

Edgar Filing: OneSmart International Education Group Ltd - Form SC 13G/A

OneSmart International Education Group Ltd  
Form SC 13G/A  
February 13, 2019

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

SCHEDULE 13G  
Under the Securities Exchange Act of 1934  
(Amendment No. 1)\*

ONESMART INTERNATIONAL EDUCATION GROUP LIMITED

-----  
(Name of Issuer)

Class A Ordinary shares, par value US \$0.000001 per share

-----  
(Title of Class of Securities)

68276W103

-----  
(CUSIP Number)

December 31, 2018

-----  
(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 the disclosures provided in a prior cover page.

The information required in 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).

Edgar Filing: OneSmart International Education Group Ltd - Form SC 13G/A

-----  
CUSIP No. 68276W103  
-----

13G

- 1. Name of Reporting Person  
I.R.S. Identification No. of above Person

THE GOLDMAN SACHS GROUP, INC.

- 2. Check the Appropriate Box if a Member of a Group

(a)

(b)

- 3. SEC Use Only

- 4. Citizenship or Place of Organization

Delaware

- 5. Sole Voting Power

Number of  
Shares

0

Beneficially

- 6. Shared Voting Power

686,923,360

Owned by

Each

- 7. Sole Dispositive Power

Reporting

0

Person

- 8. Shared Dispositive Power

With:

686,923,360

- 9. Aggregate Amount Beneficially Owned by Each Reporting Person

686,923,360

- 10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

- 11. Percent of Class Represented by Amount in Row (9)

Edgar Filing: OneSmart International Education Group Ltd - Form SC 13G/A

16.3 %

-----  
12. Type of Reporting Person

HC-CO  
-----

Page 2 of 45

-----  
CUSIP No. 68276W103

13G  
-----

-----  
1. Name of Reporting Person  
I.R.S. Identification No. of above Person

GOLDMAN SACHS & CO. LLC  
-----

2. Check the Appropriate Box if a Member of a Group

(a)   
(b)   
-----

3. SEC Use Only  
-----

4. Citizenship or Place of Organization

New York  
-----

5. Sole Voting Power

Number of 0

Shares

Beneficially

-----  
6. Shared Voting Power

686,923,360

Owned by

Each

Reporting

Person

With:

-----  
7. Sole Dispositive Power

0

-----  
8. Shared Dispositive Power

686,923,360

Edgar Filing: OneSmart International Education Group Ltd - Form SC 13G/A

-----  
9. Aggregate Amount Beneficially Owned by Each Reporting Person

686,923,360

-----  
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

-----  
11. Percent of Class Represented by Amount in Row (9)

16.3 %

-----  
12. Type of Reporting Person

BD-OO-IA

-----  
Page 3 of 45

-----  
CUSIP No. 68276W103

13G

-----  
1. Name of Reporting Person  
I.R.S. Identification No. of above Person

Goldman Sachs Investments Holdings (Asia) Limited

-----  
2. Check the Appropriate Box if a Member of a Group

(a)

(b)

-----  
3. SEC Use Only

-----  
4. Citizenship or Place of Organization

Mauritius

-----  
5. Sole Voting Power

Edgar Filing: OneSmart International Education Group Ltd - Form SC 13G/A

Number of	0
Shares	-----
Beneficially	6. Shared Voting Power
Owned by	603,750,000
Each	-----
Reporting	7. Sole Dispositive Power
Person	0
With:	-----
	8. Shared Dispositive Power
	603,750,000

9. Aggregate Amount Beneficially Owned by Each Reporting Person

603,750,000

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

11. Percent of Class Represented by Amount in Row (9)

14.4 %

12. Type of Reporting Person

CO

Page 4 of 45

-----  
CUSIP No. 68276W103

13G

-----  
1. Name of Reporting Person  
I.R.S. Identification No. of above Person

Goldman Sachs International

-----  
2. Check the Appropriate Box if a Member of a Group

(a)

(b)

-----  
3. SEC Use Only

-----  
4. Citizenship or Place of Organization

United Kingdom

-----  
5. Sole Voting Power

Number of 0

Shares

-----  
6. Shared Voting Power

Beneficially 603,750,000

Owned by

Each

-----  
7. Sole Dispositive Power

Reporting 0

Person

-----  
8. Shared Dispositive Power

With: 603,750,000

-----  
9. Aggregate Amount Beneficially Owned by Each Reporting Person

603,750,000

-----  
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

-----  
11. Percent of Class Represented by Amount in Row (9)

14.4 %

-----  
12. Type of Reporting Person

CO

Edgar Filing: OneSmart International Education Group Ltd - Form SC 13G/A

-----  
CUSIP No. 68276W103  
-----

13G

- 1. Name of Reporting Person  
I.R.S. Identification No. of above Person

Goldman Sachs Group UK Limited

- 2. Check the Appropriate Box if a Member of a Group

(a)

(b)

- 3. SEC Use Only

- 4. Citizenship or Place of Organization

United Kingdom

- 5. Sole Voting Power

Number of  
Shares

0

Beneficially

- 6. Shared Voting Power

603,750,000

Owned by

Each

- 7. Sole Dispositive Power

Reporting  
Person

0

With:

- 8. Shared Dispositive Power

603,750,000

- 9. Aggregate Amount Beneficially Owned by Each Reporting Person

603,750,000

- 10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

- 11. Percent of Class Represented by Amount in Row (9)

14.4 %

Edgar Filing: OneSmart International Education Group Ltd - Form SC 13G/A

-----  
12. Type of Reporting Person

CO

-----  
Page 6 of 45

-----  
CUSIP No. 68276W103

13G

-----  
1. Name of Reporting Person  
I.R.S. Identification No. of above Person

Goldman Sachs (UK) L.L.C.

-----  
2. Check the Appropriate Box if a Member of a Group

(a)

(b)

-----  
3. SEC Use Only

-----  
4. Citizenship or Place of Organization

Delaware

-----  
5. Sole Voting Power

Number of 0

Shares

Beneficially

-----  
6. Shared Voting Power

603,750,000

Owned by

Each

-----  
7. Sole Dispositive Power

Reporting 0

Person

-----  
8. Shared Dispositive Power

With:

603,750,000

-----  
9. Aggregate Amount Beneficially Owned by Each Reporting Person

603,750,000



Edgar Filing: OneSmart International Education Group Ltd - Form SC 13G/A

-----  
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares  
  
[ ]

-----  
11. Percent of Class Represented by Amount in Row (9)  
  
14.4 %

-----  
12. Type of Reporting Person  
  
CO

-----  
Page 7 of 45

-----  
CUSIP No. 68276W103 13G  
-----

-----  
1. Name of Reporting Person  
I.R.S. Identification No. of above Person  
  
Goldman Sachs (Hong Kong) International Investments Limited

-----  
2. Check the Appropriate Box if a Member of a Group  
  
(a) [ ]  
(b) [ ]

