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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)

ANNOUNCEMENT

(1) RESIGNATION OF EXECUTIVE DIRECTOR; (2) NOMINATION OF EXECUTIVE DIRECTOR; AND (3) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

RESIGNATION OF EXECUTIVE DIRECTOR

Mr. Guan Zilong (管子龍), due to his personal work arrangements, has tendered his resignation as an executive Director with effect from the close of the AGM when the new executive Director is elected and assumes office.

NOMINATION OF EXECUTIVE DIRECTOR

The Board has proposed to appoint Ms. Wu Lihui (吳麗輝) as an executive Director for a term commencing from the date of approval by the Shareholders at the AGM to the date of expiry of the term of the current Board.

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The Board has proposed to make certain amendments to the Articles of Association.

The proposed appointment of the new executive Director is subject to the approval by the Shareholders by way of ordinary resolution at the AGM, and the proposed amendments to the Articles of Association are subject to the approval by the Shareholders by way of special resolutions at the AGM and Class Meetings. A circular containing, among other things, the details of the proposal appointment of the new executive Director and proposed amendments to the Articles of Association and notices of the AGM and Class Meetings will be dispatched to the Shareholders in due course.

The board (the “**Board**”) of directors (the “**Director(s)**”) of Shenghua Lande Scitech Limited* (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that:

RESIGNATION OF EXECUTIVE DIRECTOR

Mr. Guan Zilong (管子龍) (“**Mr. Guan**”) has tendered his resignation to the Board on 23 May 2024, resigning from the position of executive Director, due to his personal work arrangements which require more of his time and dedication. The resignation of Mr. Guan will take effect from the close of the forthcoming annual general meeting (the “**AGM**”) of the Company, when the new executive Director is elected and assumes office.

Mr. Guan has confirmed that he has no disagreement with the Board and no matters concerning his resignation need to be brought to the attention of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the shareholders (the “**Shareholders**”) of the Company. The Board has confirmed that there are no matters concerning Mr. Guan’s resignation which are needed to be brought to the attention of the Shareholders.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Guan for his valuable contribution to the Group during his term of office.

NOMINATION OF EXECUTIVE DIRECTOR

The Board proposed to appoint Ms. Wu Lihui (吳麗輝) (“**Ms. Wu**”) as an executive Director of the ninth session of the Board for a term commencing from the date of approval by the Shareholders at the AGM to the date of expiry of the term of the current Board. Ms. Wu has confirmed that she has no disagreement with such nomination.

The Board is pleased to announce that after due examination by the nomination committee of the Company, which is of the view that the proposed appointment of Ms. Wu as an executive Director is in compliance with the board diversity policy and needs of the Company, the Company convened the fifth meeting of the ninth session of the Board on 23 May 2024, and reviewed and approved the proposed appointment of Ms. Wu. Ms. Wu is nominated as an executive Director candidate of the ninth session of the Board, for a term commencing from the date of approval by the Shareholders at the AGM to the date of expiry of the term of the current Board.

The biographical details of Ms. Wu which are disclosed pursuant to Rule 17.50(2) of the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “**GEM Listing Rules**”) are as follows:

Ms. Wu Lihui (吳麗輝), aged 38, is the finance manager of the Company and is responsible for the Group’s accounting and financial functions. Ms. Wu graduated from Zhejiang Forestry University* (浙江林學院) (currently known as Zhejiang A&F University (浙江農林大學)) in June 2008 and obtained a bachelor’s degree in management majoring in accounting. Ms. Wu holds the title of intermediate accountant and tax accountant qualification in the People’s Republic of China (the “**PRC**”). From March 2009 to May 2014, Ms. Wu worked as a tax auditor at Zhejiang Shenghua Biok Biology Co., Ltd. (浙江

