848
 REPORTING PERSON

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) []
 EXCLUDES CERTAIN SHARES*

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 0.0%

12 TYPE OF REPORTING PERSON* CO

* SEE INSTRUCTIONS BEFORE FILLING OUT!

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1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)
Tiger Global Performance, LLC ("Tiger Global Performance")

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
(a) [] (b) [X]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

NUMBER OF 5 SOLE VOTING POWER
SHARES 60,688 shares, of which 48,520 (represented by
BENEFICIALLY 12,130 American Depositary Shares, which may be
OWNED BY EACH by Tiger Global and 12,168 (including 12,056
REPORTING represented by 3,014 American Depositary Shares,
PERSON which may be exchanged into common shares) are
WITH directly owned by Tiger Global II. Tiger Global
Performance is the general partner of each of
Tiger Global and Tiger Global II and may be
deemed to have sole voting power with respect to
such shares, Tiger Management is the investment
manager of each of Tiger Global and Tiger Global
II and may be deemed to have sole voting power
with respect to such shares and Coleman, the
managing member of each of Tiger Global
Performance and Tiger Management, may be deemed
to have sole voting power with respect to such
shares.

6 SHARED VOTING POWER
See response to row 5.

7 SOLE DISPOSITIVE POWER
60,688 shares, of which 48,520 (represented by
12,130 American Depositary Shares, which may be
exchanged into common shares) are directly owned
by Tiger Global and 12,168 (including 12,056
represented by 3,014 American Depositary Shares,
which may be exchanged into common shares) are
directly owned by Tiger Global II. Tiger Global
Performance is the general partner of each of
Tiger Global and Tiger Global II and may be
deemed to have sole dispositive power with
respect to such shares, Tiger Management is the
investment manager of each of Tiger Global and
Tiger Global II and may be deemed to have sole

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dispositive power with respect to such shares and Coleman, the managing member of each of Tiger Global Performance and Tiger Management, may be deemed to have sole dispositive power with respect to such shares.

 8 SHARED DISPOSITIVE POWER

See response to row 7.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 60,688

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* []

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 0.0%

12 TYPE OF REPORTING PERSON* 00

*SEE INSTRUCTIONS BEFORE FILLING OUT!

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1 NAME OF REPORTING PERSON
 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)
 Tiger Global Management, LLC ("Tiger Management")

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) [] (b) [X]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
 Delaware

NUMBER OF 5 SOLE VOTING POWER

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SHARES
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON
WITH

7,369,068 shares, of which 7,278,532 are directly owned by Tiger PIP II (including 7,227,912 represented by 1,806,978 American Depositary Shares, which may be exchanged into common shares), 48,520 (represented by 12,130 American Depositary Shares, which may be exchanged into common shares) are directly owned by Tiger Global, 12,168 (including 12,056 represented by 3,014 American Depositary Shares, which may be exchanged into common shares) are directly owned by Tiger Global II and 29,848 (represented by 7,462 American Depositary Shares, which may be exchanged into common shares) are directly owned by Tiger Ltd. Tiger Management is the investment manager of each of Tiger PIP II, Tiger Global, Tiger Global II and Tiger Ltd. and may be deemed to have sole voting power with respect to such shares, Tiger Global Performance is the general partner of each of Tiger Global and Tiger Global II and may be deemed to have sole voting power with respect to such shares and Coleman is the managing member of Tiger Management and the director of Tiger Ltd. and may be deemed to have sole voting power with respect to such shares.

6 SHARED VOTING POWER
See response to row 5.

7 SOLE DISPOSITIVE POWER
7,369,068 shares, of which 7,278,532 are directly owned by Tiger PIP II (including 7,227,912 represented by 1,806,978 American Depositary Shares, which may be exchanged into common shares), 48,520 (represented by 12,130 American Depositary Shares, which may be exchanged into common shares) are directly owned by Tiger Global, 12,168 (including 12,056 represented by 3,014 American Depositary Shares, which may be exchanged into common shares) are directly owned by Tiger Global II and 29,848 (represented by 7,462 American Depositary Shares, which may be exchanged into common shares) are directly owned by Tiger Ltd. Tiger Management is the investment manager of each of Tiger PIP II, Tiger Global, Tiger Global II and Tiger Ltd. and may be deemed to have sole dispositive power with respect to such shares, Tiger Global Performance is the general partner of each of Tiger Global and Tiger Global II and may be deemed to have sole dispositive power with respect to such shares and Coleman is the managing member of Tiger Management and the director of Tiger Ltd. and may be deemed to have sole dispositive power with respect to such shares.