-----  
3. SEC Use Only

-----  
4. Citizenship or Place of Organization  
  
Hong Kong

-----  
5. Sole Voting Power  
  
Number of 0  
Shares

-----  
6. Shared Voting Power  
  
Beneficially 603,750,000  
Owned by

-----  
Each 7. Sole Dispositive Power

Edgar Filing: OneSmart International Education Group Ltd - Form SC 13G/A

Reporting Person 0

Person

8. Shared Dispositive Power

With:

603,750,000

9. Aggregate Amount Beneficially Owned by Each Reporting Person

603,750,000

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

11. Percent of Class Represented by Amount in Row (9)

14.4 %

12. Type of Reporting Person

CO

Page 8 of 45

CUSIP No. 68276W103

13G

1. Name of Reporting Person  
I.R.S. Identification No. of above Person

Goldman Sachs Holdings (Hong Kong) Limited

2. Check the Appropriate Box if a Member of a Group

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Hong Kong

Edgar Filing: OneSmart International Education Group Ltd - Form SC 13G/A

-----  
5. Sole Voting Power  
Number of 0  
Shares -----  
Beneficially 6. Shared Voting Power  
Owned by 603,750,000  
-----  
Each 7. Sole Dispositive Power  
Reporting 0  
-----  
Person 8. Shared Dispositive Power  
With: 603,750,000  
-----

9. Aggregate Amount Beneficially Owned by Each Reporting Person

603,750,000

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

11. Percent of Class Represented by Amount in Row (9)

14.4 %

12. Type of Reporting Person

CO

Page 9 of 45

-----  
CUSIP No. 68276W103  
-----

13G

-----  
1. Name of Reporting Person  
I.R.S. Identification No. of above Person

Goldman Sachs Holdings (Asia Pacific) Limited

Edgar Filing: OneSmart International Education Group Ltd - Form SC 13G/A

2. Check the Appropriate Box if a Member of a Group

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Hong Kong

5. Sole Voting Power

Number of 0

Shares

Beneficially

6. Shared Voting Power

603,750,000

Owned by

Each

7. Sole Dispositive Power

Reporting 0

Person

8. Shared Dispositive Power

With:

603,750,000

9. Aggregate Amount Beneficially Owned by Each Reporting Person

603,750,000

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

11. Percent of Class Represented by Amount in Row (9)

14.4 %

12. Type of Reporting Person

CO

-----  
CUSIP No. 68276W103  
-----

13G

- 1. Name of Reporting Person  
I.R.S. Identification No. of above Person

Goldman Sachs (Asia) Corporate Holdings L.L.C.

- 2. Check the Appropriate Box if a Member of a Group

(a)

(b)

- 3. SEC Use Only

- 4. Citizenship or Place of Organization

Delaware

- 5. Sole Voting Power

Number of 0

Shares

Beneficially

- 6. Shared Voting Power

603,750,000

Owned by

Each

- 7. Sole Dispositive Power

Reporting 0

Person

With:

- 8. Shared Dispositive Power

603,750,000

- 9. Aggregate Amount Beneficially Owned by Each Reporting Person

603,750,000

- 10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

Edgar Filing: OneSmart International Education Group Ltd - Form SC 13G/A

11. Percent of Class Represented by Amount in Row (9)

14.4 %

12. Type of Reporting Person

CO

Page 11 of 45

CUSIP No. 68276W103

13G

1. Name of Reporting Person  
I.R.S. Identification No. of above Person

Asia Investing Holdings Pte. Ltd.

2. Check the Appropriate Box if a Member of a Group

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Singapore

5. Sole Voting Power

Number of 0

Shares

6. Shared Voting Power

Beneficially

603,750,000

Owned by

Each

7. Sole Dispositive Power

Reporting

0

Person

8. Shared Dispositive Power

With:

603,750,000

Edgar Filing: OneSmart International Education Group Ltd - Form SC 13G/A

-----  
9. Aggregate Amount Beneficially Owned by Each Reporting Person

603,750,000

-----  
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

[ ]

-----  
11. Percent of Class Represented by Amount in Row (9)

14.4 %

-----  
12. Type of Reporting Person

CO

-----  
Page 12 of 45

-----  
CUSIP No. 68276W103

13G

-----  
1. Name of Reporting Person  
I.R.S. Identification No. of above Person

Asia Investing (Mauritius) Limited

-----  
2. Check the Appropriate Box if a Member of a Group

(a) [ ]

(b) [ ]

-----  
3. SEC Use Only

-----  
4. Citizenship or Place of Organization

Mauritius

-----  
5. Sole Voting Power

Number of 0

Shares

-----  
6. Shared Voting Power

Edgar Filing: OneSmart International Education Group Ltd - Form SC 13G/A

Beneficially  
Owned by 603,750,000  
-----  
Each 7. Sole Dispositive Power  
Reporting 0  
Person -----  
With: 8. Shared Dispositive Power  
603,750,000

-----  
9. Aggregate Amount Beneficially Owned by Each Reporting Person

603,750,000

-----  
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

-----  
11. Percent of Class Represented by Amount in Row (9)

14.4 %

-----  
12. Type of Reporting Person

CO

-----  
Page 13 of 45

-----  
CUSIP No. 68276W103

13G  
-----

-----  
1. Name of Reporting Person  
I.R.S. Identification No. of above Person

Elevatech Limited

-----  
2. Check the Appropriate Box if a Member of a Group

(a)

(b)

-----  
3. SEC Use Only



Edgar Filing: OneSmart International Education Group Ltd - Form SC 13G/A

-----  
4. Citizenship or Place of Organization

Hong Kong

-----  
5. Sole Voting Power

Number of  
Shares

0

Beneficially

-----  
6. Shared Voting Power

603,750,000

Owned by

Each

-----  
7. Sole Dispositive Power

Reporting

0

Person

-----  
8. Shared Dispositive Power

With:

603,750,000

-----  
9. Aggregate Amount Beneficially Owned by Each Reporting Person

603,750,000

-----  
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

[ ]

-----  
11. Percent of Class Represented by Amount in Row (9)

14.4 %

-----  
12. Type of Reporting Person

CO

-----  
Page 14 of 45

-----  
CUSIP No. 68276W103

13G

-----  
1. Name of Reporting Person

I.R.S. Identification No. of above Person

Edgar Filing: OneSmart International Education Group Ltd - Form SC 13G/A

GS Asian Venture (Delaware) L.L.C.

2. Check the Appropriate Box if a Member of a Group

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

5. Sole Voting Power

Number of 0

Shares

Beneficially

6. Shared Voting Power

603,750,000

Owned by

Each

7. Sole Dispositive Power

Reporting

0

Person

With:

8. Shared Dispositive Power

603,750,000

9. Aggregate Amount Beneficially Owned by Each Reporting Person

603,750,000

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

11. Percent of Class Represented by Amount in Row (9)

14.4 %

12. Type of Reporting Person

CO

CUSIP No. 68276W103

13G

1. Name of Reporting Person  
I.R.S. Identification No. of above Person  
  
Special Situations Investing Group III, Inc.

