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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  工銀国际**

\* For identification purposes only

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**”); (iii) the voluntary announcements jointly issued by the Company and the Offeror dated 19 August 2020, 20 August 2020, 15 September 2020 and 21 September 2020 and (iv) the poll results announcement jointly issued by the Company and the Offeror dated 15 September 2020. Unless otherwise defined, capitalised terms used in this joint announcement shall have the same meanings as those defined in the Composite Document.

In order to further explain the acceptance procedures of the H Share Offer based on the information published in the Composite Document, the Offeror intend to send a leaflet in Chinese to the H Shareholders the major contents of which, together with its English translation, are set out as follows:

「尊敬的股東，

如**研祥智能科技股份有限公司**(「研祥智能」或「公司」；股票代碼：2308.HK)於香港聯交所發佈的公告所述，公司於2020年9月15日舉行的股東特別大會及H股類別股東大會已表決通過關於H股退市的特別決議案。接納H股要約的最後期限為**2020年10月19日**(注)。為了讓各位股東更清晰瞭解研祥智能私有化要約的接納程序，以下簡要歸納了接納要約的步驟，供您參考：

### 實名股東

如果您是實名登記股東，即持有寫著自己名字的紙質股票，而你同時欲接納H股要約，需要儘快填妥及簽署接納表格，該表格已附在寄發給H股股東的綜合文件中，或可從聯交所網站下載，並將填好的接納表格連同有關H股股票，放入信封並註明「研祥 — H股要約」，以郵遞或專人送交方式發送到股份過戶登記處卓佳雅柏勤有限公司，地址是香港皇后大道東183號合和中心54樓。

### 非實名股東

如果您是非實名登記股東，即您的研祥智能股票是經由您購買股份的券商或銀行的名義登記的，而你同時欲接納H股要約，請儘快聯絡您的券商或銀行，明確將您的接納H股要約指示通知對方。由於券商需要經過相關內部流程，加上疫情關係，強烈建議您於**上述限期一星期或之前(或，如可行，在2020年9月底前)**聯繫您的券商或銀行安排。

### 提示

敬請各位股東注意，獨立董事委員會及獨立財務顧問亦已出具本私有化方案為公平合理並建議獨立股東接受要約的意見。詳情可參閱公司於2020年8月19日寄發給H股股東並於香港聯交所網站上載的綜合要約文件(特別有關獨立董事委員會的信函及獨立財務顧問的信函)。

若公司的私有化計劃成功，公司並不會再在任何其他交易所尋求上市，並且於香港聯交所自願退市後，即公司的H股股票屆時將無法在二級市場上交易，亦不再受上市規則規管，請股東審慎考慮相關風險。

註： 最後限期是指2020年10月19日下午4時或之前須送達有關接納要約文件到H股過戶處」

“Dear Shareholders,

As stated in the announcement published by the Company on the website of the Stock Exchange, the special resolutions in relation to the Delisting have been passed by poll at the Extraordinary General Meeting and the H Share Class Meeting of the Company held on 15 September 2020. The latest time for acceptance of the H Share Offer is **19 October 2020** (note). In order to allow Shareholders to gain a better understanding of the procedures regarding the acceptance of the H Share Offer and the Delisting, we set out below a brief summary of the steps involved in the acceptance of the offer for your reference:

**For shareholders who hold shares in their own name:**

If you are a Shareholder holding H Shares that are registered in your own name (i.e. holding one or more paper share certificates that bear your own name) and you wish to accept the H Share Offer, you are required to, as soon as possible, complete and sign the Form of Acceptance that has been included in the Composite Document despatched to the H Shareholders (and which can also be downloaded from the website of the Stock Exchange) and send, by post or via delivery by hand, such completed Form of Acceptance together with the relevant H Share certificate(s) in an envelope marked with the words “**EVOC — H Share Offer**” to Tricor Abacus Limited (i.e. the Registrar) at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong.

**For shareholders who do not hold shares in their own name:**

If you are a Shareholder holding H Shares that are not registered in your own name (i.e. such shares in the Company are registered in the name of the broker or bank through which you have purchased the same) and you wish to accept the H Share Offer, please contact your broker or bank as soon as possible in order to expressly inform it of your instructions regarding the acceptance of the H Share Offer. Given that brokers would need to complete relevant internal procedures and in view of the situation surrounding Coronavirus Disease 2019 (COVID-19), you are strongly recommended to contact your broker or bank in relation to the relevant arrangements **one week in advance of the latest time for acceptance mentioned above or, insofar as is practicable, before the end of September 2020.**

**Important:**

Shareholders' attention is hereby drawn to the fact that the Independent Board Committee and the Independent Financial Adviser have issued their respective advices which state that the Delisting is fair and reasonable and recommends the acceptance of the offer by the Independent H Shareholders. For further details, please refer to the composite offer document (in particular, the letter from the Independent Board Committee and the letter from the Independent Financial Adviser) that was despatched to the H Shareholders and uploaded by the Company to the website of the Stock Exchange on 19 August 2020.

If the Delisting completes, the Company will no longer seek to be listed on any other stock exchanges and **upon the voluntary Delisting from the Hong Kong Stock Exchange**, it will then become impossible to deal in the H Shares on the secondary market and such H Shares will no longer be subject to regulation under the Listing Rules. Shareholders are therefore advised to exercise caution when taking the associated risks into consideration.

*Note: The latest time for acceptance means by 4:00 p.m. on 19 October 2020, the relevant acceptance documents must be received by the Registrar"*

**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.**

On behalf 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, 29 September 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.*

\* *For identification purposes only*

*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.*