

CHINA EDUCATION ALLIANCE INC.
Form 8-K
March 06, 2013

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 OR 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): **February 28, 2013**

CHINA EDUCATION ALLIANCE, INC.

(Exact name of registrant as specified in its charter)

North Carolina **001-34386** **56-2012361**

(State or other jurisdiction of (Commission (IRS Employer
incorporation) File Number) Identification No.)

58 Heng Shan Road, Kun Lun Shopping Mall

150090

Harbin, People's Republic of China

(Zip Code)

(Address of principal executive offices)

Registrant's telephone number, including area code: **86-451-8233-5794**

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.07 Submission of Matters to a Vote of Security Holders.

The 2013 Annual Meeting of Stockholders (the “Annual Meeting”) of China Education Alliance, Inc. (the “Company”) was held on February 28, 2013. At the Annual Meeting, the stockholders voted on the following two proposals and cast their votes as described below.

Proposal 1.

The individuals listed below were elected at the Annual Meeting to serve as directors of the Company until the 2014 Annual Meeting of Stockholders and until their respective successors have been duly elected and qualified, or until such director’s earlier resignation, removal or death.

| | FOR | WITHHELD | BROKER NON-VOTES |
|-----------------|-----------|----------|---------------------|
| Xiqun Yu | 5,060,777 | 153,209 | 2,568,661 |
| Liansheng Zhang | 5,037,403 | 176,583 | 2,568,661 |
| Xiaohua Gu | 5,060,692 | 153,294 | 2,568,661 |

Proposal 2.

The appointment of Albert Wang & Co. as the Company’s independent registered public accounting firm for the fiscal year ended December 31, 2012 was approved and ratified by the stockholders and the votes were cast as follows:

| FOR | AGAINST | ABSTAIN |
|-----------|---------|---------|
| 7,286,026 | 301,957 | 194,664 |

SIGNATURES

Pursuant to the requirements of the Securities and Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CHINA EDUCATION
ALLIANCE, INC.

Dated: March 6, 2013

By: */s/ Xiqun Yu*
Name: Xiqun Yu
Title: Chief Executive Officer