2. Check the Appropriate Box if a Member of a Group

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

5. Sole Voting Power

Number of 0

Shares

6. Shared Voting Power

Beneficially

603,750,000

Owned by

Each

7. Sole Dispositive Power

Reporting

0

Person

8. Shared Dispositive Power

With:

603,750,000

9. Aggregate Amount Beneficially Owned by Each Reporting Person

603,750,000

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

[ ]

-----  
11. Percent of Class Represented by Amount in Row (9)

14.4 %

-----  
12. Type of Reporting Person

CO

-----  
Page 16 of 45

-----  
CUSIP No. 68276W103

13G

-----  
1. Name of Reporting Person  
I.R.S. Identification No. of above Person

GSSG Holdings LLC

-----  
2. Check the Appropriate Box if a Member of a Group

(a) [ ]

(b) [ ]

-----  
3. SEC Use Only

-----  
4. Citizenship or Place of Organization

Delaware

-----  
5. Sole Voting Power

Number of 0

Shares

Beneficially

-----  
6. Shared Voting Power

603,750,000

Owned by

Each

-----  
7. Sole Dispositive Power

Reporting 0

Person

-----  
8. Shared Dispositive Power

With:

Edgar Filing: OneSmart International Education Group Ltd - Form SC 13G/A

603,750,000

---

9. Aggregate Amount Beneficially Owned by Each Reporting Person

603,750,000

---

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

---

11. Percent of Class Represented by Amount in Row (9)

14.4 %

---

12. Type of Reporting Person

CO

---

Page 17 of 45

---

CUSIP No. 68276W103

13G

---

1. Name of Reporting Person  
I.R.S. Identification No. of above Person  
  
Stonebridge 2017 (Singapore) Pte. Ltd.

---

2. Check the Appropriate Box if a Member of a Group

(a)

(b)

---

3. SEC Use Only

---

4. Citizenship or Place of Organization

Singapore

---

5. Sole Voting Power

Number of

0

Edgar Filing: OneSmart International Education Group Ltd - Form SC 13G/A

Shares -----  
Beneficially 6. Shared Voting Power  
Owned by 69,000,000  
-----  
Each 7. Sole Dispositive Power  
Reporting 0  
-----  
Person 8. Shared Dispositive Power  
With: 69,000,000  
-----

9. Aggregate Amount Beneficially Owned by Each Reporting Person

69,000,000

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

11. Percent of Class Represented by Amount in Row (9)

1.6 %

12. Type of Reporting Person

CO

Page 18 of 45

-----  
CUSIP No. 68276W103  
-----

13G

1. Name of Reporting Person  
I.R.S. Identification No. of above Person

StoneBridge 2017, L.P.

2. Check the Appropriate Box if a Member of a Group

(a)

(b)

3. SEC Use Only

---

4. Citizenship or Place of Organization

Delaware

---

5. Sole Voting Power

Number of 0

Shares

Beneficially

---

6. Shared Voting Power

47,189,120

Owned by

Each

---

7. Sole Dispositive Power

Reporting 0

Person

With:

---

8. Shared Dispositive Power

47,189,120

---

9. Aggregate Amount Beneficially Owned by Each Reporting Person

47,189,120

---

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

---

11. Percent of Class Represented by Amount in Row (9)

1.1 %

---

12. Type of Reporting Person

PN

Page 19 of 45

---

CUSIP No. 68276W103

13G

---

1. Name of Reporting Person

I.R.S. Identification No. of above Person

Edgar Filing: OneSmart International Education Group Ltd - Form SC 13G/A

StoneBridge 2017 Offshore, L.P.

2. Check the Appropriate Box if a Member of a Group

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Cayman Islands

5. Sole Voting Power

Number of 0

Shares

Beneficially

6. Shared Voting Power

21,810,880

Owned by

Each

7. Sole Dispositive Power

Reporting

0

Person

With:

8. Shared Dispositive Power

21,810,880

9. Aggregate Amount Beneficially Owned by Each Reporting Person

21,810,880

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

11. Percent of Class Represented by Amount in Row (9)

0.5 %

12. Type of Reporting Person

PN



Page 20 of 45

- Item 1(a). Name of Issuer:  
ONESMART INTERNATIONAL EDUCATION GROUP LIMITED
- Item 1(b). Address of Issuer's Principal Executive Offices:  
165 West Guangfu Road, Putuo District  
Shanghai 200063  
People's Republic of China
- Item 2(a). Name of Persons Filing:  
  
THE GOLDMAN SACHS GROUP, INC.  
GOLDMAN SACHS & CO. LLC  
Goldman Sachs Investments Holdings (Asia) Limited  
Goldman Sachs International  
Goldman Sachs Group UK Limited  
Goldman Sachs (UK) L.L.C.  
Goldman Sachs (Hong Kong) International Investments Limited  
Goldman Sachs Holdings (Hong Kong) Limited  
Goldman Sachs Holdings (Asia Pacific) Limited  
Goldman Sachs (Asia) Corporate Holdings L.L.C.  
Asia Investing Holdings Pte. Ltd  
Asia Investing (Mauritius) Limited  
Elevatech Limited  
GS Asian Venture (Delaware) L.L.C.  
Special Situations Investing Group III, Inc.  
GSSG Holdings LLC  
Stonebridge 2017 (Singapore) Pte. Ltd.  
StoneBridge 2017, L.P.  
StoneBridge 2017 Offshore, L.P.
- Item 2(b). Address of Principal Business Office or, if none, Residence:  
  
The Goldman Sachs Group, Inc.  
200 West Street  
New York, NY 10282  
  
Goldman Sachs & Co. LLC  
200 West Street  
New York, NY 10282  
  
Goldman Sachs Investments Holdings (Asia) Limited  
Level 3, Alexander House  
35 Cybercity  
Ebene, Mauritius  
  
Goldman Sachs International  
Peterborough Court  
133 Fleet Street  
London, United Kingdom EC4A 2BB  
  
Goldman Sachs Group UK Limited  
Peterborough Court  
133 Fleet Street  
London, United Kingdom EC4A 2BB

## Edgar Filing: OneSmart International Education Group Ltd - Form SC 13G/A

Goldman Sachs (UK) L.L.C.  
Corporation Trust Center  
1209 Orange Street  
Wilmington, DE 19801

Goldman Sachs (Hong Kong) International Investments Limited  
68/F Cheung Kong Center  
2 Queen's Road Central  
Hong Kong

Goldman Sachs Holdings (Hong Kong) Limited  
68/F Cheung Kong Center  
2 Queen's Road Central  
Hong Kong

Goldman Sachs Holdings (Asia Pacific) Limited  
Cheung Kong Center, 68th Floor  
2 Queen's Road Central  
Hong Kong

