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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

PURSUANT TO RULE 3.7 OF THE TAKEOVERS CODE

**TERMINATION OF DISCUSSIONS IN RELATION TO
THE POSSIBLE VOLUNTARY GENERAL OFFER
TO ACQUIRE ALL THE ISSUED H SHARES
IN THE SHARE CAPITAL OF THE COMPANY**

This announcement is made by 研祥智能科技股份有限公司 (EVOC Intelligent Technology Company Limited*) (the “**Company**”) pursuant to Rule 3.7 of the Hong Kong Code on Takeovers and Mergers (the “**Takeovers Code**”). Reference is made to the announcements of the Company dated 13 November 2017, 13 December 2017, 15 January 2018, 13 February 2018, 13 March 2018, 13 April 2018, 15 May 2018 and 13 June 2018 (the “**Announcements**”) in relation to the possible voluntary general offer (the “**Possible Offer**”) to acquire all the issued H shares in the share capital of the Company (other than those held by Mr. Chen Zhi Lie (the “**Ultimate Controlling Shareholder**”) and parties acting in concert with him). Unless otherwise stated, capitalized terms used herein shall have the same meanings as those defined in the Announcements.

UPDATE ON THE POSSIBLE OFFER

The Board wishes to update the Company’s shareholders and potential investors that the Company and the Ultimate Controlling Shareholder agreed on 13 July 2018 to terminate the discussions in relation to the Possible Offer. As at the date of this announcement, no definite proposal or agreement in respect of the Possible Offer has been made or entered into.

The Company considers that the termination of discussions in relation to the Possible Offer would have no material adverse impact on the financial and operational position of the Company and its subsidiaries.

OFFER PERIOD

For the purpose of the Takeovers Code, the offer period in respect of the Possible Offer closes on the date of this announcement following the termination of discussions in relation to the Possible Offer.

WARNINGS

Shareholders and potential investors are advised to exercise extreme caution when dealing in the H Shares. Persons who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor or other professional advisors.

By order of the Board of
研祥智能科技股份有限公司
EVOC Intelligent Technology Company Limited*
Tsui Chun Kuen
Company Secretary

Shenzhen, the PRC, 13 July 2018

As at the date of this announcement, the Board comprises Mr. Chen Zhi Lie, Mr. Tso Cheng Shun and Mr. Geng Wen Qiang as executive Directors; and Mr. Wen Bing, Mr. Dong Lixin, Mr. Zhang Da Ming and Mr. Yu Tat Chi, Michael as independent non-executive Directors.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statements in this announcement misleading.

** for identification purposes only*