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# 浙江升華蘭德科技股份有限公司 SHENGHUA LANDE SCITECH LIMITED\*

(a joint stock limited company incorporated in the People's Republic of China)

(Stock Code: 8106)

# (1) POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 29 JANUARY 2018; AND (2) EXTENSION OF THE LONG STOP DATE

#### POLL RESULTS OF THE EGM

The Board is pleased to announce that all resolutions set out in the Notice were duly passed at the EGM held on 29 January 2018.

## EXTENSION OF THE LONG STOP DATE

The Board also announces that on 29 January 2018 (after trading hours), the Company, the Vendors and the Kameng-related Shareholders entered into the Supplemental Agreement, pursuant to which the Long Stop Date under the Equity Transfer Agreement has been extended from 30 January 2018 to 31 March 2018 or such other date as the Vendors and the Company may agree in writing.

References are made to the circular (the "Circular") and the notice of the EGM (the "Notice") both dated 15 December 2017 and issued by Shenghua Lande Scitech Limited\* (the "Company").

Unless the context otherwise requires, capitalised terms used herein will have the same meanings as those defined in the Circular.

### POLL RESULTS OF THE EGM

The EGM was held at 17/F., Deqing Shanghui Building, No. 70 Wulipai Road, Deqing County, Huzhou City, Zhejiang Province, the PRC on Monday, 29 January 2018. The Board is pleased to announce that all resolutions as set out in the Notice were duly passed at the EGM.

As at the date of the EGM, the Company has a total of 506,546,170 issued Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against the resolutions proposed at the EGM. There were no Shares entitling the holders thereof to attend and vote only against the resolutions at the EGM. No restriction was imposed on any Shareholder casting votes on any of the proposed resolutions at the EGM.

All the resolutions at the EGM were put to the vote by way of poll. SHINEWING (HK) CPA Limited, the Company's auditor, was appointed as the scrutineer for the vote-taking of the poll at the EGM and compared the poll results summary to the poll forms collected by the Company. The work performed by SHINEWING (HK) CPA Limited in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the Hong Kong Institute of Certified Public Accountants nor did it include provision of any assurance or advice on matters of legal interpretation or entitlement to vote.

The poll results in respect of the resolutions at the EGM were as follows:

ORDINARY RESOLUTIONS		Number of votes (%)		Total number
		FOR	AGAINST	of votes
1.	To ratify, confirm and approve the Equity Transfer Agreement (as defined in the Circular), and the terms and conditions thereof and all the transactions contemplated thereunder and the implementation thereof.	266,126,930 (100%)**	0 (0%)**	266,126,930
2.	To ratify, confirm and approve the Proposed Change of Use of Proceeds (as defined in the Circular).	266,126,930 (100%)**	0 (0%)**	266,126,930

<sup>\*\*</sup> The percentage of voting Shares is based on the total number of Shares held by the Shareholders who voted at the EGM in person or by proxy.

As more than 50% of the votes were cast in favour of each of the resolutions as proposed in the EGM, each of these resolutions were duly passed as an ordinary resolution.

#### EXTENSION OF THE LONG STOP DATE

The Board also announces that as certain conditions precedent are still pending fulfillment, on 29 January 2018 (after trading hours), the Company, the Vendors and the Kameng-related Shareholders entered into a supplemental agreement to the Equity Transfer Agreement (the "Supplemental Agreement"), pursuant to which the long stop date under the Equity Transfer Agreement (the "Long Stop Date") has been extended from 30 January 2018 to 31 March 2018 or such other date as the Vendors and the Company may agree in writing.

Save for the above, all other terms and conditions of the Equity Transfer Agreement as disclosed in the Circular shall remain in full force and effect.

By order of the Board
Shenghua Lande Scitech Limited\*
Qi Jinsong

Chairman and Chief Executive Officer

Huzhou City, the PRC, 29 January 2018

As at the date of this announcement, the Board comprises four executive Directors, being Mr. Qi Jinsong, Mr. Chen Ping, Mr. Guan Zilong and Mr. Xu Jianfeng and three independent non-executive Directors, being Mr. Cai Jiamei, Ms. Huang Lianxi and Mr. Shen Haiying.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquires, confirm that, to the best of their knowledge and belief: (i) the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive; and (ii) there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the "Latest Company Announcements" page on the GEM website at www.hkgem.com for at least 7 days from the day of its posting and on the website of the Company at www.landpage.com.cn.

\* For identification purposes only