Goldman Sachs (Asia) Corporate Holdings L.L.C.  
Corporation Trust Center  
1209 Orange Street  
Wilmington, DE 19801

Asia Investing Holdings Pte. Ltd  
1 Raffles Link, #07-01  
Singapore, Singapore 039393

Asia Investing (Mauritius) Limited  
Level 3, Alexander House  
35 Cybercity  
Ebene, Mauritius

Elevatech Limited  
68/F Cheung Kong Center  
2 Queen's Road  
Hong Kong

GS Asian Venture (Delaware) L.L.C.  
Corporation Trust Center  
1209 Orange Street  
Wilmington, DE 19801

Special Situations Investing Group III, Inc.  
1209 Orange Street  
Wilmington, DE 19801

GSSG Holdings LLC  
Corporation Trust Center  
1209 Orange Street  
Wilmington, DE 19801

Stonebridge 2017 (Singapore) Pte. Ltd.  
1 Raffles Link, #07-01  
Singapore, Singapore 039393

StoneBridge 2017, L.P.  
Corporation Trust Center  
1209 Orange Street  
Wilmington, DE 19801

## Edgar Filing: OneSmart International Education Group Ltd - Form SC 13G/A

StoneBridge 2017 Offshore, L.P.  
P.O. Box 309, Ugland House  
South Church Street  
George Town, CAY KY1-1104

Item 2(c).                   Citizenship:  
THE GOLDMAN SACHS GROUP, INC. - Delaware  
GOLDMAN SACHS & CO. LLC - New York  
Goldman Sachs Investments Holdings (Asia) Limited - Mauritius  
Goldman Sachs International - United Kingdom  
Goldman Sachs Group UK Limited - United Kingdom  
Goldman Sachs (UK) L.L.C. - Delaware  
Goldman Sachs (Hong Kong) International Investments  
Limited - Hong Kong  
Goldman Sachs Holdings (Hong Kong) Limited - Hong Kong  
Goldman Sachs Holdings (Asia Pacific) Limited - Hong Kong  
Goldman Sachs (Asia) Corporate Holdings L.L.C. - Delaware  
Asia Investing Holdings Pte. Ltd - Singapore  
Asia Investing (Mauritius) Limited - Mauritius  
Elevatech Limited - Hong Kong  
GS Asian Venture (Delaware) L.L.C. - Delaware  
Special Situations Investing Group III, Inc. - Delaware  
GSSG Holdings LLC - Delaware  
Stonebridge 2017 (Singapore) Pte. Ltd. - Singapore  
StoneBridge 2017, L.P. - Delaware  
StoneBridge 2017 Offshore, L.P. - Cayman Islands

Item 2(d).                   Title of Class of Securities:  
Class A Ordinary shares, par value US \$0.000001 per share

Item 2(e).                   CUSIP Number:  
68276W103

Item 3.                    If this statement is filed pursuant to Rules 13d-1(b) or  
13d-2(b) or (c), check whether the person filing is a:

(a).  Broker or dealer registered under Section 15 of the Act  
(15 U.S.C. 78o).

(b).  Bank as defined in Section 3(a)(6) of the Act  
(15 U.S.C. 78c).

(c).  Insurance company as defined in Section 3(a)(19) of the Act  
(15 U.S.C. 78c).

(d).  Investment company registered under Section 8 of the  
Investment Company Act of 1940 (15 U.S.C. 80a-8).

(e).  An investment adviser in accordance with  
Rule 13d-1(b)(1)(ii)(E);

(f).  An employee benefit plan or endowment fund in accordance  
with Rule 13d-1(b)(1)(ii)(F);

(g).  A parent holding company or control person in accordance  
with Rule 13d-1(b)(1)(ii)(G);

(h).  A savings association as defined in Section 3(b) of the  
Federal Deposit Insurance Act (12 U.S.C. 1813);

(i).  A church plan that is excluded from the definition of an  
investment company under Section 3(c)(14) of the

## Edgar Filing: OneSmart International Education Group Ltd - Form SC 13G/A

Investment Company Act of 1940 (15 U.S.C. 80a-3);

(j).  A non-U.S. institution in accordance with Rule 13d-1(b)(1)(ii)(J);

(k).  A group, in accordance with Rule 13d-1(b)(1)(ii)(A) through (K).

If filing as a non-U.S. institution in accordance with Rule 13d-1(b)(1)(ii)(J), please specify the type of institution:

Page 21 of 45

- Item 4. Ownership.\*
- (a). Amount beneficially owned:  
See the response(s) to Item 9 on the attached cover page(s).
- (b). Percent of Class:  
See the response(s) to Item 11 on the attached cover page(s).
- (c). Number of shares as to which such person has:
- (i). Sole power to vote or to direct the vote: See the response(s) to Item 5 on the attached cover page(s).
- (ii). Shared power to vote or to direct the vote: See the response(s) to Item 6 on the attached cover page(s).
- (iii). Sole power to dispose or to direct the disposition of: See the response(s) to Item 7 on the attached cover page(s).
- (iv). Shared power to dispose or to direct the disposition of: See the response(s) to Item 8 on the attached cover page(s).
- Item 5. Ownership of Five Percent or Less of a Class.  
Not Applicable
- Item 6. Ownership of More than Five Percent on Behalf of Another Person.
- Clients of the Reporting Person(s) have or may have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, securities held in their accounts. Clients known to have such right or power with respect to more than 5% of the class of securities to which this report relates are:  
NONE
- Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.  
See Exhibit (99.2)
- Item 8. Identification and Classification of Members of the Group.  
Not Applicable
- Item 9. Notice of Dissolution of Group.

Edgar Filing: OneSmart International Education Group Ltd - Form SC 13G/A

Not Applicable

Item 10.

Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under Section 240.14a-11.

-----

\*In accordance with the Securities and Exchange Commission Release No. 34-39538 (January 12, 1998) (the "Release"), this filing reflects the securities beneficially owned by certain operating units (collectively, the "Goldman Sachs Reporting Units") of The Goldman Sachs Group, Inc. and its subsidiaries and affiliates (collectively, "GSG"). This filing does not reflect securities, if any, beneficially owned by any operating units of GSG whose ownership of securities is disaggregated from that of the Goldman Sachs Reporting Units in accordance with the Release. The Goldman Sachs Reporting Units disclaim beneficial ownership of the securities beneficially owned by (i) any client accounts with respect to which the Goldman Sachs Reporting Units or their employees have voting or investment discretion or both, or with respect to which there are limits on their voting or investment authority or both and (ii) certain investment entities of which the Goldman Sachs Reporting Units act as the general partner, managing general partner or other manager, to the extent interests in such entities are held by persons other than the Goldman Sachs Reporting Units.

Page 22 of 45

SIGNATURE

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.

Date: February 13, 2019

THE GOLDMAN SACHS GROUP, INC.

