

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934

(Amendment No. 2)*

New Oriental Education & Technology Group Inc.

(Name of Issuer)

common shares, par value US\$0.001 per share

(Title of Class of Securities)

647581107

(CUSIP Number)

09/16/2025

(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)

SCHEDULE 13G

CUSIP No. 647581107

	Names of Reporting Persons
1	First Beijing Investment Ltd Check the appropriate box if a member of a Group (see instructions)
2	<div><input type="checkbox"/> (a)</div> <div><input checked="" type="checkbox"/> (b)</div>
3	Sec Use Only
	Citizenship or Place of Organization
4	HONG KONG

Number of Shares Beneficially Owned by Each Reporting Person With:	5	Sole Voting Power
		86,076,500.00
	6	Shared Voting Power
		0.00
	7	Sole Dispositive Power
		175,526,730.00
	8	Shared Dispositive Power
		0.00
9	Aggregate Amount Beneficially Owned by Each Reporting Person	
	175,526,730.00	
10	Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)	
	<input type="checkbox"/>	
11	Percent of class represented by amount in row (9)	
	10.7 %	
12	Type of Reporting Person (See Instructions)	
	OO	

Comment for Type of Reporting Person: Exempt Reporting Advisor

SCHEDULE 13G

Item 1.

Name of issuer:

(a)

New Oriental Education & Technology Group Inc.

Address of issuer's principal executive offices:

(b)

NO. 6 HAI DIAN ZHONG STREET, 9TH FLOOR, NO. 6 HAI DIAN ZHONG STREET, 9TH FLOOR, BEIJING, CHINA, 100080

Item 2.

Name of person filing:

(a)

First Beijing Investment Limited

Address or principal business office or, if none, residence:

(b)

16th Floor, On Building, 162 Queens Road, Central, Hong Kong

Citizenship:

(c)

Hong Kong

Title of class of securities:

(d)

common shares, par value US\$0.001 per share

CUSIP No.:

(e)

647581107

Item 3. If this statement is filed pursuant to §§ 240.13d-1(b) or 240.13d-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 § 240.13d-1(b)(1)(ii)(E);

- (f) ☐ An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F);
- (g) ☐ A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);
- (h) ☐ A savings associations 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 Investment Company Act of 1940 (15 U.S.C. 80a-3);
- ☐ A non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J). If filing as a non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J), please specify the type of institution:
- (k) ☐ Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K).

Item 4. Ownership

Amount beneficially owned:

- (a) These 175,526,730 common shares represent 85,627,100 common shares of the Issuer and 8,989,963 ADSs (each representing ten underlying common shares) of the Issuer.
Percent of class:
- (b) 10.65%. The ownership is calculated based on 1,647,514,863 common shares of the Issuer outstanding as of May 31, 2024, according to the Form 20-F filed by the Issuer with the Securities and Exchange Commission (the "SEC") on September 25, 2024. %
- (c) Number of shares as to which the person has:
 - (i) Sole power to vote or to direct the vote:

These 86,076,500 ordinary shares represent 43,216,400 common shares of the Issuer and 4,286,010 ADSs (each representing ten underlying common shares) of the Issuer.
 - (ii) Shared power to vote or to direct the vote:

0
 - (iii) Sole power to dispose or to direct the disposition of:

175,526,730. Same as Item 4.(a)
 - (iv) Shared power to dispose or to direct the disposition of:

0

Item 5. Ownership of 5 Percent or Less of a Class.

Item 6. Ownership of more than 5 Percent on Behalf of Another Person.

Not Applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

Not Applicable

Item 8. Identification and Classification of Members of the Group.

Not Applicable

Item 9. Notice of Dissolution of Group.

Not Applicable

Item 10. Certifications:

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 § 240.14a-11.

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.

First Beijing Investment Ltd

Signature: LI JINGWEI

Name/Title: DIRECTOR

Date: 09/19/2025