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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)**

**(1) RESIGNATION OF EXECUTIVE DIRECTOR;**

**(2) CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTORS;**

**AND**

**(3) CHANGE IN THE COMPOSITION OF BOARD COMMITTEE**

**(1) RESIGNATION OF EXECUTIVE DIRECTOR**

The board of directors (the “**Board**”) of EVOC Intelligent Technology Company Limited\* (the “**Company**”) hereby announces that Mr. Tso Cheng Shun (“**Mr. Tso**”) has resigned as an executive director of the Company (“**Executive Director**”) with effect from 21 May 2021 due to health and age reasons.

Mr. Tso has confirmed that he has no disagreement with the Board and that there are no other matters in relation to his resignation that need to be brought to the attention of the shareholders of the Company (the “**Shareholders**”) and The Stock Exchange of Hong Kong Limited.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Tso for his valuable contribution during his tenure of office as Executive Director.

## (2) CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTORS

### **Resignation of Independent Non-executive Directors**

The Board further announces that Mr. Michael Yu Tat Chi (“**Mr. Yu**”), Mr. Ling Chun Kwok (“**Mr. Ling**”) and Mr. Zhang Da Ming (“**Mr. Zhang**”) have resigned as independent non-executive directors of the Company with effect from 21 May 2021. Mr. Yu’s and Mr. Ling’s resignations were due to their intention to devote more time and dedication to other personal commitments, and Mr. Zhang’s resignation was due to the expiry of his six years’ service consecutive terms on the date of the forthcoming annual general meeting (the “**AGM**”) pursuant to Article 10.02 of the articles of association (the “**Articles of Association**”) of the Company.

Each of Mr. Yu, Mr. Ling and Mr. Zhang has confirmed that he has no disagreement with the Board and that there are no other matters in relation to his resignation that need to be brought to the attention of the Shareholders and The Stock Exchange of Hong Kong Limited.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Yu, Mr. Ling and Mr. Zhang for their valuable contribution during their tenure of office as independent non-executive directors of the Company.

### **Appointment of Independent Non-executive Directors**

The Board is pleased to announce that Ms. Li Qian and Ms. Xu Hai Hong have been appointed as independent non-executive directors of the Company, with effect from 21 May 2021.

The biographical details of each of Ms. Li Qian and Ms. Xu Hai Hong are set out as follows:

#### **Ms. Li Qian (李茜)**

Ms. Li Qian (“**Ms. Li**”), aged 57, is a senior architectural electrical design engineer (professor level) (建築電氣設計高級工程師(教授級)) recognised by the Human Resources and Social Security Department of Guangdong Province (廣東省人力資源和社會保障廳). She obtained a bachelor’s degree in industrial electrical automation from Shenyang Jianzhu University (沈陽建築大學) in 1984. Ms. Li has preeminent expertise in architectural electrical design, with years of relevant working experiences. From 2003 to the date of this announcement, she has been serving as the deputy chief electrical engineer of Zhuyuan Yuan of Shenzhen Central Architectural Design and Research Institute Co., Ltd. (深圳市建築設計研究總院有限公司築源院).

As at the date of this announcement, Ms. Li (i) does not hold any other position in the Company or any of its subsidiaries; (ii) does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company (as defined in the Rules Governing the Listing of Securities on the Stock

Exchange (the “**Listing Rules**”)); (iii) has not held any directorship in public companies in the last three years the securities of which are listed on any securities market in Hong Kong or overseas; and (iv) does not have and is not deemed to have, any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “**SFO**”). Ms. Li further confirmed that she has satisfied the requirements to act as an independent non-executive director of the Company under Rule 3.13 of the Listing Rules.

Ms. Li has entered into a service contract with the Company commencing from 21 May 2021 and shall hold office until the next AGM. Her directorship is subject to retirement by rotation and re-election in accordance with the Articles of Association of the Company and the Listing Rules. Ms. Li is entitled to a director’s fee of RMB12,000 per annum. The director’s fee of Ms. Li is recommended by the Remuneration and Review Committee (the “**Remuneration and Review Committee**”) of the Company and determined by the Board with reference to certain factors including but not limited to her duties and responsibilities in the Company and the prevailing market conditions.

Save as disclosed above, there are no other matters relating to Ms. Li’s appointment that need to be brought to the attention of the Shareholders and there is no other information which is required to be disclosed pursuant to any of the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules.

