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上海芯雲智聯數據科技有限公司
Shanghai Xinyun Zhilian Data
Technology Co., Ltd.*

(incorporated in the PRC with limited liability)

芯化和雲(香港)數據科技有限公司
Chemcloud (HK) Data Technology
Limited

(incorporated in Hong Kong with limited liability)



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)

JOINT ANNOUNCEMENT

**DELAY IN DESPATCH OF THE COMPOSITE DOCUMENT
RELATING TO UNCONDITIONAL MANDATORY CASH OFFER
BY FORTUNE (HK) SECURITIES LIMITED FOR AND ON BEHALF
OF CHEMCLOUD (HK) DATA TECHNOLOGY LIMITED FOR ALL
THE H SHARES IN SHENGHUA LANDE SCITECH LIMITED***

AND

**UNCONDITIONAL MANDATORY CASH OFFER BY SHANGHAI
XINYUN ZHILIAN DATA TECHNOLOGY CO., LTD.* FOR ALL
THE DOMESTIC SHARES IN SHENGHUA LANDE SCITECH LIMITED***

Financial adviser to the Offerors



Independent Financial Adviser to the Independent Board Committee



Gram Capital Limited
嘉林資本有限公司

References are made to (i) the joint announcement (the “**Rule 3.5 Announcement**”) of the Offerors and Shenghua Lande dated 25 July 2025 under Rule 3.5 of the Takeovers Code in connection with, among other matters, the unconditional mandatory cash offer (“**H Share Offer**”) by Fortune (HK) Securities Limited for and on behalf of Chemcloud (HK) Data Technology Limited (“**Chemcloud (HK)**”) for all the H Shares in Shenghua Lande and the unconditional mandatory cash offer (“**Domestic Share Offer**”, together with the H Share Offer collectively as the “**Offers**”) by Shanghai Xinyun Zhilian Data Technology Co., Ltd.* (“**Xinyun Zhilian**”, together with Chemcloud (HK) collectively as the “**Offerors**”) for all the domestic Shares in Shenghua Lande; (ii) the joint announcement of the Offerors and Shenghua Lande dated 29 July 2025 in connection with, among other matters, the completion of the Domestic Shares Sale and Purchase Agreement; and (iii) the joint announcement of the Offerors and Shenghua Lande dated 31 July 2025 in connection with, among other matters, the completion of the H Shares Sale and Purchase Agreement. Unless otherwise defined, terms used in this joint announcement shall have the same meanings as those defined in the Rule 3.5 Announcement.

DELAY IN DESPATCH OF THE COMPOSITE DOCUMENT

As disclosed in the Rule 3.5 Announcement, it is the intention of the Offerors and Shenghua Lande that the Composite Document comprising the offer document from the Offerors and the response document from the Board be jointly despatched by the Offerors and Shenghua Lande to the Shareholders. Under Rule 8.2 of the Takeovers Code, unless the Executive’s consent is obtained, the Composite Document should be despatched to the Independent Shareholders within 21 days of the date of the Rule 3.5 Announcement (the “**Prescribed Period**”), i.e. on or before 15 August 2025.

As additional time is required for the finalisation of certain information to be included in the Composite Document, including but not limited to the unaudited consolidated financial statements of the Shenghua Lande Group for the six months ended 30 June 2025, the letter from the Independent Financial Advisor and the statement on material changes in the financial or trading position or outlook of the Shenghua Lande Group pursuant to Rule 10.11 of the Takeovers Code, it is anticipated that the Composite Document (together with the accompanying forms of acceptance and transfer of the Offer Shares in respect of the Offers (the “**Forms of Acceptance**”)) is unable to be despatched within the Prescribed Period.

An application has been made by the Offerors and Shenghua Lande to the Executive for a waiver from strict compliance with the requirement under Rule 8.2 of the Takeovers Code and consent under Rule 8.2 of the Takeovers Code to extend the latest date for the despatch of the Composite Document (together with the Forms of Acceptance) to 5 September 2025, and the Executive has granted its consent for such extension.

Further announcement(s) will be made by the Offerors and Shenghua Lande on the timing of despatch of the Composite Document as and when appropriate.

WARNING

The Directors make no recommendation as to the fairness or reasonableness of the terms of the Offers or as to the acceptance of the Offers in this joint announcement, and Shareholders are encouraged to read the Composite Document carefully, including the advice of the Independent Financial Adviser to the Independent Board Committee and the recommendation from the Independent Board Committee to the Independent Shareholders in respect of the Offers, before deciding whether or not to accept the Offers.

The Shareholders and potential investors of Shenghua Lande are advised to exercise extreme caution when dealing in the securities of Shenghua Lande, and if they are in any doubt about their position, they should consult a licensed securities dealer or registered institution in securities, a bank manager, solicitor, professional accountant, or other professional advisers.

By order of the sole director of
**Shanghai Xinyun Zhilian Data Technology
Co., Ltd.***
Wang Zheng
Director

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

By order of the board of directors of
Chemcloud (HK) Data Technology Limited
Wang Zheng
Director

Hangzhou City, the PRC, 15 August 2025

As at the date of this joint announcement, the Board comprises three executive Directors, being Mr. Wang Feng, Mr. Xu Jianfeng and Ms. Wu Lihui; 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.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than in relation to the Offerors) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the directors of the Offerors) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement the omission of which would make any statements in this joint announcement misleading.

This joint 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 Shenghua Lande. The Directors, having made all reasonable enquires, confirm that to the best of their knowledge and belief: (i) the information contained in this joint 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 joint announcement misleading.

As at the date of this joint announcement, the sole director of Xinyun Zhilian is Dr. WANG Zheng (王征).

The sole director of Xinyun Zhilian accepts full responsibility for the accuracy of the information contained in this joint announcement (other than in relation to the Shenghua Lande Group and the Vendors) and confirms, having made all reasonable inquiries, that to the best of his knowledge, opinions expressed in this joint announcement (other than those expressed by the directors of Shenghua Lande and the Vendors) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.

As at the date of this joint announcement, the directors of Chemcloud (HK) are Dr. WANG Zheng (王征) and Mr. MA Yuan (馬原).

The directors of Chemcloud (HK) jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than in relation to the Shenghua Lande Group and the Vendors) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the directors of Shenghua Lande and the Vendors) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.

This joint 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 Shenghua Lande at www.landpage.com.cn.

** For identification purposes only*