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研祥高科技控股集團有限公司
EVOC Hi-Tech Holding Group Co., Ltd*
*(a company incorporated in the People's
Republic of China with limited liability)*

研祥智能科技股份有限公司
EVOC Intelligent Technology Company Limited*
*(a joint stock limited company incorporated in the People's
Republic of China with limited liability)*
(Stock code: 2308)

**JOINT ANNOUNCEMENT
VOLUNTARY ANNOUNCEMENT IN RELATION TO
VOLUNTARY CONDITIONAL OFFER BY
ICBC INTERNATIONAL CAPITAL LIMITED
FOR AND ON BEHALF OF THE OFFEROR
TO ACQUIRE ALL OF THE ISSUED H SHARES IN
EVOC INTELLIGENT TECHNOLOGY COMPANY LIMITED
AND
PROPOSED WITHDRAWAL OF LISTING OF THE H SHARES OF
EVOC INTELLIGENT TECHNOLOGY COMPANY LIMITED**

Financial Adviser to the Offeror

ICBC  **工銀國際**

* For identification purposes only

Dear H Shareholders

Reference is made to (i) the announcement jointly issued by EVOC Intelligent Technology Company Limited (the “**Company**”) and EVOC Hi-Tech Holding Group Co., Ltd (the “**Offeror**”) dated 22 June 2020 (the “**Joint Announcement**”) in relation to, among other things, the H Share Offer and the Delisting; (ii) the composite document jointly issued by the Company and the Offeror dated 19 August 2020 (the “**Composite Document**”); and (iii) the joint announcement (“**Introductory Meetings Announcement**”) jointly issued by the Company and the Offeror dated 19 August 2020 in relation to two introductory meetings (the “**Introductory Meetings**”). Unless otherwise defined, capitalised terms used in this joint announcement shall have the same meanings as those defined in the Composite Document.

In view of recent enquiries received by the Company, the Company and the Offeror would like to specifically draw your attention to the followings as stated in the Composite Document:

- if the H Share Offer becomes unconditional, the Company will make an application for the voluntary withdrawal of the listing of the H Shares on the Stock Exchange in accordance with Rule 6.12 of the Listing Rules; and
- after the Delisting, the Company will not seek for listing of its Shares on any other stock exchanges (including the stock exchanges in the PRC).

Please refer to the Composite Document and the accompanying Form of Acceptance for details of the H Share Offer.

The Company and the Offeror have jointly set up hotlines and electronic mailbox for any enquiries relating to the H Share Offer and the Delisting and will jointly hold the Introductory Meetings for H Shareholders for the purpose of introducing and explaining the administrative and procedural matters in relation to the H Share Offer and the Delisting set out in the Composite Document. H Shareholders are welcome to attend the Introductory Meetings and raise any other enquiries in relation to the H Share Offer and the Delisting. Please refer to the Introductory Meetings Announcement for further details.

WARNING:

Shareholders and/or potential investors of the Company should note that the H Share Offer is subject to the satisfaction of the Conditions in all respects. Accordingly, the H Share Offer may or may not become unconditional and the issue of this joint announcement does not imply that the H Share Offer or the Delisting will be completed. Shareholders and/or potential investors of the Company should therefore exercise caution when dealing in the securities of the Company (including the H Shares and any options or rights in respect of them). Persons who are in doubt as to the action they should take should consult their licensed securities dealers or registered institutions in securities, bank managers, solicitors, professional accountants or other professional advisers.

By order of the board of
**EVOC Hi-Tech Holding
Group Co., Ltd***
Chen Zhi Lie
Director

By order of the Board of
**EVOC Intelligent Technology
Company Limited***
Chen Zhi Lie
Chairman and executive Director

Shenzhen, the PRC, 19 August 2020

As at the date of this joint announcement, the directors of the Offeror are Mr. Chen Zhi Lie, Ms. Wang Rong and Ms. Chen Xi.

All directors of the Offeror jointly and severally accept full responsibility for the accuracy of the information (other than that relating to the Group) contained in this joint announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the directors of the Group in their capacity as Directors) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.

As at the date of this joint announcement, the executive Directors of the Company are Mr. Chen Zhi Lie, Mr. Tso Cheng Shun and Mr. Geng Wen Qiang; the independent non-executive Directors of the Company are Mr. Michael Yu Tat Chi, Mr. Ling Chun Kwok, Ms. Wu Yan Nan and Mr. Zhang Da Ming.

The Directors jointly and severally accept full responsibility for the accuracy of the information (other than that relating to the Offeror and parties acting in concert with it) contained in this joint announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the directors of the Offeror in their capacity as directors of Offeror and parties acting in concert with the Offeror) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.

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