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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)

(Stock code: 8285)

PROPOSED AMENDMENT TO THE ARTICLES OF ASSOCIATION

The Board proposes to amend the Articles in respect of the scope of business of the Company. The proposed amendment to the Articles is subject to the approval of the shareholders of the Company by way of special resolution at the extraordinary general meeting to be convened on 9 October 2009.

A circular containing, inter alia, further details of the proposed amendment to the Articles and a notice convening the extraordinary general meeting will be despatched to the shareholders of the Company as soon as practicable.

PROPOSED AMENDMENT TO THE ARTICLES OF ASSOCIATION

The board of directors of the Company (the “Board”) proposes to amend the Articles of Association of the Company (the “Articles”) in respect of the scope of business of the Company. The original paragraph 2 of Article 2.02 sets out the scope of business of the Company as follows:

“The scope of operation of the Company includes: research, development and manufacture of computer hardware, communication and information system network technology products, new technical devices to support the communication network, digital intersect connection devices, automatic control system and support devices, modern electronic devices, electrical specific devices, instruments, moulds, software development, after-sales maintenance service of the above products, imports and exports operation, sales of tax control electronic cash registers (ETAX) products, technology innovation and related technical services, production of tax electronic cash registers (ETAX) products (operated by branches and offices), property management, property leasing, car park management and advertising business.”

The proposed amendment is to delete the original paragraph 2 of Article 2.02 in its entirety and replace it by the following paragraph:

“The scope of operation of the Company includes: research, development and manufacture of computer hardware, communication and information system network technology products, new technical devices to support the communication network, digital intersect connection devices, automatic control system and support devices, modern electronic devices, electrical specific devices, instruments, moulds, software development, after-sales maintenance service of the above products, imports and exports operation, sales of tax control electronic cash registers (ETAX) products, technology innovation and related technical services, production of tax electronic cash registers (ETAX) products (operated by branches and offices), property management, property leasing, car park management, advertising business and ordinary cargo transportation.”

The proposed amendment to the Articles, which is consistent with and necessary for the business development of the Company, is subject to the approval of the shareholders of the Company by way of special resolution at the extraordinary general meeting to be convened on 9 October 2009.

A circular containing, inter alia, further details of proposed amendment to the Articles and the notice convening the extraordinary general meeting will be despatched to the shareholders of the Company as soon as practicable.

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

Shenzhen, the PRC, 21 August 2009

As at the date hereof, 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. Wen Bing, Ms. Zhou Hong, Mr. Dong Lixin and Mr. Wang Tian Xiang.

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM for the purpose of giving information with regard to the Company. The directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

This announcement will remain on the “Latest Company Announcements” page of the GEM website at www.hkgem.com for at least 7 days from its date of publication and the Company’s website at www.hkgem.com.

* For identification purposes only