#### **Ms. Xu Hai Hong (徐海紅)**

Ms. Xu Hai Hong (“**Ms. Xu**”), aged 43, obtained a bachelor’s degree in financial management from Dongbei University of Finance and Economics (東北財經大學) in 2018. From March 2016 to February 2017, she worked as a board secretary in Shenzhen Jingge Construction Company Limited (深圳市京格建設股份有限公司), a public company incorporated in the People’s Republic of China (the “**PRC**”) (NEEQ: 839208). From March 2017 up till the date of this announcement, she worked as a senior deputy chief executive officer and a board secretary in Shenzhen Hongyeji Geotechnical Technology Company Limited (深圳宏業基岩土科技有限公司), a limited company incorporated in the PRC. During the time when Ms. Xu assumed the aforesaid positions, Ms. Xu has involved in the areas of financial management, company secretarial matters, internal control management, preparing and auditing comparable financial statements, and reviewing and analysing audited financial statements.

As at the date of this announcement, Ms. Xu (i) does not hold any other position in the Company or any of its subsidiaries; (ii) does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company (as defined in the Listing Rules); (iii) has not held any directorship in public companies in the last three years the securities of which are listed on any securities market in Hong Kong or overseas; and (iv) does not have and is not deemed to have, any interest in the shares of the Company within the meaning of Part XV of the SFO. Ms. Xu further confirmed that she has satisfied the requirements to act as an independent non-executive director of the Company under Rule 3.13 of the Listing Rules.

Ms. Xu has entered into a service contract with the Company commencing from 21 May 2021 and shall hold office until the next AGM. Her directorship is subject to retirement by rotation and re-election in accordance with the Articles of Association of the Company and the Listing Rules. Ms. Xu is entitled to a director's fee of RMB20,000 per annum. The director's fee of Ms. Xu is recommended by the Remuneration and Review Committee and determined by the Board with reference to certain factors including but not limited to her duties and responsibilities in the Company and the prevailing market conditions.

Save as disclosed above, there are no other matters relating to Ms. Xu's appointment that need to be brought to the attention of the Shareholders and there is no other information which is required to be disclosed pursuant to any of the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules.

The Board would like to take this opportunity to express its warmest welcome to Ms. Li and Ms. Xu on their new appointments.

### (3) CHANGE IN THE COMPOSITION OF BOARD COMMITTEE

Following the resignation of Mr. Yu, Mr. Ling and Mr. Zhang, Mr. Yu would cease to act as the Chairman of the Audit Committee (the "**Audit Committee**") of the Company; Mr. Ling would cease to act as the Chairman of the Remuneration and Review Committee, a member of the Audit Committee and a member of the Nomination Committee (the "**Nomination Committee**") of the Company; and Mr. Zhang would cease to act as a member of Audit Committee and a member of the Remuneration and Review Committee.

To take the place of Mr. Yu, Mr. Ling and Mr. Zhang in the said board committees, the Board is pleased to announce that with effect from 21 May 2021, Ms. Li has also been appointed as a member of the Audit Committee and a member of the Nomination Committee; Ms. Xu has also been appointed as the Chairman of the Audit Committee and a member of the Remuneration and Review Committee; and Ms. Wu Yan Nan ("**Ms. Wu**"), an existing independent non-executive director and a member of the Nomination Committee, has been further appointed as the Chairman of the Remuneration and Review Committee and a member of the Audit Committee.

With reference to the newly appointed duties and responsibilities of Ms. Wu in the Company and upon the recommendation of the Remuneration and Review Committee, the Board further announces that Ms. Wu is entitled to an increased director's fee of RMB20,000 per annum with effect from 21 May 2021.

With effect from 21 May 2021, the composition of the Audit Committee, the Remuneration and Review Committee and the Nomination Committee have been changed as follows:

**Audit Committee:**

Ms. Xu Hai Hong (Chairman)

Ms. Wu Yan Nan

Ms. Li Qian

**Remuneration and Review Committee:**

Ms. Wu Yan Nan (Chairman)

Mr. Geng Wen Qiang

Ms. Xu Hai Hong

**Nomination Committee:**

Mr. Chen Zhi Lie (Chairman)

Ms. Wu Yan Nan

Ms. Li Qian

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

Shenzhen, the PRC, 21 May 2021

*As at the date of this announcement, the Board comprises two executive directors, namely, Mr. Chen Zhi Lie and Mr. Geng Wen Qiang; and three independent non-executive directors, namely Ms. Wu Yan Nan, Ms. Li Qian and Ms. Xu Hai Hong.*

\* *For identification purpose only*