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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)

**ANNOUNCEMENT OF POLL RESULTS OF
THE ANNUAL GENERAL MEETING**

**ELECTION OF DIRECTORS,
ELECTION OF SUPERVISORS,
AND
PROPOSAL FOR REMUNERATION OF THE NEWLY ELECTED
DIRECTORS AND SUPERVISORS**

The Board is pleased to announce that all the resolutions as set out in the AGM Notice were duly passed at the AGM.

The Board is also pleased to announce that (i) Mr. Chen Zhi Lie, Mr. Tso Cheng Shun and Mr. Zhu Jun have been elected as an executive director and Ms. Dai Lin Ying, Mr. Wang Zhao Hui and Mr. An Jian have been elected as an independent non-executive Directors of the Company at the AGM, (ii) Mr. Zhang Zheng An has been elected as an Supervisors as representative of the shareholders of the Company at the AGM, and (iii) proposal for remuneration of the newly elected directors and supervisors have been approved by the Shareholders at the AGM.

Reference is made to the circular of the Company dated 12 April 2012 (the “**Circular**”) relating to, inter alia, (i) the proposed election of Directors, (ii) the proposed election of supervisors and (iii) proposal for remuneration of the newly elected directors and supervisors.

Capitalised terms used in this announcement shall have the same meanings as those used in the Circular unless otherwise stated.

POLL RESULTS OF THE ANNUAL GENERAL MEETING

The AGM was held at 17/F, EVOC Technology Building, No. 31 Gaoxinhongsi Avenue, Nanshan District, Shenzhen, the PRC on Tuesday, 29 May 2012.

As at the date of the AGM, the issue share capital of the Company was 1,233,144,000 Shares, which comprised 308,352,000 H Shares and 924,792,000 Domestic Shares. The total number of Shares entitling the Shareholders to attend and vote for or against the resolutions at the AGM was 1,233,144,000 Shares. There were no Shares entitling the Shareholders to attend and abstain from voting in favour the resolutions at the AGM as set out in Rule 13.40 of the Listing Rules and there were no holders of shares that are required under the Listing Rules to abstain from voting at the AGM.

The voting at the AGM was taken by poll. Tricor Abacus Ltd., the Company's H share registrar, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

The poll results in respect of the resolutions as set out in the AGM Notice were as follows:

ORDINARY RESOLUTIONS	Number of Votes (%)		Total
	For	Against	
1. To consider and approve the report of the directors of the Company (the "Directors") for the year ended 31 December 2011.	924,952,000 (99.99%)	8,000 (0.01%)	924,960,000 (100.00%)
2. To consider and approve the report of the supervisory committee for the year ended 31 December 2011.	924,952,000 (99.99%)	8,000 (0.01%)	924,960,000 (100.00%)
3. To consider and approve the audited financial statements and the report of the auditors of the Company for the year ended 31 December 2011.	924,952,000 (99.99%)	8,000 (0.01%)	924,960,000 (100.00%)
4. To consider and approve the resolution for making appropriation to statutory surplus reserve fund and statutory public welfare fund for the year ended 31 December 2011.	924,952,000 (99.99%)	8,000 (0.01%)	924,960,000 (100.00%)
5. To re-appoint BDO Limited as auditors of the Company and to authorize the board of directors to fix their remuneration.	924,952,000 (99.99%)	8,000 (0.01%)	924,960,000 (100.00%)
6. To elect directors of the Company for a term of 3 years commencing from the date of the AGM to the date of the annual general meeting of the Company for the year of 2015:			
(a) Mr. Chen Zhi Lie as executive Director	924,952,000 (99.99%)	8,000 (0.01%)	924,960,000 (100.00%)
(b) Mr. Tso Cheng Shun as executive Director	924,952,000 (99.99%)	8,000 (0.01%)	924,960,000 (100.00%)
(c) Mr. Zhu Jun as executive Director	924,952,000 (99.99%)	8,000 (0.01%)	924,960,000 (100.00%)
(d) Ms. Dai Lin Ying as independent non-executive Director	924,952,000 (99.99%)	8,000 (0.01%)	924,960,000 (100.00%)
(e) Mr. Wang Zhao Hui as independent non-executive Director	924,952,000 (99.99%)	8,000 (0.01%)	924,960,000 (100.00%)
(f) Mr. An Jian as independent non-executive Director	924,952,000 (99.99%)	8,000 (0.01%)	924,960,000 (100.00%)

ORDINARY RESOLUTIONS	Number of Votes (%)		Total
	For	Against	
7. To elect Supervisors as representative of the shareholders for a term of 3 years commencing from the date of the AGM to the date of the annual general meeting of the Company for the year of 2015:			
(a) Mr. Zhang Zheng An	924,952,000 (99.99%)	8,000 (0.01%)	924,960,000 (100.00%)
8. To consider and approve the proposal for remuneration of the newly elected Directors and supervisors and authorize the Board to fix the remuneration of each of the newly elected Directors and Supervisors.	924,952,000 (99.99%)	8,000 (0.01%)	924,960,000 (100.00%)
9. To authorize the Board to enter into, for and on behalf of the Company, a service contract with each of the newly elected Directors upon such terms and conditions as the Board shall think fit and to do such acts and things to give effect to such matters.	924,952,000 (99.99%)	8,000 (0.01%)	924,960,000 (100.00%)
10. To authorize the Board to enter into, for and on behalf of the Company, a service contract with each of the Supervisors as representative of the Shareholders and Supervisor as representative of the Company's staff upon such terms and conditions as the Board shall think fit and to do such acts and things to give effect to such matters.	924,952,000 (99.99%)	8,000 (0.01%)	924,960,000 (100.00%)

As more than one-half of the votes were cast in favour of ordinary resolution nos. 1 to 10, the ordinary resolutions were duly passed as the ordinary resolutions of the Company.

ELECTION OF DIRECTOR

The Board is also pleased to announce that Mr. Chen Zhi Lie, Mr. Tso Cheng Shun and Mr. Zhu Jun have been elected as an executive director and Ms. Dai Lin Ying, Mr. Wang Zhao Hui and Mr. An Jian have been elected as an independent non-executive Directors of the Company at the AGM.

ELECTION OF SUPERVISORS AS REPRESENTATIVE OF SHAREHOLDERS

The Board is also pleased to announce that Mr. Zhang Zheng An has been elected as an Supervisors as representative of the shareholders of the Company at the AGM.

ELECTION OF SUPERVISORS AS REPRESENTATIVE OF THE COMPANY'S STAFF

The Board is also pleased to announce that Mr. Zhan Guo Nian has been elected as a Supervisor as representative of the Company's staff through democratic election by the Company's staff at a separate meeting held on 29 May 2012.

PROPOSAL FOR REMUNERATION OF THE NEWLY ELECTED DIRECTORS AND SUPERVISORS

The Board is also pleased to announce that the proposal for remuneration of the newly elected directors and supervisors has been approved by the Shareholders at the AGM.

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

Shenzhen, the PRC, 29 May 2012

As at the date of this announcement, the executive Directors of the Company are Mr. Chen Zhi Lie, Mr. Tso Cheng Shun and Mr. Zhu Jun; the independent non-executive Directors of the Company are Mr. Ling Chun Kwok, Ms. Dai Lin Ying, Mr. Wang Zhao Hui and Mr. An Jian.

* *For identification purpose only*