8 SHARED DISPOSITIVE POWER
See response to row 7.

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9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 7,369,068

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* []

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 4.9%

12 TYPE OF REPORTING PERSON* 00

* SEE INSTRUCTIONS BEFORE FILLING OUT!

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1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)
Charles P. Coleman III ("Coleman")

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) [] (b) [X]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
U.S. Citizen

NUMBER OF 5 SOLE VOTING POWER
SHARES 7,369,068 shares, of which 7,278,532 are
BENEFICIALLY directly owned by Tiger PIP II (including
OWNED BY EACH 7,227,912 represented by 1,806,978 American
REPORTING American Depository Shares, which may be exchanged into
PERSON common shares), 48,520 (represented by 12,130
American Depository Shares, which may be
exchanged into common shares) are directly owned
by Tiger Global, 12,168 (including 12,056
represented by 3,014 American Depository Shares,
which may be exchanged into common shares) are

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WITH directly owned by Tiger Global II and 29,848 (represented by 7,462 American Depositary Shares, which may be exchanged into common shares) are directly owned by Tiger Ltd. Coleman is the managing member of each of Tiger Performance II (the general partner of Tiger PIP II), Tiger Global Performance (the general partner of each of Tiger Global and Tiger Global II) and Tiger Management (the investment manager of each of Tiger PIP II, Tiger Global, Tiger Global II and Tiger Ltd.) and the director of Tiger Ltd. and may be deemed to have sole voting power with respect to such shares.

6 SHARED VOTING POWER
See response to row 5.

7 SOLE DISPOSITIVE POWER
7,369,068 shares, of which 7,278,532 are directly owned by Tiger PIP II (including 7,227,912 represented by 1,806,978 American Depositary Shares, which may be exchanged into common shares), 48,520 (represented by 12,130 American Depositary Shares, which may be exchanged into common shares) are directly owned by Tiger Global, 12,168 (including 12,056 represented by 3,014 American Depositary Shares, which may be exchanged into common shares) are directly owned by Tiger Global II and 29,848 (represented by 7,462 American Depositary Shares, which may be exchanged into common shares) are directly owned by Tiger Ltd. Coleman is the managing member of each of Tiger Performance II (the general partner of Tiger PIP II), Tiger Global Performance (the general partner of each of Tiger Global and Tiger Global II) and Tiger Management (the investment manager of each of Tiger PIP II, Tiger Global, Tiger Global II and Tiger Ltd.) and the director of Tiger Ltd. and may be deemed to have sole dispositive power with respect to such shares.

8 SHARED DISPOSITIVE POWER
See response to row 7.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 7,369,068

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* []

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 4.9%

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12 TYPE OF REPORTING PERSON*

IN

* SEE INSTRUCTIONS BEFORE FILLING OUT!

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This Amendment No. 1 amends the Schedule 13G filed by Tiger Global Private Investment Partners II, L.P., a Cayman Islands limited partnership ("Tiger PIP II"), Tiger Global PIP Performance II, L.L.C., a Delaware limited liability company ("Tiger Performance II"), Tiger Global, L.P., a Delaware limited partnership ("Tiger Global"), Tiger Global II, L.P., a Delaware limited partnership ("Tiger Global II"), Tiger Global, Ltd., a Cayman Islands exempted company ("Tiger Ltd."), Tiger Global Performance, LLC, a Delaware limited liability company ("Tiger Global Performance"), Tiger Global Management, LLC, a Delaware limited liability company ("Tiger Management"), and Charles P. Coleman III ("Coleman"). The foregoing entities and individual are collectively referred to as the "Reporting Persons." Only those items as to which there has been a change are included in this Amendment No. 1.

ITEM 2(A). NAME OF PERSONS FILING

This Statement is filed by the Reporting Persons.

Tiger Performance II, the general partner of Tiger PIP II, and Tiger Management, the investment manager of Tiger PIP II, may be deemed to have sole power to vote and sole power to dispose of shares of the issuer directly owned by Tiger PIP II. Tiger Global Performance, the general partner of Tiger Global and Tiger Global II, may be deemed to have sole power to vote and sole power to dispose of shares of the issuer directly owned by Tiger Global and Tiger Global II. Tiger Management, the investment manager of each of Tiger PIP II, Tiger Global, Tiger Global II and Tiger Ltd., may be deemed to have sole power to vote and sole power to dispose of shares of the issuer directly owned by Tiger PIP II, Tiger Global, Tiger Global II and Tiger Ltd. Coleman is the managing member of Tiger Performance II, Tiger Global Performance and Tiger Management and the director of Tiger Ltd. and may be deemed to have sole power to vote and sole power to dispose of shares of the issuer directly owned by Tiger PIP II, Tiger Global, Tiger Global II and Tiger Ltd.

