

Ambow Education Holding Ltd.  
Form 6-K  
March 11, 2015

**UNITED STATES**

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

**FORM 6-K**

**REPORT OF FOREIGN PRIVATE ISSUER**

**PURSUANT TO RULE 13a-16 OR 15d-16 UNDER**

**THE SECURITIES EXCHANGE ACT OF 1934**

**For March 2015**

**Commission File No. 001-34824**

**Ambow Education Holding Ltd.**

18th Floor, Building A, Chengjian Plaza, No. 18,

BeiTaiPingZhuang Road, Haidian District

Beijing 100088

People's Republic of China

Telephone: +86 (10) 6206-8000

(ADDRESS OF PRINCIPAL EXECUTIVE OFFICES.)

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Indicate by check mark whether the registrant files or will file annual reports under cover 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): \_\_\_\_\_

Indicate by check mark whether the registrant by furnishing the information contained in this form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes  No

If "Yes" marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82- \_\_\_\_\_

**Other Information**

On March 5, 2015, the Company held an Extraordinary General Meeting Special Meeting of Shareholders to vote on the following proposals. The result of the vote was as follows:

1. Increase the authorized share capital of the Company.

Votes

<u>For</u>	<u>Against</u>	<u>Abstain</u>
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789,685,690	780,020	2,240
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2. Approve and Adopt the Fifth Amended and Restated Memorandum of Association and Articles of Association

Votes

<u>For</u>	<u>Against</u>	<u>Abstain</u>
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789,704,706	654,672	108,572
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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.

**Ambow Education Holding Ltd.**

By: /s/ Jin Huang

Name: Jin Huang

Title: Chairman and Chief Executive Officer

Dated: March 11, 2015