Zhong Yabin
Form 4
May 04, 2012

FORM 4

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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Zhong Yabin

(Last) (First) (Middle)

27/F, BOBO FORTUNE CENTER, NO. 368 FURONG ROAD (S)

(Street)

CHANGSHA CITY, F4 410007

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
HQ Global Education Inc. [HQGE]

3. Date of Earliest Transaction (Month/Day/Year)
04/21/2012

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director __X__ 10% Owner
_____ Officer (give title below) _____ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	04/21/2012		P		4,976,000	A	$ 0.64	12,596,000	I	By Global Polytechnic Education Group Limited (1)
Common Stock	04/21/2012		P		4,335,500	A	$ 0.64	16,931,500	I	By Global Polytechnic Education Group Limited (2)
	04/23/2012		P		2,037,000	A	(4)	18,968,500	I	

Common Stock	By Global Polytechnic Education Group Limited (3)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Zhong Yabin 27/F, BOBO FORTUNE CENTER NO. 368 FURONG ROAD (S) CHANGSHA CITY, F4 410007		X		

Signatures

/s/ Yabin Zhong	05/04/2012
**Signature of Reporting Person	Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1)

Pursuant to a share contribution and purchase agreement dated April 21, 2012 with certain shareholders of the Issuer, Global Polytechnic Education Group Limited acquired 4,976,000 shares of the Issuer on April 23, 2012. Yabin Zhong is a 20% shareholder of Nicestar International Limited which is the sole shareholder of Global Polytechnic Education Group Limited. Yabin Zhong expressly disclaims beneficial ownership of securities held by Global Polytechnic Education Group Limited except to the extent of her pecuniary interest therein.

(2) Pursuant to a share contribution and purchase agreement dated April 21, 2012 with certain shareholders of the Issuer, Global Polytechnic Education Group Limited has the right to acquire 4,335,500 shares of the Issuer subject to the satisfaction of certain conditions. Yabin Zhong is a 20% shareholder of Nicestar International Limited which is the sole shareholder of Global Polytechnic Education Group Limited. Yabin Zhong expressly disclaims beneficial ownership of securities held by Global Polytechnic Education Group Limited except to the extent of her pecuniary interest therein.

(3) Pursuant to share transfer agreements dated April 23, 2012 with certain shareholders of the Issuer, Global Polytechnic Education Group Limited acquired 2,037,000 shares of the Issuer on April 23, 2012. Yabin Zhong is a 20% shareholder of Nicestar International Limited which is the sole shareholder of Global Polytechnic Education Group Limited. Yabin Zhong expressly disclaims beneficial ownership of securities held by Global Polytechnic Education Group Limited except to the extent of her pecuniary interest therein.

(4) Minimum price permitted by the laws of Hong Kong Special Administrative Region

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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