By:/s/ Eddie Arhagba

-----  
Name: Eddie Arhagba  
Title: Attorney-in-fact

GOLDMAN SACHS & CO. LLC

By:/s/ Eddie Arhagba

-----  
Name: Eddie Arhagba  
Title: Attorney-in-fact

Goldman Sachs Investments Holdings (Asia) Limited

Edgar Filing: OneSmart International Education Group Ltd - Form SC 13G/A

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

Goldman Sachs International

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

Goldman Sachs Group UK Limited

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

Goldman Sachs (UK) L.L.C.

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

Goldman Sachs (Hong Kong) International Investments Limited

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

GGoldman Sachs Holdings (Hong Kong) Limited

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

Goldman Sachs Holdings (Asia Pacific) Limited

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

Goldman Sachs (Asia) Corporate Holdings L.L.C.

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

Asia Investing Holdings Pte. Ltd

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

Edgar Filing: OneSmart International Education Group Ltd - Form SC 13G/A

Asia Investing (Mauritius) Limited

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

Elevatech Limited

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

GS Asian Venture (Delaware) L.L.C.

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

Special Situations Investing Group III, Inc.

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

GSSG Holdings LLC

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

Stonebridge 2017 (Singapore) Pte. Ltd.

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

StoneBridge 2017, L.P.

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

StoneBridge 2017 Offshore, L.P.

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

Edgar Filing: OneSmart International Education Group Ltd - Form SC 13G/A

Exhibit No.	Exhibit
99.1	Joint Filing Agreement
99.2	Item 7 Information
99.3	Power of Attorney, relating to THE GOLDMAN SACHS GROUP, INC.
99.4	Power of Attorney, relating to GOLDMAN SACHS & CO. LLC
99.5	Power of Attorney, relating to Goldman Sachs Investments Holdings (Asia) Limited
99.6	Power of Attorney, relating to Goldman Sachs International
99.7	Power of Attorney, relating to Goldman Sachs Group UK Limited
99.8	Power of Attorney, relating to Goldman Sachs (UK) L.L.C.
99.9	Power of Attorney, relating to Goldman Sachs (Hong Kong) International Investments Limited
99.10	Power of Attorney, relating to Goldman Sachs Holdings (Hong Kong) Limited
99.11	Power of Attorney, relating to Goldman Sachs Holdings (Asia Pacific) Limited
99.12	Power of Attorney, relating to Goldman Sachs (Asia) Corporate Holdings L.L.C.
99.13	Power of Attorney, relating to Asia Investing Holdings Pte. Ltd
99.14	Power of Attorney, relating to Asia Investing (Mauritius) Limited
99.15	Power of Attorney, relating to Elevatech Limited
99.16	Power of Attorney, relating to GS Asian Venture (Delaware) L.L.C.
99.17	Power of Attorney, relating to Special Situations Investing Group III, Inc.
99.18	Power of Attorney, relating to GSSG Holdings LLC
99.19	Power of Attorney, relating to Stonebridge 2017 (Singapore) Pte. Ltd.
99.20	Power of Attorney, relating to StoneBridge 2017, L.P.
99.21	Power of Attorney, relating to StoneBridge 2017 Offshore, L.P.



JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k)(1) promulgated under the Securities Exchange Act of 1934, the undersigned agree to the joint filing of a Statement on Schedule 13G (including any and all amendments thereto) with respect to the Class A Ordinary shares, par value US \$0.000001 per share, of ONESMART INTERNATIONAL EDUCATION GROUP LIMITED and further agree to the filing of this agreement as an Exhibit thereto. In addition, each party to this Agreement expressly authorizes each other party to this Agreement to file on its behalf any and all amendments to such Statement on Schedule 13G.

Date: February 13, 2019

THE GOLDMAN SACHS GROUP, INC.

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

GOLDMAN SACHS & CO. LLC

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

Goldman Sachs Investments Holdings (Asia) Limited

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

Goldman Sachs International

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

Goldman Sachs Group UK Limited

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

Goldman Sachs (UK) L.L.C.

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

Goldman Sachs (Hong Kong) International Investments Limited

Edgar Filing: OneSmart International Education Group Ltd - Form SC 13G/A

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

GGoldman Sachs Holdings (Hong Kong) Limited

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

Goldman Sachs Holdings (Asia Pacific) Limited

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

Goldman Sachs (Asia) Corporate Holdings L.L.C.

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

Asia Investing Holdings Pte. Ltd

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

Asia Investing (Mauritius) Limited

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

Elevatech Limited

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

GS Asian Venture (Delaware) L.L.C.

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

Special Situations Investing Group III, Inc.

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

Edgar Filing: OneSmart International Education Group Ltd - Form SC 13G/A

GSSG Holdings LLC

By:/s/ Eddie Arhagba

-----  
Name: Eddie Arhagba  
Title: Attorney-in-fact

Stonebridge 2017 (Singapore) Pte. Ltd.

By:/s/ Eddie Arhagba

-----  
Name: Eddie Arhagba  
Title: Attorney-in-fact

StoneBridge 2017, L.P.

By:/s/ Eddie Arhagba

-----  
Name: Eddie Arhagba  
Title: Attorney-in-fact

StoneBridge 2017 Offshore, L.P.

By:/s/ Eddie Arhagba

-----  
Name: Eddie Arhagba  
Title: Attorney-in-fact

Page 25 of 45

EXHIBIT (99.2)

ITEM 7 INFORMATION

The securities being reported on by The Goldman Sachs Group, Inc. ("GS Group"), as a parent holding company, are owned by Stonebridge 2017 (Singapore) Pte. Ltd., Goldman Sachs Investments Holdings (Asia) Limited, (collectively, the "GS Stockholders"), and are owned, or may be deemed to be beneficially owned by Goldman Sachs International, Goldman Sachs Group UK Limited, Goldman Sachs (UK) L.L.C., Goldman Sachs (Hong Kong) International Investments Limited, Goldman Sachs Holdings (Hong Kong) Limited, Goldman Sachs Holdings (Asia Pacific) Limited, Goldman Sachs (Asia) Corporate Holdings L.L.C., Asia Investing Holdings Pte. Ltd., Asia Investing (Mauritius) Limited, Elevatech Limited, GS Asian Venture (Delaware) L.L.C., Special Situations Investing Group III, Inc., GSSG Holdings LLC and GS Group. Goldman Sachs & Co. LLC ("Goldman Sachs"), a broker or dealer registered under Section 15 of the Act and an investment adviser registered under Section 203 of the Investment Advisers Act of 1940 and a direct subsidiary of GS Group, is the investment manager of Stonebridge 2017, L.P., Stonebridge 2017 Offshore, L.P. which are the stockholders of Stonebridge 2017 (Singapore) Pte. Ltd.

Page 26 of 45

EXHIBIT (99.3)

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS that THE GOLDMAN SACHS GROUP, INC.