升華拜克生物股份有限公司) (currently known as Zhejiang Hengtong Holding Co., Ltd.* (浙江亨通控股股份有限公司)), a company listed on the Shanghai Stock Exchange (stock code: 600226). From June 2014 to November 2016, Ms. Wu worked as an accountant at Zhejiang Shenghua Asset Management Co., Ltd.* (浙江升華資產經營有限公司). From December 2016 to September 2019, Ms. Wu worked as a finance manager at Huzhou Xintianwai Green Packet Printing Co., Ltd.* (湖州新天外綠包印刷有限公司). From October 2019 to December 2021, Ms. Wu worked in financial management at Zhejiang Shenghua Defeng Investment Co., Ltd.* (浙江升華德豐投資有限公司). From December 2021 to present, Ms. Wu worked as a finance manager in Huzhou Shenghua Financial Services Co., Ltd.* (湖州升華金融服務有限公司). Ms. Wu joined the Company since November 2023.

Subject to the approval by the Shareholders at the AGM, Ms. Wu will enter into a service contract with the Company, and Ms. Wu will serve as an executive Director from the date of the AGM to the date of expiry of the term of the current Board. Her remuneration as an executive Director will be determined based on the Company's remuneration policy and with reference to her workload and responsibilities.

As at the date of this announcement, Ms. Wu does not have any interests in the shares of the Company (as defined in Part XV of the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong). As at the date of this announcement, save as disclosed above, Ms. Wu (a) does not have any relationship with any directors, senior management, substantial shareholders or controlling shareholders of the Company; (b) has not held any directorship in the last three years in a public company listed on any securities market in Hong Kong or overseas; and (c) does not hold any office with the Company or any of its subsidiaries.

Save as disclosed above, there are no other matters relating to Ms. Wu that need to be brought to the attention of the Shareholders nor any information to be disclosed pursuant to the requirements of Rule 17.50(2) of the GEM Listing Rules.

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

As considered and approved at the fifth meeting of the ninth session of the Board held on 23 May 2024, the Board proposed to make certain amendments to the articles of association (the “**Articles of Association**”) of the Company, and recommend the same to the Shareholders for consideration and, if thought fit, approval.

The proposed amendments to the Articles of Association are recommended in light of, among other things, (i) the amendments to the GEM Listing Rules in relation to the expanded paperless listing regime and mandatory electronic dissemination of corporate communications by GEM listed issuers; (ii) the recent changes in the PRC laws and regulations including the abolition of the Special Regulations of the State Council on the Overseas Offering and Listing of Shares by Joint Stock Limited Companies (《國務院關於股份有限公司境外募集股份及上市的特別規定》) and Mandatory Provisions for Companies Listing Overseas (《到境外上市公司章程必備條款》) and related amendments to the GEM Listing Rules; and (iii) the actual situation of the Company, and needs to improve the flexibility and efficiency of its operations and development.

AGM AND CLASS MEETINGS

The proposed appointment of the new executive Director is subject to the approval by the Shareholders by way of ordinary resolution at the AGM, and the proposed amendments to the Articles of Association and proposed adoption of the new Articles of Association are subject to the approval by the Shareholders by way of special resolutions at the AGM and forthcoming class meetings (the “**Class Meetings**”) of the Company. A circular containing, among other things, further details of the proposed appointment of the new executive Director and proposed amendments to the Articles of Association and notices of the AGM and Class Meetings will be dispatched to the Shareholders in accordance with the GEM Listing Rules and Articles of Association as soon as practicable.

By order of the Board
Shenghua Lande Scitech Limited*
Wang Feng
Chairman and Chief Executive Officer

Hangzhou City, the PRC, 23 May 2024

As at the date of this announcement, the Board comprises three executive Directors, being Mr. Wang Feng, Mr. Guan Zilong and Mr. Xu Jianfeng; one non-executive Director, being Mr. Chen Ping; and three independent non-executive Directors, being Mr. Cai Jiamei, Ms. Huang Lianxi and Ms. Huang Xuanzhen.

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 enquiries, 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 Listed Company Information” page on the Stock Exchange’s website at www.hkexnews.hk 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