

CHINA EDUCATION ALLIANCE INC.

Form 8-K

December 31, 2014

**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): **December 24, 2014**

**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 2014 Annual Meeting of Stockholders (the “Annual Meeting”) of China Education Alliance, Inc. (the “Company”) was held on December 24, 2014. 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 2015 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.

	<b>FOR</b>	<b>WITHHELD</b>	<b>BROKER NON-VOTES</b>
Xiqun Yu	4,312,182	147,399	3,549,769
Liansheng Zhang	4,307,925	151,656	3,549,769
Xiaohua Gu	4,312,075	147,506	3,549,769

**Proposal 2.**

The appointment of Albert Wang & Co. as the Company’s independent registered public accounting firm for the fiscal year ending December 31, 2014 was approved and ratified by the stockholders and the votes were cast as follows:

<b>FOR</b>	<b>AGAINST</b>	<b>ABSTAIN</b>
7,642,616	217,188	149,546

**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: December 31, 2014

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