## Edgar Filing: OneSmart International Education Group Ltd - Form SC 13G/A

(the "Company") does hereby make, constitute and appoint each of Eddie Arhagba, Jose Canas, Abdul Khayum, Jerry Li and Rachel Fraizer, acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf, whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company pursuant to Rule 13f-1 or Regulation 13D-G under the Securities Exchange Act of 1934, (as amended, the Act), which may be required of the Company with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each side Attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said Attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until December 31, 2020 unless earlier revoked by written instrument, or in the event an Attorney-in-fact ceases to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates or ceases to perform the function in connection with which he or she was appointed Attorney-in-fact prior to December 31, 2020, this Power of Attorney shall cease to have effect in relation to such Attorney-in-fact upon such cessation but shall continue in full force and effect in relation to the remaining Attorneys-in-fact. The Company has the unrestricted right unilaterally to revoke the Power of Attorney.

This Power of Attorney shall be governed by, and construed in accordance with, the laws of the State of New York, without regard to rules of conflicts of law.

This Power of Attorney supersedes the Power of Attorney granted by the Company to Eddie Arhagba, Jose Canas, Abdul Khayum, and Jerry Li on June 26, 2017.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of June 19, 2018.

THE GOLDMAN SACHS GROUP, INC.

By: /s/ Gregory K. Palm

Name: Gregory K. Palm

Title: Executive Vice President and  
General Counsel and Secretary of the Corporation

Page 27 of 45

EXHIBIT (99.4)

### POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS GOLDMAN SACHS & CO. LLC (the "Company") does hereby make, constitute and appoint each of Eddie Arhagba, Jose Canas, Abdul Khayum, Jerry Li and Rachel Fraizer acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf, whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company pursuant to Rule 13f-1 or Regulation 13D-G under the Securities Exchange Act of 1934, (as amended, the Act), which may be required of the Company with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each side Attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby

## Edgar Filing: OneSmart International Education Group Ltd - Form SC 13G/A

ratifying and confirming all that said Attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until December 31, 2020 unless earlier revoked by written instrument, or in the event an Attorney-in-fact ceases to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates or ceases to perform the function in connection with which he or she was appointed Attorney-in-fact prior to December 31, 2020, this Power of Attorney shall cease to have effect in relation to such Attorney-in-fact upon such cessation but shall continue in full force and effect in relation to the remaining Attorneys-in-fact. The Company has the unrestricted right unilaterally to revoke the Power of Attorney.

This Power of Attorney shall be governed by, and construed in accordance with, the laws of the State of New York, without regard to rules of conflicts of law.

This Power of Attorney supersedes the Power of Attorney granted by the Company to Eddie Arhagba, Jose Canas, Abdul Khayum, and Jerry Li on June 26, 2017.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of June 19, 2018

GOLDMAN SACHS & CO. LLC

By: /s/ Gregory K. Palm

\_\_\_\_\_  
Name: Gregory K. Palm  
Title: Executive Vice President and  
General Counsel and Secretary of the Corporation

Page 28 of 45

EXHIBIT (99.5)

### POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS Goldman Sachs Investments Holdings (Asia) Limited (the "Company") does hereby make, constitute and appoint each of Eddie Arhagba, Abdul Khayum, Jerry Li, Jose Canas, and Rachel Fraizer, acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as specifically enumerated in this POA, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

The authority granted under this limited power of attorney is merely administrative in nature with no independent right to take any decisions whatsoever in respect of any business affairs of the Company.

The Company hereby undertakes that all acts, deeds and things lawfully done by each said attorney-in-fact herein shall be accepted and ratified

## Edgar Filing: OneSmart International Education Group Ltd - Form SC 13G/A

as the acts, deeds and things done by the Company and shall be binding on the Company.

THIS POWER OF ATTORNEY shall remain in full force and effect until the earlier of (i) 31 December 2020 or (ii) such time it is revoked in writing by the Company; provided that in the event an attorney-in-fact ceases to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates or ceases to perform the function in connection with which he/she was appointed attorney-in-fact prior to such time, this Power of Attorney shall cease to have effect in relation to such attorney-in-fact upon such cessation of employment or role. The Company has the unrestricted right unilaterally to revoke this Power of Attorney.

This Power of Attorney shall be governed by and construed in accordance with the laws of Mauritius.

IN WITNESS WHEREOF, this Power of Attorney has been granted by the Company on the 8th day of May 2018.

Goldman Sachs Investments Holdings (Asia) Limited

By: /s/ Teddy Lo Seen Chong

---

Name: Teddy Lo Seen Chong  
Title: Director

Page 29 of 45

EXHIBIT (99.6)

### POWER OF ATTORNEY

WE, GOLDMAN SACHS INTERNATIONAL (the "Company") of Peterborough Court, 133 Fleet Street, London EC4A 2BB, hereby appoint each of Eddie Arhagba, Abdul Khayum, Jerry Li and Jose Canas, acting singly, to be our true and lawful attorney-in-fact, to execute and deliver in our name and on our behalf whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company under the Securities Exchange Act of 1934, (amended as, the "Act"), with respect to securities which may be deemed to be beneficially owned by the Company under the Act, such documents to be in such form as such attorney-in-fact may approve on our behalf, such approval to be conclusively evidenced by the due execution thereof.

This Power of Attorney shall remain in full force and effect until the earlier of 1st September 2019 or with respect to each attorney-in-fact, until such time as such attorney-in-fact ceases to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates, unless earlier revoked by written instrument. The Company has the unrestricted right unilaterally to revoke this Power of Attorney.

This Power of Attorney shall be governed by and construed in accordance with the laws of England and Wales.

EXECUTED AS A DEED and THE COMMON SEAL of GOLDMAN SACHS INTERNATIONAL was duly affixed and signed by either two Directors, two Managing Directors or a Director/Managing Director and a Secretary duly authorised by, and pursuant to, the resolution of the Board of Directors of Goldman Sachs International dated 29 March 2011, on this 18th day of April 2018.

Edgar Filing: OneSmart International Education Group Ltd - Form SC 13G/A

GOLDMAN SACHS INTERNATIONAL

By: /s/ Clara Gonzalez-Martin

\_\_\_\_\_  
Name: Clara Gonzalez-Martin  
Title: Managing Director

By: /s/ David Wilson

\_\_\_\_\_  
Name: RDavid Wilson  
Title: Managing Director

Page 30 of 45

EXHIBIT (99.7)

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS that GOLDMAN SACHS GROUP UK LIMITED (the "Company") does hereby make, constitute and appoint each of Eddie Arhagba, Abdul Khayum, Jerry Li, Jose Canas, and Rachel Fraizer (and any other employee of The Goldman Sachs Group, Inc. or one of its affiliates designated in writing by one of the attorneys-in-fact), acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which maybe deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until either revoked in writing by the undersigned or until such time as the person or persons to whom power of attorney has been hereby granted cease(s) to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of May 18, 2018.