ITEM 2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE

The address for each of the Reporting Persons is:

Tiger Global Management, LLC
101 Park Avenue, 48th Floor
New York, NY 10178 USA

ITEM 2(C) CITIZENSHIP

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Tiger PIP II is a Cayman Islands limited partnership. Tiger Global and Tiger Global II are Delaware limited partnerships. Tiger Performance II, Tiger Global Performance and Tiger Management are Delaware limited liability companies. Tiger Ltd. is a Cayman Islands exempted company. Coleman is a United States citizen.

OWNERSHIP:

The following information with respect to the ownership of the Ordinary Shares of the issuer by the Reporting Persons is provided as of December 31, 2007:

(a) AMOUNT BENEFICIALLY OWNED:

See Row 9 of cover page for each Reporting Person.

(b) PERCENT OF CLASS:

See Row 11 of cover page for each Reporting Person.

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(c) NUMBER OF SHARES AS TO WHICH SUCH PERSON HAS:

(i) SOLE POWER TO VOTE OR TO DIRECT THE VOTE:

See Row 5 of cover page for each Reporting Person.

(ii) SHARED POWER TO VOTE OR TO DIRECT THE VOTE:

See Row 6 of cover page for each Reporting Person.

(iii) SOLE POWER TO DISPOSE OR TO DIRECT THE DISPOSITION OF:

See Row 7 of cover page for each Reporting Person.

(iv) SHARED POWER TO DISPOSE OR TO DIRECT THE DISPOSITION OF:

See Row 8 of cover page for each Reporting Person.

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following: [x] Yes

SIGNATURES

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 12, 2008

Tiger Global Private Investment Partners II, L.P. /s/ Charles P. Coleman III
By Tiger Global PIP Performance II, L.L.C. -----
Its General Partner Signature

Charles P. Coleman III
Managing Member

Tiger Global PIP Performance II, L.L.C. /s/ Charles P. Coleman III

Signature

Charles P. Coleman III
Managing Member

Tiger Global, L.P. /s/ Charles P. Coleman III
By Tiger Global Performance, LLC -----
Its General Partner Signature

Charles P. Coleman III
Managing Member

Tiger Global II, L.P. /s/ Charles P. Coleman III
By Tiger Global Performance, LLC -----
Its General Partner Signature

Charles P. Coleman III
Managing Member

Tiger Global, Ltd. /s/ Charles P. Coleman III

Signature

Charles P. Coleman III
Director

Tiger Global Performance, LLC /s/ Charles P. Coleman III

Signature

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Charles P. Coleman III
Managing Member

Tiger Global Management, LLC

/s/ Charles P. Coleman III

Signature

Charles P. Coleman III
Managing Member

Charles P. Coleman III

/s/ Charles P. Coleman III

Signature

The original statement shall be signed by each person on whose behalf the statement is filed or his authorized representative. If the statement is signed on behalf of a person by his authorized representative other than an executive officer or general partner of the filing person, evidence of the representative's authority to sign on behalf of such person shall be filed with the statement, provided, however, that a power of attorney for this purpose which is already on file with the Commission may be incorporated by reference. The name and any title of each person who signs the statement shall be typed or printed beneath his signature.

NOTE: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. SEE ss.240.13d-7 for other parties for whom copies are to be sent.

ATTENTION: INTENTIONAL MISSTATEMENTS OR OMISSIONS OF FACT CONSTITUTE FEDERAL CRIMINAL VIOLATIONS (SEE 18 U.S.C. 1001)

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EXHIBIT INDEX

Exhibit -----	Found on Sequentially Numbered Page
Exhibit A: Agreement of Joint Filing	15

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EXHIBIT A

Agreement of Joint Filing

The Reporting Persons hereby agree that a single Schedule 13G (or any amendment thereto) relating to the Common Shares of New Oriental Education & Technology Group Inc. shall be filed on behalf of each of the Reporting Persons.

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Note that copies of the applicable Agreement of Joint Filing are already on file with the appropriate agencies.