GOLDMAN SACHS GROUP UK LIMITED

By: /s/ Richard Taylor

\_\_\_\_\_  
Name: Richard Taylor  
Title: Director

Page 31 of 45

EXHIBIT (99.8)

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS that GOLDMAN SACHS (UK) L.L.C. (the "Company") does hereby make, constitute and appoint each of Eddie Arhagba,

## Edgar Filing: OneSmart International Education Group Ltd - Form SC 13G/A

Abdul Khayum, Jerry Li, Jose Canas, and Rachel Fraizer (and any other employee of The Goldman Sachs Group, Inc. or one of its affiliates designated in writing by one of the attorneys-in-fact), acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until either revoked in writing by the undersigned or until such time as the person or persons to whom power of attorney has been hereby granted ceases) to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of May 18, 2018.

GOLDMAN SACHS (UK) L.L.C.

By: /s/ Richard Taylor

Name: Richard Taylor  
Title: Authorized Signatory, Managing Director

Page 32 of 45

EXHIBIT (99.9)

### POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS GOLDMAN SACHS (HONG KONG) INTERNATIONAL INVESTMENTS LIMITED (the "Company") does hereby make, constitute and appoint each of Eddie Arhagba, Abdul Khayum, Jerry Li, Jose Canas, and Rachel Fraizer, acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as specifically enumerated in this POA, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until the earlier of (i) 31 December 2020 or (ii) such time it is revoked in writing by the Company; provided that in the event an attorney-in-fact ceases to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates or ceases to perform the function in connection with which he/she was appointed attorney-in-fact prior to such time, this Power of Attorney shall cease to have effect in relation to such attorney-in-fact upon such cessation of employment or role. The Company has the unrestricted right unilaterally to revoke this Power of Attorney.



Edgar Filing: OneSmart International Education Group Ltd - Form SC 13G/A

This Power of Attorney shall be governed by and construed in accordance with the laws of Hong Kong.

IN WITNESS WHEREOF, this Power of Attorney has been granted by the Company on 31st day of May 2018.

By: /s/ Adam Alfert

\_\_\_\_\_  
Name: Adam Alfert  
Title: Director

Page 33 of 45

EXHIBIT (99.10)

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS GOLDMAN SACHS HOLDINGS (HONG KONG) LIMITED (the "Company") does hereby make, constitute and appoint each of Eddie Arhagba, Abdul Khayum, Jerry Li, Jose Canas, and Rachel Fraizer, acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as specifically enumerated in this POA, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until the earlier of (i) 31 December 2020 or (ii) such time it is revoked in writing by the Company; provided that in the event an attorney-in-fact ceases to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates or ceases to perform the function in connection with which he/she was appointed attorney-in-fact prior to such time, this Power of Attorney shall cease to have effect in relation to such attorney-in-fact upon such cessation of employment or role. The Company has the unrestricted right unilaterally to revoke this Power of Attorney.

This Power of Attorney shall be governed by and construed in accordance with the laws of Hong Kong.

IN WITNESS WHEREOF, this Power of Attorney has been granted by the Company on 31st day of May 2018.

By: /s/ Adam Alfert

\_\_\_\_\_  
Name: Adam Alfert  
Title: Director

Page 34 of 45

EXHIBIT (99.11)

POWER OF ATTORNEY

Edgar Filing: OneSmart International Education Group Ltd - Form SC 13G/A

KNOW ALL PERSONS BY THESE PRESENTS GOLDMAN SACHS HOLDINGS (ASIA PACIFIC) LIMITED (the "Company") does hereby make, constitute and appoint each of Eddie Arhagba, Abdul Khayum, Jerry Li, Jose Canas, and Rachel Fraizer, acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as specifically enumerated in this POA, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until the earlier of (i) 31 December 2020 or (ii) such time it is revoked in writing by the Company; provided that in the event an attorney-in-fact ceases to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates or ceases to perform the function in connection with which he/she was appointed attorney-in-fact prior to such time, this Power of Attorney shall cease to have effect in relation to such attorney-in-fact upon such cessation of employment or role. The Company has the unrestricted right unilaterally to revoke this Power of Attorney.

This Power of Attorney shall be governed by and construed in accordance with the laws of Hong Kong.

IN WITNESS WHEREOF, this Power of Attorney has been granted by the Company on 31st day of May 2018.

By: /s/ Adam Alfert

---

Name: Adam Alfert  
Title: Director

Page 35 of 45

EXHIBIT (99.12)

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS that GOLDMAN SACHS (ASIA) CORPORATE HOLDINGS L.L.C. (the "Company") does hereby make, constitute and appoint each of Eddie Arhagba, Abdul Khayum, Jerry Li, Jose Canas, and Rachel Fraizer (and any other employee of The Goldman Sachs Group, Inc. or one of its affiliates designated in writing by one of the attorneys-in-fact), acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which maybe deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

Edgar Filing: OneSmart International Education Group Ltd - Form SC 13G/A

THIS POWER OF ATTORNEY shall remain in full force and effect until either revoked in writing by the undersigned or until such time as the person or persons to whom power of attorney has been hereby granted ceases to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of May 21, 2018.

GOLDMAN SACHS (ASIA) CORPORATE HOLDINGS L.L.C.

By: /s/ Amol Naik

\_\_\_\_\_  
Name: Amol Naik  
Title: Authorized Signatory, Managing Director

Page 36 of 45

EXHIBIT (99.13)

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS ASIA INVESTING HOLDINGS PTE. LTD. (the "Company") does hereby make, constitute and appoint each of Eddie Arhagba, Abdul Khayum, Jerry Li, Jose Canas, and Rachel Fraizer (and any other employee of The Goldman Sachs Group, Inc. or one of its affiliates designated in writing by one of the attorneys-in-fact), acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until either revoked in writing by the undersigned or until such time as the person or persons to whom power of attorney has been hereby granted ceases) to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of May 17, 2018.

ASIA INVESTING HOLDINGS PTE. LTD.

By: /s/ Jonathan Vanica

\_\_\_\_\_  
Name: Jonathan Vanica  
Title: Director

Page 37 of 45

EXHIBIT (99.14)

POWER OF ATTORNEY

## Edgar Filing: OneSmart International Education Group Ltd - Form SC 13G/A

KNOW ALL PERSONS BY THESE PRESENTS ASIA INVESTING (MAURITIUS) LIMITED (the "Company") does hereby make, constitute and appoint each of Eddie Arhagba, Abdul Khayum, Jerry Li, Jose Canas, and Rachel Fraizer ( or other employees designated in writing of The Goldman Sachs Group, Inc. or one of its affiliates), acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as specifically enumerated in this Power of Attorney, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

The authority granted under this limited Power of Attorney is merely administrative in nature with no independent right to take any decisions whatsoever in respect of any business affairs of the Company.

The Company hereby undertakes that all acts, deeds and things lawfully done by each said attorney-in-fact herein shall be accepted and ratified as the acts, deeds and things done by the Company and shall be binding on the Company.

This Power of Attorney shall remain in full force and effect until the earlier of (i) 31 December 2020 or (ii) such time it is revoked in writing by the Company; provided that in the event an attorney-in-fact ceases to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates or ceases to perform the function in connection with which he/she was appointed attorney-in-fact prior to such time, this Power of Attorney shall cease to have effect in relation to such attorney-in-fact upon such cessation of employment or role. The Company has the unrestricted right unilaterally to revoke this Power of Attorney.

This Power of Attorney shall be governed by and construed in accordance with the laws of Mauritius.

IN WITNESS WHEREOF, this Power of Attorney has been granted by the Company on the 30th day of May 2018.

ASIA INVESTING (MAURITIUS) LIMITED

By: /s/ Teddy Lo Seen Chong

\_\_\_\_\_  
Name: Teddy Lo Seen Chong  
Title: Director

Page 38 of 45

EXHIBIT (99.15)

### POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS ELEVATECH LIMITED (the "Company") does hereby make, constitute and appoint each of Eddie Arhagba, Abdul Khayum, Jerry Li, Jose Canas, and Rachel Fraizer, acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in-fact power and

## Edgar Filing: OneSmart International Education Group Ltd - Form SC 13G/A

authority to act in the premises as fully and to all intents and purposes as specifically enumerated in this POA, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until the earlier of (i) 31 December 2020 or (ii) such time it is revoked in writing by the Company; provided that in the event an attorney-in-fact ceases to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates or ceases to perform the function in connection with which he/she was appointed attorney-in-fact prior to such time, this Power of Attorney shall cease to have effect in relation to such attorney-in-fact upon such cessation of employment or role. The Company has the unrestricted right unilaterally to revoke this Power of Attorney.

This Power of Attorney shall be governed by and construed in accordance with the laws of Hong Kong.

IN WITNESS WHEREOF, this Power of Attorney has been granted by the Company on 31st day of May 2018

ELEVATECH LIMITED

By: /s/ David Chou

\_\_\_\_\_  
Name: David Chou

Title: Director

Page 39 of 45

EXHIBIT (99.16)

### POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS GS ASIAN VENTURE (DELAWARE) L.L.C. (the "Company") does hereby make, constitute and appoint each of Eddie Arhagba, Abdul Khayum, Jerry Li, Jose Canas, and Rachel Fraizer (and any other employee of The Goldman Sachs Group, Inc. or one of its affiliates designated in writing by one of the attorneys-in-fact), acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which maybe deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until either revoked in writing by the undersigned or until such time as the person or persons to whom power of attorney has been hereby granted ceases) to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of May 17, 2018.

GS ASIAN VENTURE (DELAWARE) L.L.C.

By: /s/ Amol Naik

---

Name: Amol Naik  
Title: Managing Director

Page 40 of 45

EXHIBIT (99.17)

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS Special Situations Investing Group III, Inc. (the "Company") does hereby make, constitute and appoint each of Eddie Arhagba, Abdul Khayum, Jerry Li, Jose Canas, and Rachel Fraizer (and any other employee of The Goldman Sachs Group, Inc. or one of its affiliates designated in writing by one of the attorneys-in-fact), acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which maybe deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until either revoked in writing by the undersigned or until such time as the person or persons to whom power of attorney has been hereby granted ceases) to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of May 16, 2018.

Special Situations Investing Group III, Inc.

By: /s/ Milton Millman

---

Name: Milton Millman  
Title: Authorized Signatory, Managing Director

Page 41 of 45

EXHIBIT (99.18)

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS GSSG Holdings LLC (the "Company") does hereby make, constitute and appoint each of Eddie Arhagba, Abdul Khayum, Jerry Li, Jose Canas, and Rachel Fraizer (and any other employee of The Goldman Sachs Group, Inc. or one of its affiliates designated in writing by one of the attorneys-in-fact), acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might

Edgar Filing: OneSmart International Education Group Ltd - Form SC 13G/A

or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until either revoked in writing by the undersigned or until such time as the person or persons to whom power of attorney has been hereby granted ceases) to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of May 18, 2018.

GSSG Holdings LLC

By: /s/ Milton R. Millman III

Name: Milton R. Millman III  
Title: President

Page 42 of 45

EXHIBIT (99.19)

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS Stonebridge 2017 (Singapore) Pte. Ltd. (the "Company") does hereby make, constitute and appoint each of Eddie Arhagba, Abdul Khayum, Jerry Li, Jose Canas, and Rachel Fraizer (and any other employee of The Goldman Sachs Group, Inc. or one of its affiliates designated in writing by one of the attorneys-in-fact), acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until either revoked in writing by the undersigned or until such time as the person or persons to whom power of attorney has been hereby granted cease(s) to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of May 4, 2018.

Stonebridge 2017 (Singapore) Pte. Ltd.

By: /s/ Heng Michelle Fiona

Name: Heng Michelle Fiona  
Title: Director

Page 43 of 45

EXHIBIT (99.20)

## Edgar Filing: OneSmart International Education Group Ltd - Form SC 13G/A

### POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS StoneBridge 2017, L.P. (the "Company") does hereby make, constitute and appoint each of Eddie Arhagba, Abdul Khayum, Jerry Li, Jose Canas, and Rachel Fraizer (and any other employee of The Goldman Sachs Group, Inc. or one of its affiliates designated in writing by one of the attorneys-in-fact), acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until either revoked in writing by the undersigned or until such time as the person or persons to whom power of attorney has been hereby granted ceases) to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of May 16, 2018.

StoneBridge 2017, L.P.

By: Bridge Street Opportunity Advisors, L.L.C., its general partner

By: /s/ William Y. Eng

\_\_\_\_\_  
Name: William Y. Eng

Title: Authorized Signatory

Page 44 of 45

EXHIBIT (99.21)

### POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS StoneBridge 2017 Offshore, L.P. (the "Company") does hereby make, constitute and appoint each of Eddie Arhagba, Abdul Khayum, Jerry Li, Jose Canas, and Rachel Fraizer (and any other employee of The Goldman Sachs Group, Inc. or one of its affiliates designated in writing by one of the attorneys-in-fact), acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which maybe deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until either revoked in writing by the undersigned or until such time as the person or persons to whom power of attorney has been hereby granted ceases) to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates.



Edgar Filing: OneSmart International Education Group Ltd - Form SC 13G/A

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of May 16, 2018.

StoneBridge 2017 Offshore, L.P.

By: Bridge Street Opportunity Advisors, L.L.C., its general partner

By: /s/ William Y. Eng

\_\_\_\_\_  
Name: William Y. Eng

Title: Authorized Signatory

Page 45 of 45